

Brandon E. Durrett

Member

San Antonio

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Areas Of Practice

Business Services
Corporate Finance
Mergers & Acquisitions
Mergers & Acquisitions Annual Survey
Private Equity, Venture Capital & Mezzanine Finance
Energy Lending Transactions

Industries

Energy Industry Group
Energy Corporate
Oil & Gas

Bar Admissions

Texas, 2009
New Mexico, 2010

Education

Texas Tech University School of Law, J.D., *cum laude*, 2009
Brigham Young University, B.A., *with Honors*, 2006

Certifications

Board Certified in Oil, Gas and Mineral Law by the Texas Board of Legal Specialization, 2014

Brandon Durrett is a Board Certified Oil and Gas attorney in the San Antonio office with the Corporate Finance Practice Group. Practicing in Texas and New Mexico, Brandon counsels petroleum industry clients in mergers and acquisitions, commercial industry agreements, and complex disputes over oil and gas assets.

Brandon has broad experience negotiating purchase and sale agreements for both upstream and midstream assets, plus related marketing, financing, confidentiality, and transition agreements. He also works closely with his corporate partners on energy-related mergers, capital investments, and private equity deals.

Brandon regularly negotiates complex petroleum industry agreements, such as “drillco” and participation agreements, joint ventures, JOAs, MSAs, production gathering and sales agreements, SWD service agreements, oil and gas leases, pooling and production sharing agreements, and surface use agreements.

Brandon often teams with his litigation partners in oil and gas disputes involving lease termination claims, subsurface trespass, title disputes, breaches of representations and warranties, indemnification claims, operatorship conflicts, payout and non-consent issues, deed and contract construction, royalty payment disputes, and land use conflicts.

Brandon advises clients in regulatory compliance matters before the Railroad Commission of Texas and New Mexico Oil Conservation Division regarding drilling permits, spacing and density issues, enforcement actions, and forced pooling. Brandon also has extensive experience examining oil and gas title to fee, state, and federal lands, including complex producing leaseholds and large unitized acreages.

Experience

Transactions and Negotiations:

Negotiated and closed multi-seller \$90MM Purchase and Sale Agreement for publicly-traded oil company in sale of Delaware Basin producing leasehold assets in Texas and New Mexico, including transition agreement and separate seller’s agreement

Negotiated and closed \$60MM sale of private equity-funded South Texas midstream gathering company and accompanying \$33MM Earnout Agreement

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Negotiated and drafted \$68MM Purchase and Sale Agreement for private equity funded E&P company for sale of producing leasehold properties in Barnett Shale

Represented publicly-traded E&P company in negotiation and closing of \$18MM Exchange and Sale Agreement with concurrent arbitration agreement in settlement of leasehold title dispute

Represented debtor E&P company in virtual auction and sale of substantially all of its assets in Chapter 11 bankruptcy case

Negotiated, drafted, and closed \$40MM Purchase and Sale Agreement for publicly-traded oil company in purchase of Delaware Basin producing and proven undeveloped leasehold acreage in New Mexico

Negotiated, drafted, and closed Asset Acquisition and Development Agreement for independent oil company for sale of producing leasehold properties in Delaware Basin involving exchange and settlement of complex operating agreement rights, detailed development obligations, and a series of carried interest reservations and put options

Negotiated, drafted, and closed Purchase and Sale Agreement for operating position in 3,600-acre producing Permian oil field for mid-size Texas E&P company, including preparation of finance and conveyance instruments and due diligence on contract, title, and regulatory matters

Negotiated and drafted 45,000-acre Joint Development Agreement for major Texas E&P company for joint exploration and development of tribal leasehold in the San Juan Basin, as well as associated agreements governing joint operations, tribal participation rights, confidentiality, surface management, and indemnification

Negotiated and closed dozens of 7-figure and 8-figure purchase and sale agreements for variety of upstream, midstream, and real estate assets

Represented publicly-traded E&P company in sale of large network of saltwater disposal facilities and custom commercial disposal services agreement with buyer

Negotiated and closed "drillco" investment and participation agreements and associated operational and service contracts for development of 18,000 leasehold acres in Montana

Negotiated and closed sale of real property and injection facilities for acquisition of several saltwater disposal wells and plugged wellbores in the Permian Basin for an independent Texas operating company

Represented independent Texas operating company in negotiation of contracts for joint development of Edwards Plateau lease, including a Farmout Agreement with a complex series of drill-to-earn requirements and participation options, and a custom Joint Operating Agreement

Represented mid-size city in bidding and issuance of oil and gas lease on 1,500 acres of city land, involving negotiation of drill sites, injection rights, vehicle access, special surface and environmental damages, noise and aesthetic protections, setback and airspace restrictions, and compliance with various municipal and district ordinances

Managed and closed sale of 2,800 acres of ranch land for small Texas oil and ranch company, involving partition and exchange of adjacent lands, resurvey of riparian tracts, reservation of mineral acreage and water rights, and negotiation of easements and access rights

Litigation and Disputes:

Won single-brief arbitration ruling for publicly traded E&P company in lease termination dispute involving \$18MM Delaware Basin acreage block

Favorably settled dispute over leasehold title and subsurface trespass for independent producer client in which publicly traded E&P company agreed to buy client's top lease for above-market price

Authored successful summary judgment motion for a South Texas electric cooperative in dispute over primacy of client's rights under vintage surface mining lease over subsequent pipeline easement that would have made 1MM tons of lignite reserves permanently unrecoverable

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Authored successful summary judgment motion for publicly traded E&P company against former leasehold cotenant's challenge to operation of title forfeiture or "blackout" clause in JOA for failure to participate in necessary operations

Favorably settled litigation for private-equity-backed E&P company in dispute over JOA operatorship election in 11,000-acre Eagle Ford prospect, along with related indemnity and breach of contract claims

Participated in defense of mid-size E&P company in litigation regarding exercise of preferential rights under multiple operating agreements in context of package sale of 40,000 leasehold acres

Represented offset operator protesting Rule 37 spacing exception and substantial compliance application before Railroad Commission of Texas involving survey errors and deviated wellbore in associated-prorated oil field with complex technical testimony regarding structure geology

Successfully defended applicants for saltwater disposal well permits before Railroad Commission of Texas in protest by offset landowners and mineral estate owner for well injecting into non-productive strata

Defended small independent operator in enforcement action by Railroad Commission of Texas regarding liability for cleanup of oil blowout from legacy wellbore that had been plugged and abandoned by operator and reconditioned by landowner as water well

Negotiated Production Sharing Agreement for major international energy company among dozens of leasehold, mineral, and non-participating interest owners in multiple tracts for compliance with spacing and density rules in completion of multiple horizontal oil wells

Represented mid-size E&P company in settlement of disputes with prior lessor regarding application of density and proration field rules to size and location of retained acreage

Successfully negotiated release of undeveloped leasehold acreage in exchange for client operator's waiver of objection to lease line spacing violation

Successfully settled accounting of unpaid production revenue and subsurface trespass claim on behalf of unleased mineral owner by transfer of oil well facilities to client

Represented non-participating working interest owner in settlement of operator's overcharge of ad valorem taxes and underpayment of production revenue from six oil wells

Seminars & Speeches

Case Law Update, San Antonio Association of Professional Landmen, Mid-Winter Seminar
January 21, 2021

Abandoned Oil and Gas Wells, Current Issues in the Practice of Geoscience, HalfMoon Education Inc.
October 14, 2020

Fast Closings and Delayed Due Diligence: Doing Oil and Gas Deals With Limited Access to County Records, American Association of Professional Landmen, 2020 Virtual Annual Meeting
June 18, 2020

Retained Acreage Clauses, Texas Bar CLE's Oil, Gas & Mineral Title Examination
June 18, 2020

Case Law Update, PBLA Education Seminar, Midland, Texas
April 17, 2019

Ready! Fire! Aim! "Subject to the PSA" Clause vs. Merger by Deed, 45th Annual Ernest E. Smith Oil, Gas and Mineral Law Institute, Houston, Texas
March 29, 2019

Retained Acreage Update, 21st Annual Permian Basin Oil & Gas Law Seminar, Midland, Texas
March 1, 2019

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Case Law Update, Annual SAAPL Mid-Winter Seminar, San Antonio, Texas
January 2019 - January 2021

Plugging Liability: A Framework for Risk and Financial Security, 44th Annual Ernest E. Smith Oil, Gas and Mineral Law Institute, Houston, Texas
April 20, 2018

Ready! Fire! Aim! Two Drafting Traps to Avoid in Papering a "Rush" Deal, Permian Basin Landmen's Association Luncheon, Midland, Texas
February 13, 2018

Fun New Ways for Density and Proration Rules to Bust Your Lease: Retained Acreage and "Governmental Authority" Language in the Wake of Three Recent Texas Cases, 43rd Annual Ernest E. Smith Oil, Gas and Mineral Law Institute, Houston, Texas
April 14, 2017

A Primer on Oil and Gas Regulation in Texas, Part I: Spacing and Density, Permian Basin Landmen's Association Education Seminar, Midland, Texas
April 22, 2015

Three Ways Density and Proration Rules Can Bust Your Oil and Gas Lease, Society of Petroleum Engineers, Balcones Section Luncheon, San Antonio, Texas
February 3, 2015

Nuts and Bolts of the Division Order Title Opinion, Half Moon Seminar's Agreements and Disputes in Oil and Gas Production
October 12, 2012

Publications

"Ready! Fire! Aim! Two Drafting Traps to Avoid in Papering a 'Rush' Deal"
January 2020
Rocky Mountain Mineral Legal Foundation Journal

"Perils of the 'Notwithstanding' Clause" – Part II of "Ready! Fire! Aim! Two Drafting Traps to Avoid in Papering a 'Rush' Deal"
August 2018
The Energy Dispatch, CAIL Institute for Energy Law

"Ready! Fire! Aim! Two Drafting Traps to Avoid in Papering a "Rush" Deal"
June 27, 2018
Section Report of the Oil, Gas & Energy Resources Law Section, State Bar of Texas

"The 'Subject to the PSA' Clause vs. Merger by Deed" – Part I of "Ready! Fire! Aim! Two Drafting Traps to Avoid in Papering a 'Rush' Deal"
May 2018
The Energy Dispatch, CAIL Institute for Energy Law

"Fun New Ways for Density and Proration Rules to Bust Your Lease: Retained Acreage Clauses and 'Governmental Authority' Language in the Wake of Three Recent Texas Cases"
Spring 2016
Section Report of the Oil, Gas & Energy Resources Law Section, State Bar of Texas

Reagan Marble & Brandon Durrett, *Vaquillas Unproven Minerals: Maybe You Didn't Retain That Acreage*,
January 2016
120 PBLA Takeoff 110

"A Primer on Oil and Gas Regulation in Texas: Spacing, Density, Permits, and Exceptions"
November/December 2013
Landman Magazine

"The New Organic 'Texas Tea'?: National Energy Security Implications of a Regulatory 'Clean Fuel' Ban on Texas Biodiesel"
Winter 2008
Texas Tech Law Review, Volume 40, No. 4

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News

33 Dykema Attorneys Listed as “2020 Top Attorneys” by *San Antonio Magazine*
November 16, 2020

Brandon Durrett Speaks in AAPL Virtual Annual Meeting Session
June 18, 2020

Brandon Durrett to Participate in TexasBarCLE’s Oil, Gas & Mineral Title Examination
June 16, 2020

Brandon Durrett to Speak on Delays in Oil and Gas Deals
May 4, 2020

Brandon Durrett Addresses Trends in Oil & Gas M&A in *Law 360*
May 31, 2019

Brandon Durrett Discusses Drop in Oil & Gas M&A with *Texas Lawyer*
May 29, 2019

Brandon Durrett Comments on South Texas Oil Field Trends in *San Antonio Business Journal*
March 1, 2019

Memberships & Involvement

San Antonio Association of Professional Landmen: President, 2018-2019; Vice President, 2017-2018; Secretary, 2015-2017; Education Chair, 2014-2018

State Bar of Texas, Member Oil, Gas and Energy Resources Law Section

State Bar of New Mexico

San Antonio Bar Association

Community/Civic Activities

Boy Scouts of America: Eagle Scout Rank; Assistant Scoutmaster, Troop 669, Alamo Area Council

Awards & Recognition

- Recognized by *San Antonio Magazine* in "San Antonio's Top Attorneys" for Oil & Gas, 2019 and 2020
- *S.A. Scene*, "San Antonio's Best Lawyers," 2016
- Recognized in *San Antonio Business Journal's* Who's Who in Energy, 2015
- Best Brief Award - ABA National Appellate Advocacy Competition, National Championship 2008-2009
- Outstanding Student Article - Texas Tech Law Review, Volume 40 Board of Editors
- CALI Awards (Top Score) - Oil & Gas Law, Administrative Law, National Security Law