



ATTORNEYS AT LAW



Jack R. Luellen

PRINCIPAL

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Jack R. Luellen is a principal of Dickie, McCamey & Chilcote, P.C. and the Managing Attorney of the Denver office. He concentrates his practice in energy law, with a particular emphasis in oil and gas and substantial commercial litigation experience. An effective and strong advocate for oil and gas companies, he represents interests in the E&P and midstream sectors.

Mr. Luellen is involved in the resolution of industry-specific disputes concerning joint venture agreements, operations agreements, breach of contract, surface use and access issues, natural gas processing, construction defects, and payment and recovery of royalties. Clients benefit from his corporate experience, in which he routinely negotiates, drafts and closes agreements for the purchase and sale of oil and gas assets, as well as surface use, processing, marketing, transportation and joint operations agreements. He frequently works with companies and capital providers in connection with debt and equity financings and related corporate governance matters, including corporate structure and formation. Mr. Luellen also counsels his clients on issues surrounding hydraulic fracturing and well-specific activities, such as subsurface trespass, environmental concerns, and insurance disputes.

As an active and influential member of the oil and gas industry, Mr. Luellen provides strategic guidance on regulatory matters and represents clients before state regulatory agencies, including the Colorado Oil and Gas Conservation Committee, the North Dakota Industrial Commission, and the Utah Division of Oil, Gas and Mining. As a leading voice on current issues affecting oil and gas clients, he is a regular presenter at conferences throughout the country and frequently leads discussions on topics such as hydraulic fracturing, water management, operations, transportation, and supply concerns.

Mr. Luellen's oil and gas practice is informed by his service as Special Assistant Attorney General in the Financial Crimes Division of the Colorado Attorney General's Office prior to private practice, where his experience includes the successful prosecution and trying of complex securities fraud-related crimes.

Practice Focus

- Commercial Law and Litigation
- Energy
- Oil and Gas
- Real Estate

Professional Accomplishments

- “Who's Who in Energy,” *Denver Business Journal*, 2012–2017

Representative Matters

Litigation

- Successfully moved to dismiss breach of contract claim against assignee of lessee where lessee's bonus payment check was dishonored
- Represented a small operator in a dispute over the applicability or survivability of oil and gas leases
- Represented a party in connection with various claims and issues arising from coal bed methane operations
- Represented an operator in arguments before the Utah Supreme Court on behalf of the operator and the State of Utah, School and Institutional Trust Lands Administration on the construction of an eminent domain statute
- Defended a large operator from claims of property damage and trespass as a result of the construction of a section line roadway
- Defended a small operator from claims of breach of contract, fraud and breach of fiduciary duty brought by a minority interest owner following the operator's disposition of oil and gas properties
- Defended an operator from a claim for removal of the operator under a joint operating agreement based upon claims of negligent operations
- Represented defendant in litigation relating to the flaring of natural gas

Transactions

- Represented startup E&P and midstream companies in securing private equity and debt financing in excess of \$1.5 billion total
- Represented a regional bank in the evaluation of a complex credit facility agreement and corresponding transaction documents in connection with a five-year, \$100 million credit facility led by a major U.S. bank for the benefit of a large oil and gas exploration and development company
- Provided due diligence services to a large oil and gas company in connection with the company's acquisition of Colorado Niobrara Shale assets
- Represented a client in securing financing to provide certain loans and extensions of credit for a mid-level, Colorado-based oil marketing and transportation company pursuant to a credit agreement, security agreement and other transaction documents with a major U.S. bank, and provided corporate services concerning company formation and management
- Represented company in securing \$30 million bank credit facility to fund multi-state operations
- Represented an equity provider in connection with the drafting and execution of a credit agreement, loan agreement and related transactional documents for the funding of an exploration and production company
- Represented several oil and gas operators in the negotiation, drafting and execution of a variety of oil and gas contracts and related documents, including joint operating agreements, oil and gas leases, surface use agreements and disposal well agreements
- Represented a small privately held oil and gas company in the drafting of employment agreements for the principals of the corporation

Reported Cases

- *Marion Energy, Inc. v. KFJ Ranch Partnership*, 2011 UT 50 (Utah 2011): argued on behalf of client

operator and State of Utah, School and Institutional Trust Lands Administration regarding the scope of an eminent domain statute applicable to certain oil and gas operations. Court ruled against client relying on an alleged ambiguity in the statute. Utah's state legislature subsequently amended the statute to remedy the alleged ambiguity in a manner completely consistent with the client's position.

- *City of Aspen v. Kinder Morgan, Inc.*, 143 P.3d 1076 (Colo. App. 2006): successfully represented natural gas provider at the Court of Appeals which upheld the trial court's dismissal of a complaint for lack of subject matter jurisdiction. The plaintiff City's complaint asserted a number of purported claims relating to alleged mismeasurement of natural gas sold to mountain customers. Following this appeal, client was awarded attorney fees and that award was affirmed on appeal in an unpublished opinion.
- *Minnesota v. Kraushaar*, Minnesota Court of Appeals, Case No. C4-89-1762: decision date 8/9/1990; student attorney; conviction overturned.

Speaking Engagements

- "Boundary Issues and Easement Law" (Co-Presenter); National Business Institute seminar; Cheyenne, Wyoming; 12/12/2018
- "Title Law Top Challenges" (Co-Presenter), National Business Institute webinar, 2/20/2018
- "Forced Pooling in Oil and Gas: Navigating State Laws, Addressing Conflicting Rights of Landowners, and Use in Negotiations" (Co Presenter), Strafford webinar, 6/28/2017
- "Advanced Title Law" (Co-Presenter), National Business Institute CLE, Dec. 2016
- "Oil, Gas and Mining: Current Legal Issues" (Co-Presenter), Colorado CLE, 9/15/2016
- "Estate Planning for Owners of Oil and Gas Rights" (Co-Presenter), National Business Institute CLE, Aug. 2016
- "Is the Oil Patch Due for a Solid Comeback in 2016?" (Presenter), AudioSolutionz webinar, 1/28/2016
- "EPA's Proposed New Emission Rules and Impact on Oil & Gas Industry" (Presenter), AudioSolutionz webinar, 12/8/2015
- "Negotiating Oil and Gas Agreements in Wyoming" (Co-Presenter), National Business Institute CLE, Nov. 2015
- "Drafting Oil and Gas Leases" (Presenter), Clear Law Institute webinar, 10/19/2015
- "Hydraulic Fracking: Regulatory Issues and Litigation Strategies for Plaintiff and Defense" (Presenter), AudioSolutionz webinar, 7/22/2015
- "Coal to Natural Gas Conversion – What You Need to Know" (Presenter), AudioSolutionz webinar, 4/28/2015

Publications

- "The Whys And Hows Of Forced Pooling" (Author), *Law260.com* website, 5/11/2017
- "Lifting The Ban Could Make US More Reliant On Foreign Oil" (Author), *Law260.com* website, 10/26/2015

Admissions and Licenses

- California
- Colorado
- North Dakota
- Utah

- Supreme Court of the United States
- United States Court of Appeals for the Fifth Circuit
- United States Court of Appeals for the Ninth Circuit
- United States Court of Appeals for the Tenth Circuit
- United States District Court for the District of Colorado
- United States District Court for the District of Utah
- United States District Court for the District of North Dakota
- United States District Court for the Central District of California
- United States District Court for the Southern District of California
- United States District Court for the Northern District of California

Memberships

- American Bar Association (Section of Environment, Energy, and Resources)
- Colorado Bar Association (Natural Resources & Energy Law Section)
- Denver Petroleum Club
- Rocky Mountain Mineral Law Foundation

Education

- University of Minnesota Law School, J.D. (1991)
- Colorado State University, B.S. (1988), Political Science