This natural resources law conference, specifically designed for young professionals, will begin with a half-day of career development topics and a networking event at the Wynkoop Brewery. It will be followed by a full-day of fundamental substantive presentations for young lawyers and landmen at law firms, corporations, and government agencies. This conference includes topics on legal, regulatory, and business issues arising in connection with a resources development project, how to structure natural resources deals, working with government agencies, contracting for goods and services, navigating environmental regulations and land use controls, ethical considerations for junior lawyers and landmen, and Indian law fundamentals for natural resources projects.

March 2–3, 2020
The Oxford Hotel, Denver, CO

Registration is only $425 for members and only $100 for New Professional members!

Customize your education: Registration includes free natural resources online CLE/CPE!
DAY 1: Monday, March 2, 2020

Noon – 2:45 pm: Registration – The Oxford Hotel, Denver, CO

2:45 pm – 3:00 pm: Introductions and Opening Remarks
ALEX RITCHIE, Executive Director, Rocky Mountain Mineral Law Foundation, Denver, CO
REBECCA W. WATSON, President, Rocky Mountain Mineral Law Foundation; Shareholder, Welborn Sullivan Meck & Tooley, P.C., Denver, CO
HEIDI K. RUCKRIEGLE, Program Co-Chair, Young Professionals Committee Chair, Wilmer Hale LLP, Denver, CO
ANN E. LANE, Program Co-Chair, Senior Counsel, WPX Energy, Denver, CO and Tulsa, OK

3:00 pm – 3:50 pm: Client Development and Maintenance in Natural Resources Industries
• Establishing, building, and maintaining client relationships in the natural resources industries
• How to maximize the impact of business client development and relationship building
• How in-house lawyers and landmen can build client relationships with their business units
• Community engagement and outreach strategies
JIM BENDER, Of Counsel, Hall Estill, Denver, CO
BRITTANY BUCKLEY SALUP, Chevron U.S.A. Inc., Houston, TX and Covington, LA
NORA PINCUS, Dorsey & Whitney, Salt Lake City, UT

3:50 pm – 4:10 pm: Hosted Refreshment Break

4:10 pm – 5:00 pm: Career Advancement and Satisfaction for Young Natural Resources Lawyers and Professionals
• Factors that most strongly correlate with long-term well-being in the legal and related industries
• How associates, young corporate lawyers, and landmen can learn to thrive in their careers
• How to manage the expectations of superiors and managers
• Tips on how to engage with mentors and to manage time for balance in the age of constant connectivity
NATHALIE MARTIN, Professor and Associate Dean for Faculty Development, University of New Mexico School of Law, Albuquerque, NM

DAY 2: Tuesday, March 3, 2020

8:00 am – 8:30 am: Opening Remarks – Foundation Resources and Opportunities for Young Natural Resources Professionals
JENNIFER L. BIEVER, Lewis, Bess, Williams & Weese P.C., Denver, CO; Former Chair, Young Professionals Committee
MATT BINGHAM, Hudbay-Rosemont Project, Tucson, AZ; Former Member, Young Professionals Committee
ERIC L. MARTIN, Stoel Rives LLP, Portland, OR; Former Chair, Young Professionals Committee

8:30 am – 10:10 am: Strategic and Legal Decision Making: An Interactive Small Group Discussion of a Hypothetical Natural Resources Development Project
Attendees will be divided into groups and led by senior attorney mentors to work through strategic and legal issues arising in the development of a hypothetical potash mining project located in an area that is already leased for, but not producing, oil and gas. Key decisions that will be addressed include:
• EA or EIS at the leasing stage
• Cooperation between the BLM, mining lessee, and oil and gas lessee on co-development of minerals
• Financing project development
• Contracting for services
• Operational design and infrastructure decisions (e.g., providing power to the project)
• Dealing with administrative lawsuits challenging the project
BEN MACHLIS, Dorsey & Whitney, Salt Lake City, UT
OTHER SPEAKER, To be confirmed

New Professionals
Are you part of a company membership and in your first four years of practice in the natural resources field? Register for only $100! Not part of a membership and in your first four years of practice? Take out a New Professional Membership for only $75 and register at the $100 rate.
10:10 am – 10:30 am: Hosted Refreshment Break

10:30 am – 11:20 am: Structuring Natural Resources Deals
• The differences between various deal structures that are common in oil and gas and mining transactions
• The pros and cons of asset sales verses stock transactions for purchasers and sellers
• Basic structures of farmouts, farmins, participation exchange, and joint operating agreements
• Common deal points of earn-in agreements, including staged options, approving programs and budgets, security, publicity/confidentiality, transfer restrictions, and dilution

AUSTIN ELAM, Haynes and Boone, LLP, Houston, TX
JEFF FAILLERS, Erwin Thompson Faillers, Reno, NV

11:20 am – 12:10 pm: Federal Agency Rulemaking and Adjudications
• The scope of agency authority to adopt, amend, and repeal regulations, and to interpret and supplement regulations by issuing guidance
• When rulemaking is required and exceptions to formal rulemaking requirements
• The adjudicatory process under the Administrative Procedures Act and the importance of factual development
• Judicial review proceedings arising from agency rulemaking and adjudications

LIZ TITUS, Hogan Lovells, Denver, CO

12:10 pm – 1:10 pm: Hosted Lunch

1:10 pm – 2:10 pm: CLE/CPE Ethics Talk—The Role of Junior Lawyers and Landmen: Ethical Considerations
• How junior lawyers and other professionals should address situations where they have responsibility for tasks or issues without sufficient competency, training, or oversight
• Potential situations where a junior lawyer or landman questions whether an assigned task or course of action complies with his/her ethical obligations under the Model Rules of Professional Conduct or the Standards of Practice and Code of Ethics
• Constructively raising concerns with superiors to reach reasonable resolutions and fulfill ethical obligations

ARNOLD (ARNE) J. JOHNSON, former Senior Vice President and General Counsel, Noble Energy Inc., Santa Fe, NM

2:10 pm – 3:00 pm: Contracting for Goods and Services in the Oil and Gas and Mining Industries
• Contract risk allocation, including the implications of knock-for-knock indemnities and fault-based indemnities, application of anti-indemnity clauses, defining “indemnified parties,” and the allocation of liability for subcontractors
• How to read insurance certificates and coordinate insurance coverages with the liability provisions in the contract
• Warranty disclaimer, consequential damages, and force majeure clauses that are intended to limit liability in certain circumstances

JOHN ALMY, Liskow & Lewis, Houston, TX

5:00 pm: Course Adjournment

UPCOMING PROGRAMS

<table>
<thead>
<tr>
<th>Event Title</th>
<th>Date</th>
<th>Location</th>
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<tr>
<td>RMMLF Breakfast and Oil and Gas Update CLE</td>
<td>February 6, 2020</td>
<td>Houston, Texas</td>
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<tr>
<td>RMMLF Mining CLE and Reception</td>
<td>March 1, 2020</td>
<td>Toronto, Ontario</td>
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<tr>
<td>Financing Oil &amp; Gas and Mining Acquisitions and Projects</td>
<td>April 16-17, 2020</td>
<td>Denver, Colorado</td>
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<tr>
<td>Oil and Gas Agreements: Purchase and Sales Agreements</td>
<td>May 7-8, 2020</td>
<td>Santa Fe, New Mexico</td>
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<tr>
<td>Public Land Law, Regulation, and Management</td>
<td>May 7-8, 2020</td>
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For additional information, contact the Foundation:
9191 Sheridan Blvd., Suite 203
Westminster, CO 80031
tel (303) 321-8100  •  fax (303) 321-7657
info@rmmlf.org  •  www.rmmlf.org
Included with registration, attendees will receive access to presentations of their choice on the Foundation's Online Natural Resources Education platform (3 hours maximum). With over 100 presentations available, attendees will be able to customize their curriculum to fit their particular practice areas and needs. All presentations include the related paper and PowerPoint presentations.

OXFORD HOTEL

Stay at the historic Oxford Hotel – the conference location a few minutes walk from Union Station and all that Lower Downtown Denver has to offer! The Oxford has blocked recently renovated rooms for this Institute until February 7, 2020 for $199 (single/double) per night, plus a $15/night amenity fee, which includes breakfast, internet access, and discounts throughout the hotel. For only $10.50, take the train from the airport and then be at the hotel in minutes. See Room Reservations on the back page for more information.

CUSTOMIZE YOUR EDUCATION

ADDITIONAL FREE ONLINE CLE INCLUDED WITH REGISTRATION

HOSTED RECEPTION AND DINNER

Please join us on Monday night from 6:30 pm – 8:30 pm for a Hosted Reception and Dinner at the Wynkoop Brewery. This gathering will give attendees and their significant others the opportunity to come together to meet and network with other young lawyers and landmen working in the natural resources area. This will be held in the upstairs Billiards Parlor of the Wynkoop, which has billiards tables, shuffleboard tables, darts, and foosball tables. This reception and dinner is included with registration and attendees are encouraged to bring their significant others, free of charge (don’t forget to sign them up when registering). A four-minute walk from the Oxford Hotel.

Anytime, Anywhere
PROGRAM COMMITTEE

ANN E. LANE, Program Co-Chair; Senior Counsel, WPX Energy, Denver, CO and Tulsa, OK
HEIDI K. RUCKRIEGLE, Program Co-Chair; Chair, Young Professionals Committee; WilmerHale, Denver, CO
ANASTASIA (STACIE) D. CARTER, Young Professionals Committee; Antero Resources Corporation, Denver, CO
SARAH Y. DICHBRAW, Young Professionals Committee; Jones Walker LLP, New Orleans, LA
JEFF N. FAILLERS, Young Professionals Committee; Erwin Tompson Faillers, Reno, NV
BEN MACHLIS, Former Chair, Young Professionals Committee; Dorsey & Whitney LLP, Salt Lake City, UT
CONSTANCE L. ROGERS, Special Institutes Committee Liaison; Terra Law Group, LLC, Golden, CO
PAUL M. TILLEY, Young Professionals Committee; DeConcini McDonald Yetwin & Lacy, P.C., Tucson, AZ

REGISTRATION

1. Registrant information – Please type or print legibly

Name ___________________________ Badge name ________________
Employer __________________________
Employer address __________________________
City/State/Zip __________________________ Email __________________________
Phone ( ) __________________________

Primary Occupation:  □ Attorney  □ Landman  □ Management  □ Consultant
□ Student  □ Other (please specify): __________________________

First year in practice in the legal or natural resources field (for students, year you will graduate): __________________________

For Attorneys - CLE credit requested from these states: __________________________
Other credit requested from (AAPL, CPE, etc.): __________________________

2. Registration category – Please pay in U.S. Dollars

<table>
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<tr>
<th>Registration</th>
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<tbody>
<tr>
<td></td>
<td>thru 2/14/20</td>
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<tr>
<td>RMMLF Member</td>
<td>$425</td>
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<tr>
<td>AAPL Member</td>
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<tr>
<td>RMMLF New Professional Member</td>
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<tr>
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<tr>
<td>Non-Profit Organization (IRS tax-exempt status)</td>
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<tr>
<td>Full-Time Law or Land Student (Proof of status required)</td>
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☐ Reception/Dinner Ticket for Spouse/Partner Named: __________________________

3. Course materials

Materials format:  □ ELECTRONIC ONLY ($0) □ HARD COPY ($75)

4. Payment Information – Prepayment Required

☐ Check drawn on a U.S. bank in U.S. Dollars (Payable to RMMLF)
☐ VISA  ☐ MasterCard  ☐ American Express

Credit Card # __________________________
Name on Card ___________________________ Exp. Date ________
Signature __________________________

☐ Electronic Funds Transfer: Contact the Foundation at info@rmmlf.org

The Rocky Mountain Mineral Law Foundation is a non-profit, tax-exempt corporation (Tax ID #84-6037688).

By entering your information and registering for this course, you consent and agree to receive communications from us as to our programs, products, and services and certain programs of our nonprofit partners, provided that you may opt out of receiving email notices at any time. You also consent to our providing your contact information to other course registrants on the course registration list, which may be used by course registrants to invite you to events held in connection with the course. If you are a member, you consent to our providing your contact information to other members. For a copy of our privacy policy, go to https://tinyurl.com/rmmlf-privacy.
Room Reservations: The Oxford Hotel, 1600 17th St., Denver, CO, 80202, has blocked rooms for this meeting until February 7 at the rate of $199 (single/double) per night, plus a $15/night amenity fee, which includes breakfast and internet access. Ask for special rates for Rocky Mountain Mineral Law Foundation.

For reservations, contact the Oxford at:
- Toll Free: 800-228-5832
- Online: http://tinyurl.com/rockym148

Trouble making room reservations? Contact us at info@rmmlf.org

Registration Fees: Include course materials, refreshments, and hosted functions as listed in this brochure. These fees do not include hotel costs or transportation. Registrations will be accepted only when accompanied by a check, money order, government purchase order or training form, credit card information, or wiring information. No registrations can be processed without payment.

Registration Cancellations: Refunds, less a $50 administrative fee, will be given for cancellations received by 3:00pm on Friday, February 14, 2020. No refunds will be given thereafter, although substitution of attendees may be made by contacting the Foundation. Cancellations must be made in writing or email to info@rmmlf.org. Registrants not entitled to a refund will receive a link to the written materials.

Car Rental: Hertz is offering special discounts by referencing Meeting CV#03NJ0015 and Rocky Mountain Mineral Law Foundation. Make reservations at http://tinyurl.com/hertz2020 or call 800-654-2240 (U.S.); 800-263-0600 (Canada); or 405-749-4434 (Int'l).

CLE & AAPL Credit: This course consists of approximately 5 hours of continuing education, including up to 1 hour of ethics. You may also obtain approximately 3 hours of continuing education through optional online CLE presentations provided with registration in this course. You must let us know, at least 45 days in advance of the conference, the states or organizations for which you will need credit (see registration form). Credit hours for states will vary and are subject to each state's approval and credit rounding rules. Foundation conferences are typically accredited by all mandatory CLE states and Canadian provinces, the AAPL, NADOA, and NALTA, and other professional organizations. Attorneys from certain states may be required to pay an additional fee. The Foundation is a State Bar of California MCLE-approved provider.

CPE Credit: NASBA has indicated that if an individual reviews a program and feels that it is relevant to their CPA practice, they can consult with their state accountancy board to request that the course be approved. CPE approval is state-by-state.

Recording: Audio and video recording, streaming, or other types of live or stored dissemination are not permitted without express authorization from the Foundation.

Special Needs: If you have special needs, please notify us at least two weeks before the program.