Kim Mai

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RELATED PRACTICES Commodities, Derivatives, Energy Roundup, Energy Finance, Mergers and Acquisitions, Energy, Power and Natural Resources, Midstream, Oil and Gas, Oil and Gas Securitizations (ABS)

Kim Mai is a member of the Energy Practice Group in the firm's Houston office. Her practice focuses on complex upstream and midstream oil and gas transactions, including financing, acquisitions and dispositions and hedging transactions.

Kim has advised a wide variety of clients, including oil and gas companies and financial institutions and, in particular, is experienced in structuring, negotiating and documenting:

- Reserved based lending transactions, term loans and syndicated loans
- Purchase and Sale Agreements in a variety of oil and gas plays in the United States, including plays located in Texas, Louisiana and Oklahoma
- Joint Development Agreements and Joint Operating Agreements
- NAESB Agreements and other midstream agreements for purchasing, selling, processing, gathering and transporting natural gas and petroleum products by pipeline and barge
- Commodity monetization and intermediation structures involving hydrocarbons and refineries, including the negotiation of licensing matters
- ISDA Master Agreements and Schedules

In addition, Kim’s secondment experience with a large, international public company has provided her with a unique in-house immersion experience that has helped her to develop deep knowledge of a company’s daily operational and legal needs. During her secondment arrangement, Kim played an integral role in updating the company’s gas and marketing compliance program, advising on rules and regulations of the Federal Energy Regulatory Commission and the Dodd-Frank Act, and re-starting the company’s hedging program.

Kim has been recognized for her work in the *Texas Super Lawyers Rising Stars*, Thomson Reuters, Energy and Natural Resources, 2014-2022. She was also included in the "Ones to Watch" category of *Best Lawyers in America*, Woodward/White, Inc., 2021-2024.

SELECTED CLIENT REPRESENTATIONS

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- Represented large investment fund in a $300 million "DrillCo" drilling partnership, to jointly drill and develop wells and associated assets in the Permian Basin.
- Represented a banking institution in a senior secured revolving credit facility with Scout Energy Group IV, LP with a commitment of $315 million. The transaction involved assignment of property interests and mortgages in Texas and Oklahoma.
- Served as lead monetization finance counsel to the largest independent fuel marketer and distributor in Canada in connection with its acquisition of Chevron Canada R & M ULC's refinery in British Columbia as well as its downstream assets (including more than 150 gas stations). The financing for this transaction included bespoke supply intermediation in pipelines, barges, terminals and rail tanks, as well as more traditional receivables financing related to product offtake. Haynes and Boone was also able to offer regulatory advice in connection with Dodd Frank and other US regulatory regimes.
- Represented an independent E&P company, with oil and gas properties in Atascosa and Frio Counties, Texas, in a $250 million senior secured revolving credit facility with Texas Capital Bank, N. A., which closed alongside the company's execution of commodity hedging contracts with BP Energy Company, Cargill, Incorporated, and NextEra Energy Marketing, LLC.
- Represented BOKF in amending and restating a senior secured revolving credit facility with Scout Energy Group III, LP to increase the size of the facility to $300 million and also advised BOKF on net profits interest issues in connection with the amendment. The transaction involved mortgages in Kansas, Texas, Oklahoma and North Dakota.
- Represented BOKF in amending and restating a senior secured revolving credit facility with Scout Energy Partners III-A, LP to increase the size of the facility to $100 million. The transaction involved mortgages in Kansas, Texas, Oklahoma and North Dakota.
- Represented lead agents, lenders and borrowers in credit transactions involving revolving credit facilities, term loans, first and second lien facilities, intercreditor agreements, acquisitions and divestitures, and hedging transactions.
- Represented large financial institution as a lender and hedge provider under a $130 million cross-border, bankruptcy exit financing credit facility for a Canadian borrower, secured by properties in Alberta and other areas of Canada.
- Represented a large national bank as administrative agent and lender under a $750 million credit facility, with borrower focused on exploration in the Marcellus and Eagle Ford properties.
- Represented Deutsche Bank AG as lender in connection with a $140 million senior secured revolving loan with borrower Great Western Petroleum, LLC. The four-year term credit facility is secured by the borrower's and its subsidiaries' oil and gas properties and assets in Colorado.
- Represented Deutsche Bank AG as lender in connection with a $130 million senior secured credit facility with co-borrowers Jay-Bee Production Company and JB Exploration I, LLC. The credit facility featured borrowing base and over advance loans and was secured by the borrowers' oil and gas properties and assets in West Virginia.
- Represented a large financial institution as administrative agent and lender in $200 million senior secured credit facility with an independent E&P company. The loan proceeds will be used to refinance existing swap facilities and finance the purchase of oil and gas properties in Divide County, North Dakota.
- Represented investment firm in credit facility with oil and gas waste disposal company and corresponding equity investment in company. Proceeds were used to refinance existing indebtedness and fund an acquisition.
- Represented a large financial institution as a lender in a $200 million revolver loan with a letter of credit feature. The loan proceeds will be used to develop the borrower's and subsidiary's oil and gas properties in Texas and Louisiana.
- Represented a large financial institution as administrative agent and lender in a senior secured credit facility with an E&P and gas gathering company. The credit facility features a revolver commitment of $180 million, with a development loan commitment of $20 million. The loan is secured by borrower's properties in Kentucky and Tennessee.

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- Advised clients in connection with Dodd Frank issues relating to their status as commercial end users and the amendment of their ISDA documentation, including pursuant to the ISDA August 2012 DF Protocol and ISDA March 2013 DF Protocol.

PROFESSIONAL AFFILIATIONS AND ENGAGEMENTS

- Boat People SOS (BPSOS), Board of Directors
- Asian American Bar Association
- Houston Volunteer Lawyers
- Houston Energy Finance Group
- North American Energy Standards Board

AWARDS AND RECOGNITIONS

- Included in the "Ones to Watch" category of *The Best Lawyers in America*, Woodward/White, Inc., 2021-2025.
- Ranked in *The Legal 500 U.S.*, Legalease Ltd., 2024-2025
- Included in *Texas Super Lawyers Women's Edition Rising Stars*, Thomson Reuters, 2023.
- Recognized in *Texas Super Lawyers Rising Stars*, Thomson Reuters, Energy and Natural Resources, 2014-2022.

PUBLICATIONS AND SPEAKING ENGAGEMENTS

- "ABS Financing Gains Ground In U.S. Oil and Gas Deals," quoted, *Argus Media*, June 2026.
- "Understanding the NAESB Base Contract," author, *Practical Law The Journal (PLJ)*, May 2026.
- "A Form for All Directions: A.A.P.L.'s 'New' 1989 Horizontal Well JOA," contributor, October 2013.
- "Trends in Oil and Gas Financing," contributor, with Theresa Einhorn, featured in *Here's the Money: Capital Formation 2013*, a supplement to *Oil and Gas Investor,* June 2013.
- "Credit Agreement Guarantees and Similar Agreements May Require Amendments to Remain Dodd-Frank Compliant," contributor, February 2013.
- "31st Annual Review of Developments in Business Financing - Focus on the Oil and Gas Industry," contributor, American Bar Association, Section of Business Law, March 2012.

QUALIFICATIONS

EDUCATION

- J.D., University of Houston Law Center, 2012, *magna cum laude*; Member, *Houston Law Review;* Order of the Barons; Order of the Coif
- B.A., Biology, The University of Texas at Austin, 2009, Phi Beta Kappa

CLERKSHIPS

Clerk for the Judge Reece Rondon, 234th District Court of Texas, January-May 2011

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LANGUAGES

- Vietnamese
- German

ADMISSIONS

- Texas

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