



## Felisa E. Sanchez

### Of Counsel

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## OVERVIEW

Felisa Sanchez is of counsel in the firm's Maritime and Finance practice groups and has a broad practice in maritime commerce and financing as well as a general finance practice that spans multiple industries. Throughout her career, she has helped clients with a wide range of global maritime commerce and finance needs - helping them structure and document deals and also counseling them when issues arise after closing.

In her maritime practice, Felisa has represented both domestic and international clients in maritime financings, leasing and restructurings involving maritime assets such as drillships and drilling rigs, tugs, barges, supply vessels and cruise ships and related collateral; maritime transactions, contracts and regulatory compliance involving vessels and maritime assets; and Jones Act and other coastwise trade matters. Felisa is also experienced with maritime issues and charterparties involved in the offshore construction projects for offshore wind and offshore oil and gas.

Felisa's general finance practice includes domestic and international debt financings secured by a variety of asset. She is experienced in representing both borrowers and lenders in commercial loans in industries including energy and energy services, food and beverage, auto dealership financing and other specialized financial services industries. She has also advised clients in the restructuring of debt and collateral lien reviews involving traditional, energy and maritime assets. Felisa also is experienced with equipment leasing matters.

In addition to assisting clients with financing matters, Felisa has also advised clients as maritime counsel in investments and acquisitions involving maritime assets. This includes private equity investments in maritime portfolio companies and the purchase of maritime assets out of bankruptcy and restructuring settings.

Felisa also has worked with clients in developing detailed constructions plans and ownership structures to ensure compliance with Jones Act laws, as well as other U.S. regulations. Over the years, she has also assisted clients with the registration and transfer of title of vessels under various flags, including the United States, Marshall Islands, Liberia, Bahamas, Panama and Vanuatu, among others.

## PROFESSIONAL BACKGROUND

Felisa has nearly 20 years of experience serving clients in the financial services, maritime, transportation, and energy industries. Prior to joining the firm, Felisa was of counsel for a global firm, representing public and private companies in complex transactions.

## ACHIEVEMENTS

- Houston's Top Lawyers, Energy & Natural Resources, *H Texas Magazine*, 2011
- Houston Top Professional on the Fast Track, Energy & Natural Resources, *H Texas Magazine*, 2006, 2007

## PROFESSIONAL / CIVIC ACTIVITIES

- Women International Shipping & Trading Association
- Houston Bar Association
  - International Law Section
    - Executive Council Member
    - Chair (2008 - 2009)
    - Former Vice Chair (2007 - 2008), Secretary/Treasurer (2006 - 2007)

## SPEAKING ENGAGEMENTS

- Panelist, "Offshore Wind's Role in the Decarbonization of the Global Power Industry", K&L Gates LLP, Wood Mackenzie and Japan Institute for Overseas Investment's Route to Zero Emission: Opportunities in the Evolving Power Markets Seminar (September 11, 2023)
- Speaker, "Handling Commercial Loans: From Loan Structures to Documentation and Closing," Massachusetts Continuing Legal Education, Inc. (June 1, 2023)
- Panelist, "The Role of Ports in Supporting Offshore Wind Development", K&L Gates' The Blue Economy (November 16 2022)
- Moderator, "Options to Finance or Fund Port Economic Development", K&L Gates' The Blue Economy (November 16 2022)
- Panelist, "OSW Permitting and Approvals", Northwest Environmental Business Council's Oregon's Energy Future Offshore Wind Symposium, (September 8, 2022)
- Speaker, "Handling Commercial Loans: From Loan Structures to Documentation and Closing," Massachusetts Continuing Legal Education, Inc. (June 23, 2022)

- Webinar speaker, “U.S. Jones Act and Its Implications for Canadian Companies in the Offshore Wind Supply Chain,” Marine Renewables Canada and the Consulate General of Canada, Boston (June 24, 2021)
- Speaker and panelist, “Handling Commercial Loans: From Loan Structures to Documentation and Closing,” Massachusetts Continuing Legal Education, Inc. (May 26, 2021)
- Speaker, “Navigating Unprecedented Times: The Impact of the Coronavirus and Historically-Low Oil Prices,” Association of Corporate Counsel, Houston (May 5, 2020)

## EDUCATION

- J.D., The University of Texas School of Law, 2002
- B.A., Rice University, 1998

## ADMISSIONS

- Bar of Texas

## THOUGHT LEADERSHIP POWERED BY HUB

- 5 September 2023, BOEM Offshore Wind Lease Update: Gulf of Mexico Auction Produces Lackluster Results, Not Likely Repeated in Future Oregon and Mid-Atlantic Lease Areas Auctions
- 16 December 2022 , Congress Enacts Major Expansion of Capital Construction Fund, Creating New Opportunities for Marine Financing of Jones Act Vessels
- November 2022, The Blue Economy: The Role of Ports in Developing Sustainable Marine Industries

## OTHER PUBLICATIONS

- “Offshore Wind Auction Results Portend Difficulties In Gulf,” *Law360*, 12 September 2023

## NEWS & EVENTS

- 25 April 2022, K&L Gates Adds Maritime Lawyer in Houston

## MEDIA MENTIONS

- Quoted, “States, feds must do more to mitigate offshore wind risks: Cleanpower 2024 panel,” *Utility Dive*, 16 May 2024
- Quoted, “Shop Talk: A Conversation with Felisa Sanchez,” *Institutional Investing in Infrastructure*, 1 May 2024
- Quoted, “Renewable Energy Outlook: Addressing supply chain, project hurdles could see dividends in 2024,” *Utility Dive*, 18 January 2024

- Quoted, "New York's new offshore wind solicitation shows state procurements are improving: attorneys," *Utility Dive*, 4 December 2023

## AREAS OF FOCUS

- Maritime
- Energy Finance
- Maritime Transactions and Finance
- Offshore Wind Energy
- Oil and Gas
- Power
- Renewables

## INDUSTRIES

- Energy
- Transportation and Logistics
- Transportation Finance

## REPRESENTATIVE EXPERIENCE

- Represent an auto dealer finance lender in multiple revolving loan and floor plan loan credit facilities.
- Represented an auto dealer finance lender in a complex Chapter 11 restructuring plan.
- Represented an oilfield water infrastructure company in the negotiation of a \$50 million sustainability-linked term loan.
- Represented a leading provider of fresh-cut produce in multiple syndicated loan facilities in excess of \$100 million, bridge loan facilities and a debt restructuring including a 363 sale of assets.
- Represented a fresh-cut produce provider as finance counsel in its Chapter 11 bankruptcy filing, DIP financing, and Section 363 sale process.
- Represented an ad hoc group of secured noteholders in a collateral lien review of oil and gas assets securing a reserve-based lending facility and ensuing Chapter 11 bankruptcy and lien challenge actions.
- Represented a group of secured noteholders as oil and gas financing counsel in connection with the RBL Chapter 11 exit financing of a Texas based E&P company.

- Represented senior lenders as oil and gas finance counsel in connection with financing the acquisition of oil and gas properties located in the Comanche oil field.
- Represented an E&P company in its first and second lien secured credit facilities collateralized with certain oil and gas properties located in the State of West Virginia.
- Represented a Texas upstream oil and gas company in connection with its \$500 million revolving credit facility secured by oil and gas properties in the Midland Basin.
- Represented the agent in a term loan facility to a mid-size E&P company secured by Texas oil and gas interests.
- Represented a start-up E&P company in connection with its the acquisition and working capital financing secured by Texas oil and gas assets.
- Represented a portfolio company in the negotiation and execution of a \$500 million revolving credit facility with a US bank secured by multi-state oil and gas interests.
- Represented mezzanine lender in documentation and lien review of mezzanine and RBL credit facilities in connection with pending acquisition.
- Assisted US based manufacturer in negotiating a contract of affreightment and HEAVYLIFTVOY charters in connection with shipment of structural steel.
- Represented US flag vessel owner in connection with maritime related diligence and bid proposal for a proposed acquisition.
- Represented US based vessel owner in negotiation of joint venture to construct offshore wind supply vessels.
- Represented cruise line in providing acquisition financing to excursion company secured by borrower's US flag vessels.
- Advise US fishing, harvesting and processing company as maritime counsel in the refinancing of its credit facilities and collateral matters related to US flag fishing vessels in accordance with the American Fisheries Act.
- Represent bondholders as Marshall Islands and special maritime counsel in connection with the bond financing of a Marshall Islands flag drillship.
- Coordinated with engineering and operations teams for an offshore international construction contractor to develop Jones Act compliant construction and installation plans for projects in the US Gulf of Mexico.
- Provided compliance advice to international marine contractor on issues related to transportation of completed spars in the Gulf of Mexico and prepared CBP rulings requests to support position.
- Reviewed proposed changes to Jones Act interpretative rulings and advised clients on compliance with Jones Act in offshore oil and gas operations.
- Advised various foreign flag vessel owners on compliance with Jones Act and Passenger Vessel Services Act in connection with movement of goods and personnel.

- Advised investors on US citizenship requirements and ownership structures in connection with US flag Jones Act vessels.
- Advised investors on citizenship requirements and Jones Act warrants issued in connection with bankruptcy restructuring plans of coastwise vessel owners.
- Assist offshore wind developer with negotiation of development agreement and lease for US offshore wind marshalling facility.
- Advise provider of electronic substations and cable in connection with early-stage analysis of US general maritime law, Outer Continental Shelf Lands Act, indemnity provisions, choice of law provisions, and general contracting issues with respect to offshore wind projects.
- Represented a US banking company in sales-leaseback transactions for a small fleet of coastwise-qualified tugboats.
- Represented a US banking company in connection with a bilateral loan secured by Jones Act barges.
- Represented European upstream company in connection with the acquisition of a non-operating ownership interest in an offshore lease in the Gulf of Mexico.
- Represented international syndicate of banks as special maritime counsel in note financing secured by a Marshall Islands flag drillship.
- Represented international lender syndicate as special maritime and Marshall Islands counsel in arrest of drillship, management arrangements, and auction of drillship.
- Assisted international drybulk carrier in connection with its Chapter 11 restructuring and related maritime issues.
- Counseled US tug company on tariff agreements, customer contracts, shipbuilding contracts, and financing matters.
- Represented purchaser of four high-end recreational vessels.
- Assisted auto parts manufacturer in the sale of its Marshall Islands flag dry bulk carrier vessel, also in the negotiation and documentation of two in-transit financing facilities.
- Represented US company in the purchase of a Marshall Islands flag vessel for use in transporting its cargo.
- Advised client on compliance with coastwise trade regulations.
- Provided guidance to client on requirements for US flag vessels operating in offshore wind construction projects and respond to ancillary documentation requests related to vessel financing, chartering and contracting issues.
- Represented client in preparation of form master agreement for utilization in connection with the shipment of wind turbine blades, WTGs, and nacelles.
- Advised client in negotiation of an EPC contract for an FPSO for use in Mexico.