



Ellen M. Conley

Partner | Houston

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PRACTICES Energy, Power and Natural Resources, Oil and Gas, Commodities, Energy Finance, Midstream, Mergers and Acquisitions, Oilfield Services

Ellen Conley is a partner in the Energy, Power and Natural Resources Practice Group in the Houston office of Haynes Boone. She handles energy finance matters, as well as the acquisition and disposition of oil and gas properties. Ellen represents banks, private capital providers, and upstream and midstream energy companies on traditional debt and non-traditional financing transactions. She also assists oil and gas companies in acquisition and divestiture transactions through asset or equity sales, and with operational matters, including the review and negotiation of industry agreements. Ellen has also been involved in several exploration and production bankruptcies and restructurings.

Ellen was selected for inclusion in *Texas Super Lawyers Rising Stars*, Thomson Reuters, for Energy and Natural Resources, 2023-2024, and has been included in the "Ones to Watch" category of *The Best Lawyers in America*, Woodward/White, Inc., since 2021.

Ellen is an adjunct professor at South Texas College of Law Houston and taught "Transactional Skills – Oil & Gas" in Spring 2024. She also serves on the Thomson Reuters Practical Law Oil and Gas Advisory Board.

QUALIFICATIONS

EDUCATION

- J.D., Texas Tech University School of Law, 2015, *summa cum laude*; Order of the Coif; *Texas Tech Law Review*
- B.A., English and Spanish, Texas A&M University, 2011, *cum laude*

CLERKSHIPS

- Legal Intern to the Honorable Joseph Halbach, 333rd District Court, Harris County, Texas, Summer 2013

ADMISSIONS

- Texas
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PUBLICATIONS AND SPEAKING ENGAGEMENTS

- "Let My Nuclear Reactors Go: Texas, Utah and Last Energy, Inc. Challenge the NRC," co-author, Haynes Boone client alert, January 16, 2025.
- "A Day Early and a Dollar Ahead – Unpacking BOEM’s Revised Financial Assurance Rule for Offshore Operations," co-author, Haynes Boone client alert, May 28, 2024.
- "The Other, Other Two-Step: Dancing Around Transfer Restrictions in A&D Transactions Using Divisive Mergers," co-author, The Center for American and International Law, *Energy Law Advisor*, May 2024.
- "A Rebranding of First Purchaser Statutes: Interest Owners’ Second Chance at First-Priority Protection," presenter, April 2024 Luncheon for the Houston Association of Division Order Analysts, April 17, 2024.
- "Texas First Purchaser Liens," presenter, 50th Annual Ernest E. Smith Oil, Gas and Mineral Law Institute, April 4-5th, 2024.
- "The Other, ‘Other’ Two-Step: Dancing Around Transfer Restrictions in A&D Transactions Using Divisive Mergers" co-author, Haynes Boone client alert, February 20, 2024.
- "What To Know About RWI In Acquisition And Divestiture Deals," co-author, *Law360*, February 13, 2024.
- "2024: The Year of Representations and Warranties Insurance in Upstream A&D?" co-author, Haynes Boone client alert, February 6, 2024.
- "Women in Energy Law", panelist, South Texas College of Law Houston, October 24, 2023.
- "Covenant Running with the Land Limbo - Does Your Dedication Run with the Land, Now?" speaker, Institute for Energy Law, November 29, 2022.
- "A Rebranding of First Purchaser Statutes: Interest Owners’ Second Chance at First-Priority Protection," presenter, 49th-annual Institute for the National Association of Division Order Analysts, October 26-28th, 2022.
- "A Rebranding of First Purchaser Statutes: Interest Owners’ Second Chance at First-Priority Protection," presenter, 37th-annual Review of Energy Law Conference, August 5, 2022.
- "An Overview of Volumetric Production Payments (VPPs): Issues and Considerations," co-author, *Thomson Reuters Practical Law*, April 2022.
- "How Secured Lenders Can Maximize Their Recovery Against a Defaulting Borrower," 16th Annual TJOEEL Symposium, speaker, February 26, 2021.
- "Midstream Midlife Crisis?" co-presenter, Haynes and Boone webinar, November 12, 2020.
- "Steps to Maximizing Recovery: What Can An Oil And Gas Financier Do And When Should It Do It?" author, Rocky Mountain Mineral Law Foundation, October 2020.
- "Execution Against Oil and Gas Assets: What the Financing Party Can Do and When It Can Do It," presenter, Virtual Special Institute Bankruptcy And Financial Distress In The Oil & Gas Industry: Legal Problems And Solutions October 23, 2020.
- "Oil Crash Course Series - 2020," co-presenter, Haynes and Boone webinar, October 7, 2020.
- "Dealing With COVID-19 and Oil Price Decline: Remedies Available to Secured Energy Lenders That do not Require Direct Ownership of Oil, Gas Properties," co-author, *Thomson Reuters Practical Law*, May 11, 2020.
- "An Overview of Volumetric Production Payments (VPPs): Issues and Considerations," co-author, *Thomson Reuters Practical Law*, April 2022.
- "Oil and Gas Matters," co-author, *State Bar of Texas*, March 3, 2020
- "Security Interests: Oil & Gas," co-author, *Thomson Reuters' Practical Law*, July 25, 2017.
- "Volumetric Production Payments in Bankruptcy," co-author, *South Texas Law Review*, March 15, 2017.
- "Quicksilver Rejection Motion Withdrawn; Bar Looks to Magnum Hunter," co-author, Haynes and Boone Oil Patch Bankruptcy blog, April 7, 2016.
- "Quicksilver 'White-Hot' Issue May Be Placed on the Back Burner," author, Haynes and Boone Oil Patch Bankruptcy blog, April 5, 2016.

- "Gas Gathering Agreements: The Treatment of GGAs as Executory Contracts in Bankruptcy," presenter, [CLE Presentation](#), April 4, 2016.
 - "Avoiding Bankruptcy Via Distressed Oil And Gas Sales," co-author, *Law360*, December 16, 2015
 - "*That's Privileged! Or Is It? Uncovering Lost Privileges and Exceptions in Texas Codes*," author, 47 Tex. Tech L. Rev. Online Ed. 1 (2015).
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PROFESSIONAL AFFILIATIONS AND ENGAGEMENTS

- Executive Committee Member, Big Climb Houston, The Leukemia & Lymphoma Society - Gulf Coast
 - Member, Houston Producer's Forum
 - Member, Houston Energy Finance Group
 - Member, The Foundation for Natural Resources and Energy Law
 - Advisory Board Member, Institute for Energy Law at The Center for American and International Law
 - Member, Hispanic Bar Association of Houston
 - DASH (Duchesne Academy of the Sacred Heart) Legal Network
 - Guest Lecturer at South Texas College of Law Houston - Oil, Gas, & Mineral Law, Spring 2023
 - Guest Lecturer at the University of Texas School of Law - Energy Finance Transactions, Spring 2023
 - Fellow, Texas Bar Foundation
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SELECTED CLIENT REPRESENTATIONS

- Represented the administrative agent and letter of credit issuer in the negotiation of a \$500 million senior secured revolving credit facility to fund the acquisition and development of oil and gas properties located in the Permian Basin, other assets related to the exploration, production and development thereof and other general corporate purposes.
- Represented the borrower in the negotiation of a \$40 million senior secured revolving and term loan credit facility, including a \$10 million sublimit for standby letters of credit and a \$30 million accordion, the proceeds of which were used to payoff an existing facility and in connection with its midstream crude oil operations in Texas and New Mexico.
- Represented a private exploration and production company in the negotiation of a \$6 billion senior secured revolving credit facility to finance, in part, the acquisition and development of oil and gas properties.
- Represented the administrative agent and letter of credit issuer in the negotiation of a \$500 million amended and restated senior secured revolving credit facility to fund, in part, the acquisition and development of oil and gas properties located in the Permian Basin.
- Represented the lender in the negotiation of a \$215 million first-lien 7 year term loan backed by long-term hedges and secured with the company's Mobile Bay assets transferred into separate special purpose subsidiary borrowers.
- Represented an E&P company in the restructure of its first lien credit facility to a \$650 million conforming/non-conforming borrowing base structure in connection with the repayment of the company's second lien debt. The transaction also included renegotiation of the terms of the company's unsecured subordinated debt to permit cash interest payments.
- Represented an independent operator, with oil and gas properties in Billings, McKenzie, and Stark Counties, North Dakota, in a \$100 million senior secured revolving credit facility.
- Represented a private exploration and production company in the \$120 million sale of upstream and associated midstream oil and gas assets located in the Marcellus Shale region of Pennsylvania.

- Represented an Eagle Ford gas gathering company in the documentation of a \$75 million senior secured revolving credit facility, secured by all of the gathering company's gathering and related assets.
 - Represented multi-national exploration and production company in its acquisition of private Eagle Ford producer owning in excess of 600 producing wells.
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AWARDS AND RECOGNITIONS

- Recognized by *Texas Super Lawyers Rising Stars*, Thomson Reuters, 2023-2024
- Included in the "Ones to Watch" category of *The Best Lawyers in America*, Woodward/White, Inc., 2021-2025