



Hilary Soileau

Associate

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OVERVIEW

Hilary Soileau is an associate and a member of the Maritime and Offshore Energy practice group. Hilary's practice focuses on the development of energy projects globally, guiding clients through the legal, operational, and commercial issues that arise from origination through operation. She has represented clients in energy services, logistics, and project development contract negotiations across the United States, Australia, Asia, and Africa.

Hilary came to the transactional practice with a breadth of litigation and dispute resolution experience, which provides her a unique perspective in drafting contracts and advising on contract execution and implementation.

PROFESSIONAL BACKGROUND

Hilary came to the firm from a project management and engineering company in Perth, Western Australia, where she managed and negotiated contracts from tender through execution for energy development across Australia and Africa. Prior to that, Hilary worked as a client contracts analyst for a global energy technology company, drafting and negotiating contracts for services to oil and gas, mining, hydrogen, ammonia, geothermal, and carbon capture and sequestration projects across Australasia.

Before transitioning to the commercial side of the energy industry, Hilary spent three years at a full-service oil and gas law firm in Houston, Texas, where she handled matters related to domestic onshore and offshore upstream, midstream, and downstream operations.

ADDITIONAL BACKGROUND

In 2021, Hilary completed an Australian Certificate IV in Work Health and Safety, where she focused on corporate policy reform, implementation, and compliance; incident investigation and regulatory reporting; and risk identification and prevention.

EDUCATION

- J.D., University of Oklahoma College of Law, 2017

- B.A., Louisiana State University, 2014

ADMISSIONS

- Bar of Texas

AREAS OF FOCUS

- Maritime
- Construction and Infrastructure Project Funding
- Energy Finance
- Liquefied Natural Gas
- Maritime Transactions and Finance
- Offshore Construction
- Offshore Wind Energy
- Oil and Gas
- Renewables

INDUSTRIES

- Energy

REPRESENTATIVE EXPERIENCE

Energy Projects - Transactional

- Updated an exploration and production company's templates for goods and services agreements
- Managed tender, drafting, negotiation, and execution of air transportation and services contracts on behalf of an independent oil and gas company in exploration in Australia's Northern Territory, including drafting requests for proposal
- Managed drafting, negotiation, and execution of air and land transportation, engineering, and services contracts on behalf of an independent oil and gas company in exploration of an untested sub-Saharan Africa conventional gas-condensate prospect and advised on the impact of covid-era logistics issues, including advising on contract strategy to account for various stages of financing
- Performed a risk-analysis of contract obligations to advise on insurance procurement on behalf of an independent oil and gas company in exploration of an untested sub-Saharan Africa conventional gas-condensate prospect

- Advised on multi-jurisdictional issues including customs, visas, and taxes on behalf of an independent oil and gas company in exploration of an untested sub-Saharan Africa conventional gas-condensate prospect
- Represented a global energy technology company in drafting of procurement contracts to pass through risk and obligation to subcontractors in back-to-back agreements across oil and gas, mining, and new energy industries
- Counseled technical teams on contract performance during handover from technical sales
- Advised senior stakeholders on legal and business development strategies surrounding price increases and client mergers and acquisitions
- Represented a global energy technology company in negotiation and drafting of more than 100 master services agreements, integrated services and consulting agreements, rig contracts, contract assignments and novations, and confidentiality agreements with clients from oil and gas, mining, and new energy industries, including drafting and submission of proposals in response to RFPs and collaborating with technical sales and health, safety, and environment teams to customize corporate standards for particular scopes
- Drafted joint operating agreements for oil and gas operators in the United States and advised key stakeholders on operational compliance and application of course of performance doctrine to impact contract interpretation with regard to joint operating agreements
- Drafted gas transportation and processing agreements
- Drafted lessons learned reports on contract performance that resulted in dispute resolution proceedings regarding accounting issues in operating agreement and transition services agreements
- Represented a seller of compressed natural gas in drafting and negotiating a fuel supply agreement with a foundational customer pre-financing.
- Represented a global shipping company in drafting and development of form green methanol purchase agreements and negotiation of green methanol purchase agreements with producers across Asia and Europe, including logistics arrangements for bunkering
- Represented a purchaser of liquefied natural gas in amending sale and purchase agreement
- Negotiated and documented energy commodity purchase agreements, including power, oil and gas, and renewable energy certificates, contracted under customized agreements and/or using industry forms such as ISDA and NAESB
- Supported an infrastructure finance company in due diligence review of LNG pipeline access, tariffs, and connectivity
- Developed and drafted form energy commodity purchase agreements, including power, oil and gas, and renewable energy certificates, contracted under customized industry forms such as ISDA and NAESB
- Negotiated and documented energy commodity purchase agreements, including power, oil and gas, and renewable energy certificates, contracted under customized agreements and/or using industry forms such as ISDA and NAESB

- Negotiated and drafted development agreement and related lease with government entity on behalf of offshore wind company
- Supported a renewable energy company in its response to a request for proposal from an electric company including, consulting on deal structure and drafting and negotiating letters of intent and term sheets for fuel supply agreements, non-disclosure agreements, exclusivity agreements, joint development agreements

Maritime - Transactional

- Managed drafting, negotiation, and execution of charterparty and affreightment contracts on behalf of an independent upstream oil and gas company in exploration of an untested sub-Saharan Africa conventional gas-condensate prospect and advised on the impact of covid-era logistics issues
- Represented a purchaser of fleet of tugs in the purchase and transfer of registration with the US Coast Guard National Vessel Documentation Center and the Surface Transportation Board
- Represented a biotech company in developing form charter party agreement
- Drafted and negotiated a charter party and contract of affreightment on behalf of an aluminum company as part of development of recycling and rolling facility
- Supported a bank in financing LNG tug construction
- Drafted and negotiated charter party and contract of affreightment on behalf of wind energy developer
- Represented a seller of mega yacht in the seller and transfer of registration with the Cayman Island
- Consulted on contractual and regulatory issues related to extended force majeure at LNG terminal on the Gulf of Mexico

Energy - Disputes

- Arbitrated and mediated disputes regarding accounting issues in contract performance of operating agreement and transition services agreements
- Litigated claims for products liability and breach of express and statutory warranties for oil and gas operation component failures resulting potential well control incidents and ultimate loss of well, including managing expert engineers, metallurgists, and reservoir simulation consultants
- Defended a global exploration and production company against claims for latent injuries resulting from environmental incident
- Defended against personal injury claims based on non-operator status in joint development and operating agreement
- Defended a global oil and gas company in wrongful termination employment litigation related to a reduction in workforce of engineers

Maritime - Disputes

- Defended against claims for maritime casualty events for both personal injury and property damage governed by the Outer Continental Shelf Lands Act and federal maritime law

- Litigated breach of contract, negligence and bailment claims for vessel damage caused by failed dry dock during performance of ship repair contract and defended against related counterclaims regarding extensive requests for change order approval during performance of ship repair contract

Contracts - Disputes

- Litigated claims for a breach of contract against a title insurance company for refusal to defend or indemnify a pipeline company against claim for trespass by installation of a pipeline based on title company's services following settlement between a pipeline company and landowners
- Defended against claims for a tortious interference with business relationships and prospective business and prosecuted counterclaims for breach of contract related to distribution agreement on behalf of a global chemical company
- Litigated on behalf of an insurance brokerage to enforce non-compete agreements with multiple former employees and competitors

Energy Maritime - Regulatory

- Consulted on federal regulatory matters including decommissioning, surface use, abandonment, and significant sediment areas
- Advised on transfer ownership of federal offshore oil and gas leases and related operator transition and approval
- Advised on reporting and responses investigations to BSEE, US Coast Guard, and OSHA regarding incidents at various offshore oil and gas operations
- Consulted on contractual issues related to extended force majeure at LNG terminal on the Gulf of Mexico