



Lisa S. Jaubert

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PROFILE

For over three decades, Lisa Jaubert has advised U.S. based public and private energy companies on transactional matters, largely focused on representing independent upstream oil and gas companies with assets in the Gulf of Mexico. Prior to joining Looper Goodwine P.C., Lisa served as general counsel and assistant general counsel to NYSE traded, independent exploration and production companies (focused on Shelf and Deepwater Gulf of Mexico, and Permian and Appalachian Basins), providing legal counsel to boards of directors and board committees, as well as CEOs, COOs, CFOs and other executive officers. Lisa also served as a transactional lawyer in private practice, advising E&P companies on the full range of matters associated with exploring, producing, processing, marketing and monetizing oil and gas reserves.

EDUCATION

- J.D., *cum laude*, Tulane University School of Law, 1980
- Order of the Coif
- Moot Court Board
 - B.S. Commerce, *with distinction*, University of Virginia, 1977
- Echols Scholar

BAR ADMISSIONS

- Louisiana, 1980
- Texas, 2005

REPRESENTATIVE EXPERIENCE

In-House Counsel

Stone Energy Corporation (2012-2018) and Mariner Energy Inc. (2005-2010)

- Involved with companies' credit facilities and indentures and other private and public capital raises, financial reporting matters (including annual reports and annual proxy statements), contract negotiations and contracts management, claims and litigation management, risk management, regulatory and other legal compliance matters, and advising on special projects.
- Provided regular legal support to the companies' corporate departments and technical and operational organizations, including on drilling, production and marketing of company-significant wells and fields.

- Provided legal counsel on all significant mergers and acquisitions, including asset acquisitions and divestitures and joint venture and strategic partner trades for material asset interests.
- As Senior Vice President, General Counsel and Corporate Secretary for Stone Energy Corporation, Lisa introduced, designed and managed a revitalized company-wide, full-scope legal department, championing the legal function as a value-adding partner. Provided and supervised legal support to the company's technical and operational organizations.
- Oversight responsibility for Stone Energy's Legal, Risk, Human Resources and HSER (Health, Safety, Environment and Regulatory) departments and served as the company's chief compliance officer.
- Worked closely with Stone Energy Corporation CEO, CFO and principal accounting officer and their teams, as well as outside tax, financial, legal and other advisors, on the company's capital raises, its bank and other debt facilities, financial reporting matters (annual reports, current reports, annual proxy statements, and other matters) and corporate governance matters (including exchange and regulatory compliance and shareholder and proxy advisory firm outreach).
- Regularly advised the Stone Energy board of directors and its committees, including the board's compensation committee (annual compensation, annual proxy statement and special compensation arrangements associated with reorganization and sale of the company), its nominating and governance committee (director nominations and onboarding, succession planning and general governance considerations) and the board's special committees created to evaluate strategic alternatives.
- While with Stone Energy, and commencing with the decline in commodity prices in late 2014, Lisa coordinated and managed all legal aspects of the company's varied efforts to address the effects of these significant price declines, which efforts lead to negotiations with unsecured noteholders, secured creditors and other stakeholders and concluded in a pre-arranged Chapter 11 bankruptcy filing, with an auction sale of the company's Appalachian Basin assets. Upon the company's exit from bankruptcy in February 2017, Lisa continued to support the company and its new board of directors, and to work with the company's executive team and its financial and legal advisors, to assess strategic alternatives, culminating in the sale and merger of the company in May 2018.
- Lisa joined Mariner Energy, Inc. in 2005 to support the company's acquisition of the Gulf of Mexico Shelf assets of Forest Oil Corporation and associated going public on the NYSE. As Assistant General Counsel and Assistant Secretary with Mariner, among other matters, Lisa supported the deepwater team on the company's Gulf of Mexico deepwater projects (including the Bass Lite tie-back to Devil's Tower and the Geauxpher Prospect), advised on offshore and onshore asset acquisitions and divestitures; provided counsel on the company's borrowing base revolving credit

facility; advised on all offshore regulatory matters (including legal compliance matters arising from the Macondo/Deepwater Horizon event in 2010).

- Mariner Energy counsel during the sale and merger of the company into Apache Corporation in late 2010.

Private Practice

For over 25 years, Lisa served as a transactional lawyer in private practice, advising E&P companies (primarily those with assets in basins in the Gulf of Mexico, Texas and Louisiana) on a full range of matters associated with exploring, producing, processing, marketing and monetizing oil and gas reserves, including:

- acquisitions and divestitures of hydrocarbon reserves, whether structured as asset or corporate transactions;
- energy financings (secured and unsecured) and public and private debt and equity raises;
- agreements for the joint development of oil and gas reserves (including participation, farmout, farmin and other transaction agreements), agreements related to the exploration and production of hydrocarbons (including drilling rig contracts and engineering and construction related agreements), and agreements to market produced hydrocarbons (including production handling agreements, and gathering, transportation and processing agreements)
- regulatory compliance (including with BOEM, BSEE and ONRR requirements, and also Louisiana DNR regulations).

PRESENTATIONS

From 1991 through 2018, Lisa presented at energy industry, law institute and other sponsored seminars and courses, with particular emphasis on the offshore Gulf of Mexico.

HONORS

- Recognized by Chambers USA (Energy), 2005