



Mark Jones | Baker Law

## Experience

### **Acquisitions and Dispositions in Energy, Oilfield Service, Water and Waste Industries**

- Lead counsel in the acquisition of assets from a private equity portfolio company for \$300 million in the Permian basin.
- Lead counsel in the acquisition of assets from a private equity portfolio company for \$525 million in the Permian basin.
- Lead counsel in the acquisition of assets from a private equity portfolio company for \$75 million in the Permian basin.
- Lead counsel in the acquisition of assets from a private equity portfolio company for \$275 million in the Permian basin.
- Lead counsel in the acquisition of assets from a private equity portfolio company for \$17 million in the Permian basin.
- Lead counsel in the acquisition of large independent with assets in Canada, Australia, Guatemala and Argentina and its related petroleum products businesses for a purchase price of approximately \$3.6 billion
- Lead counsel for an energy service company and its shareholders in connection with the sale of the company for \$40 million to investors in the Middle East.
- Lead counsel in connection with the acquisitions of concessions for water and wastewater facilities throughout the United States.
- Lead counsel in acquiring over 20 landfills and other treatment, storage and disposal facilities throughout the United States.
- Lead counsel in acquiring water rights and infrastructure to be used in connection with fracking operations in South Texas and Permian shale plays.
- Lead due diligence counsel in the acquisition of numerous affiliated companies and assets in the Gulf of Mexico, Texas and Oklahoma for a purchase price of \$1.3 billion.

### **Securities and Corporate Finance**

- Represented underwriters in the public offering of common stock for exploration and a production company with assets in the Permian Basin in Texas and New Mexico, the onshore Gulf Coast of Texas, and Kansas.

- Represented a Texas-based exploration and production company with assets in the Permian Basin and Mississippian Lime in a public offering of common stock.
  - Represented a Texas-based exploration and production company with assets in the Permian Basin and Mississippian Lime in a private placement of common stock.
  - Represented placement agent in a private placement of common stock of a public exploration and production company with acreage positions in Texas, New Mexico and Kansas.
  - Represented a Texas-based exploration and production company with assets in Texas and Kansas with respect to the resale registration of privately placed securities.
  - Lead counsel for nine initial public offerings for various energy companies, seven of which were energy companies and one of those being the largest at the time of \$5.6 billion in the energy sector
  - Chief securities counsel for numerous public companies with market capitalizations ranging from \$50 million to \$15 billion.
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- Represented a Texas-based exploration and production company with assets in Texas and Kansas in its compliance with Securities and Exchange Act requirements.
  - Represented a Texas-based exploration and production company with assets in Texas and New Mexico in its compliance with Securities and Exchange Act requirements
  - Represented a Canadian based public company with assets located in the Rocky Mountain region of the United States in connection with redomiciling as a public company in the United States and certain financings
  - Represented an NYSE American-listed exploration and production company with assets in the Permian Basin in connection with multiple offers, including a \$50 million, \$75 million and \$65 million underwritten public offerings of common stock.
  - Represented an underwriting syndicate in connection with an approximately several underwritten public offering of common stock for an exploration and production company with oil and gas assets in the STACK play in the Mid-Continent United States, including a \$50 million and \$60 million offerings.
  - Lead counsel for a mezzanine lender in connection with a loan for \$15 million related to the development of an oil and gas property in South Texas.
  - Lead counsel for a bank in connection with the sale of \$44 million of preferred stock and warrants under the Troubled Asset Relief Program.
  - Lead counsel for the private placement of \$25 million of membership interests in an oil and gas exploration and production company.
  - Represented a mezzanine lender in the financing of working interest in an Eagle Ford shale play.
  - Represented an energy fund in establishing parameters for funding non-operator working interests in the Eagle Ford shale play and Permian Basin.

### **Private Equity and Direct Investments by Family Offices**

- Represented an energy management team in connection with a private equity commitment of \$1 billion, utilizing a line of equity arrangement in off-shore venture.
- Represented a private equity energy firm in connection with a \$100 million commitment in the Eagle Ford shale play, utilizing a line of equity arrangement.
- Represented an energy management team in connection with a private equity commitment of \$300 million in the Permian Basin, utilizing a line of equity arrangement.
- Represented an energy management team in connection with a \$75 million commitment, utilizing a line of equity arrangement in the Rockies.
- Represented private equity investors in connection with a follow-on capital raise of \$30 million for an oil service company.
- Represented a company or family office in its direct investment in exploration and development projects and companies ranging from \$15 million to \$100 million.

- Acts as outside general counsel to portfolio and public companies and manages legal and compliance functions for the clients.
- Represented a private equity fund in connection with the completion of a \$10 million capital raise.
- Advised a special committee of an exploration and production company with oil and gas assets in the Permian Basin, onshore Gulf Coast and Kansas in a related-party transaction with respect to raising additional capital in a private offering of limited partnership interests to private equity investor.

## **Mergers and Acquisitions**

- Lead securities and acquisition counsel in the hostile takeover attempt of a large independent client with assets in numerous parts of the United States, the Gulf of Mexico, Australia, Venezuela and Azerbaijan, with an offer price of \$6.4 billion
- Represented a public company in the acquisition of a Texas-based exploration and development company with oil and gas assets and properties located in Louisiana and offshore Louisiana valued in excess of \$500 million.
- Advised the special committee of an exploration and production company in a related-party transaction with respect to the disposition of its onshore Gulf Coast assets.
- Represented a Texas-based exploration and production company with the acquisition of certain oil and gas assets and properties in Kansas.
- Represented well known investment bank in rendering over 20 fairness opinions in connection with a business combination transaction, recapitalizations, dispositions and acquisitions of assets, and related party transactions.

## **General Corporate**

- Represented an international exploration and production company with its primary assets in Colombia and Peru in general corporate and contract matters.
- Has extensive experience drafting and negotiating joint venture arrangements related to gathering, processing and storage facilities for upstream and midstream companies.
- Has extensive experience with respect to logistics matters for upstream and midstream companies, including the transportation of petroleum products, water and sand by truck, rail and marine vessel.
- Has extensive experience with respect to the terminaling and storage of petroleum products.
- Has extensive experience with the development of standardized agreements, together with contract management processes and procedures, for all facets of the business conducted by energy and service clients.
- Has extensive experience with a broad range of commercial agreements in the energy and power sector.
- Has experience negotiating with railroads over telecommunication tower leases and easements for fiber optic cables.
- Has experience negotiating joint operating agreements and procedures; areas of mutual interest, farmout, development and management agreements; gathering, processing and storage agreements; gas balancing and marketing agreements; and surface leases.

## **Ethics and Compliance**

- Took the lead role in the design and establishment of ethics and compliance programs for numerous companies, each tailored to the specific needs and risks associated with the particular industry and marketplace.

- Served as a key member of a risk management committee that reported to the board of directors of a large public energy company on value at risk, derivatives, enterprise risk, mitigation efforts, compliance and conflict of interest issues.
- Has experience in developing pragmatic approaches to protecting clients and executives from prosecution and fines in accordance with federal sentencing guidelines and the Foreign Corrupt Practices Act, among other applicable laws.
- Has experience handling numerous governmental investigations and inquiries.

#### **Environmental, Health and Safety**

- Has extensive experience with respect to environmental issues encountered in the energy, water and waste industries, particularly the disposal, treatment and storage of hazardous and industrial wastes