

Stuart R. Zisman

Partner

Corporate, Finance and Investments

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Stuart Zisman focuses on energy projects and related transactions in the midstream, downstream and power energy sectors. As a partner in our Mergers & Acquisitions and Global Transactions practices, Stuart represents clients in a broad range of energy-related transactions.

Stuart counsels clients on energy projects and transactions in the midstream and downstream energy sectors, including electric power. He is familiar with energy projects of all types and at all stages of ownership and operation, from early development through operating life cycles, including acquisition, development, construction, completion, optimization and divestiture.

Stuart frequently provides clients with legal support for electric generation projects (both conventional and renewable), as well as storage, processing and fractionation facilities, gas and liquids pipelines, and refineries and terminals.

In addition, Stuart handles all types of commercial agreements, including structured commodity transactions/offtake agreements (including lien structures and related inter-creditor agreements), joint venture agreements, gathering, processing and storage/terminaling agreements, energy trading marketing and financing, development agreements, and purchase and sales agreements for assets or equity.

Stuart has more than two decades of energy experience (including more than 10 years working for banks and energy companies both as internal counsel and on the business side). Prior to joining the firm, he: (i) was the co-head of Bracewell's power, trading and renewables practice; (ii) led Macquarie Energy LLC's energy asset strategy, (iii) managed the commercial services function for Fortis Energy/Cinergy Marketing & Trading in connection with its physical and financial North American energy commodity platform; (iv) led the Acquisition and Development group for Duke Energy North America; and (v) worked at Enron North America acting initially as primary counsel in support of ENA's eastern power origination group and, subsequently, as a senior member of its corporate development group.

Areas of Experience/Excellence

- Development of both renewable and fossil-fired power generation and energy storage facilities.
- Development and joint ventures involving (a) LNG facilities, (b) splitters, (c) terminals, (d)

crude and gas/natural gas liquids pipelines.

- Purchases/sales of energy development projects and operating facilities.
- Power Energy commodity offtake agreements/tolling agreements/hedges.

Matters

Power

Multiple independent power producers, in connection with the purchase and sale of power generation facilities throughout North America (dozens of facilities with aggregate capacity of nearly 15GW).

Multiple project developers and sponsors, in connection with the development of power generation facilities including fossil fueled, solar, fly-wheel, wind, energy storage and hydro, all over the United States amounting to more than 10 GW in the aggregate.

Power plant owner, in connection with a long term power purchase agreement for approximately 560 MWs of capacity and energy to Arizona Public Service.

JP Morgan, with its termination of a leveraged lease structure and related acquisition of real property, contracts and equipment for a 230 MW dual-fueled power generation facility in Brandywine, Maryland and the subsequent disposition of that facility to a private equity purchaser, including certain related commodity offtake and capacity. agreements

Numerous owners of electric power plants, with offtake agreements of all types (power purchase agreements, tolling agreements, heat rate call options, other commodity hedges) in all of the major ISOs and RTOs (MISO, PJM, NEPOOL, NYISO, WECC, ERCOT, SERC, SPP, etc.).

Phillips 66 Company, in connection with the acquisition of a 50% interest in a 450 MW cogeneration facility.

Multiple independent power producers, in connection with the sales and acquisition of power development projects.

Calpine, in connection with its acquisition of the Bosque Power Plant, an 800 MW natural gas combined cycle power generation facility.

Private equity owner, in connection with the monetization of certain commodity sale and supply agreements.

Apex Compressed Air Energy Storage LLC, in connection all aspects of its compressed air energy storage development projects as well as its joint venture with Dresser Rand and various other general matters.

Tenaska, in connection with the development and purchase agreement with Brownsville Public Utilities Board (BPUB) for construction of a proposed 800 MW natural gas-fueled electric generation station in Brownsville, Texas.

Rockland, in its acquisition of assets from the bankruptcy estate of Beacon Power, LLC, including the Stephentown Regulation Services facility in New York.

Several commodity hedge providers, in connection with a pari-passu, senior-secured hedging facilities.

Freeport Power Limited, in the renegotiation/extension of a power purchase/tolling agreement with

the Dow Chemical Company and the subsequent project financing thereof.

Midstream/Downstream

Noble Midstream, in connection with its joint venture with Plains All American Pipeline and the related acquisition of the Advantage Pipeline.

Noble Energy, Inc., in connection with its acquisition of Clayton Williams Energy, Inc.

Kinder Morgan, Inc., on its joint venture arrangement with Riverstone in connection with its Utopia Pipeline Project, a 215 mile NGL pipeline running from Ohio to Canada.

Two private equity companies, in connection with two separate but related acquisitions of multiple crude gathering systems in Texas and Louisiana.

Kinder Morgan, Inc., in connection with its acquisition of Hiland Partners, both crude oil gathering and transportation, and gas gathering and processing systems in the Bakken Formation.

Targa Resources, in connection with a joint venture formed to convert an existing gas pipeline to a LNG pipeline.

A private equity company, in connection with a joint venture with a midstream strategic to purchase, own and operate various midstream pipeline.

TPH Partners, in connection with the formation of its Big Horn Energy Services joint venture.

Multiple hydrocarbon gathering companies, in connection with the review and reformation of their gathering and processing agreements and related acreage dedications.

Kinder Morgan, Inc., in connection with its sale of a transmix facility in Pennsylvania.

Private client, in connection with the development of a liquefied natural gas facility and related joint venture arrangements.

Caliche Development Partners, in connection with its organizational formation and initial funding along with several of its liquid storage development projects.

Kinder Morgan, Inc., with the installation of gas compression facilities in Mexico and the execution of related transportation and services arrangements with MGI/Pemex.

Credentials

EDUCATION

J.D., New York University

B.B.A., The University of Texas at Austin

ADMISSIONS

Texas

Recognition

Recognized as a Leading Lawyer for Energy Transactions

LEGAL 500 U.S., 2020

Recognized as a Noted Lawyer for Construction

LEGAL 500 U.S., 2020

Nationally ranked for Projects

CHAMBERS USA, 2015, 2016

Recognized for Energy Transactions

LEGAL 500 U.S., 2015

Recognized for Conventional Power and Project Finance

LEGAL 500 U.S., 2016

Insights

CLIENT ALERT

February 5, 2020

Freedom of Contract Cited as the Reason for Texas Supreme Court's Affirmation of Court of Appeals Judgment in ETP v. Enterprise

NEWSLETTER

March 12, 2020

Energy Newsletter – March 2020

April 30, 2019

REIT Advisor – April 2019

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Events

CONFERENCE

September 26, 2019

Energy Forum: Petrochemicals

November 1, 2018

Energy Forum: Trends in Midstream and Infrastructure Projects in U.S. Oil and Gas Development

News

CASES & DEALS

July 16, 2021

Kinder Morgan to Acquire Renewable Natural Gas Developer Kinetrex Energy

RECOGNITION

June 10, 2021

Legal 500 United States 2021 Ranks King & Spalding Practices Among the Top in the Nation

May 20, 2021

Chambers USA 2021 Names 179 K&S Lawyers and 65 K&S Practice Groups as Leaders in Their Fields

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