

Matthew D. Lea | Partner  
Finance

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Matt's practice focuses on representing lenders, borrowers and sponsors in a wide variety of complex conventional and mezzanine energy financing and related secured transactions, including reserve-based, midstream and renewables lending, project finance and leveraged finance. Matt also regularly represents clients in alternative energy capital solutions, such as call financing facilities, production payments (whether dollar-denominated or volumetric), and prepaid swap agreements. His finance practice extends to a broad range of secured and unsecured commercial finance transactions, such as syndicated financings, asset-based financings, bilateral loans, and loan workout and restructuring transactions, including debtor-in-possession and exit credit facilities.

Matt advises clients on energy commodities and other hedging transactions, including secured hedging transactions and structured commodity transactions. He regularly drafts and negotiates intercreditor agreements, hedging agreements (including International Swaps and Derivatives Association ("ISDA") Master Agreements and North American Energy Standards Board certifications ("NAESBs")), netting agreements, guarantees, and trade confirmations.

Matt also has experience with other types of energy-related transactions such as acquisitions, divestitures, and joint ventures (e.g., drillco transactions), and the preparation and negotiation of participation agreements, operating agreements, farmout agreements, and various other types of asset-level agreements.

While in law school, Matt was the Editor-In-Chief of the *South Texas Law Review*.

## Select Engagements

- Represented a commercial bank, as administrative agent, in a \$125,000,000 syndicated reserve-based senior first lien secured credit facility collateralized with certain oil and gas assets in the State of Texas.
- Represented a commercial bank, as administrative agent, in a \$100,000,000 syndicated senior first lien secured credit facility collateralized with certain pipeline and other midstream assets located in the States of Texas and Louisiana.
- Represented one of the largest U.S. privately-held commodities trading companies in a structured \$120,000,000 call financing facility secured by oil and gas assets located in Pennsylvania.
- Represented private equity-backed oil and gas exploration and production company in a \$150 million revolving credit facility secured by oil and gas reserves located in the State of Utah.
- Represented private equity-backed midstream company in a \$135,000,000 syndicated senior first lien secured revolving credit facility, with a \$50,000,000 accordion feature, to finance the company's working capital needs and other general corporate purposes and secured by the company's personal property assets (including, without limitation, equity interests, fixtures, equipment, and bank accounts).
- Represented a large international investment fund structuring a \$300,000,000 delayed draw term loan facility to fund development of oil and gas assets located in the Marcellus shale.
- Represented a mezzanine lender in a \$75,000,000 advancing term credit facility collateralized with certain oil and gas assets located in the State of Texas, in which the lender acquired an overriding royalty interest in the borrower's oil and gas assets.
- Represented a large international investment fund structuring a \$50,000,000 delayed draw term loan facility to fund various joint venture developments to produce proprietary biocarbon.
- Represented a privately-owned helium producer in a \$83,000,000 asset-backed securitization transaction secured by helium producing assets located on Navajo Nation tribal lands in Arizona and Utah.
- Represented private equity-backed oil and gas exploration and production company in a \$50 million revolving credit facility and a pari passu \$30,000,000 main street lending facility secured by oil and gas reserves located in the State of Oklahoma.
- Represented privately-owned fuel, propane, lubricant, and NGL distributor in a \$75,000,000 first lien revolving credit facility and a \$50,000,000 second lien term loan facility secured by all of the company's personal and real property assets located in the States of Texas, Connecticut, Vermont, New York, South Carolina, and Kentucky
- Represented a mezzanine lender in a \$40,000,000 advancing term credit facility collateralized with certain coal-bed methane properties located in the States of Kansas and Pennsylvania, in which the lenders acquired fee mineral interests and net profits overriding royalty interests in the coal bed methane assets.
- Represented a foreign mezzanine lender in a \$200,000,000 senior term loan credit facility collateralized with certain oil and gas assets located in the

State of Texas, in which the lender acquired a net profits overriding royalty interest in the borrower's oil and gas assets located in the State of Texas.

- Represented a publicly traded oil and gas exploration and production company in a \$300,000,000 syndicated senior first lien secured revolving credit facility and a \$350,000,000 syndicated second lien term loan to finance the company's acquisition and development of certain oil and gas assets located in and offshore the States of Texas and Louisiana.
- Represented commercial and mezzanine lenders in the negotiation of intercreditor agreements involving first and second lien lenders and hedges counterparties and standardized master agreements commonly used in the energy industry (including ISDAs and NAESBs).
- Represented commercial and mezzanine lenders in various workout and credit settlement transactions, including the foreclosure on and transfer of secured oil and gas assets located in, among other places, the States of Texas, Louisiana, Kansas, Pennsylvania, Wyoming, and Colorado.

## **Admissions**

- Texas

## **Memberships**

- American Bar Association
- Houston Bar Association
- Houston Young Lawyers Association

## **Education**

- South Texas College of Law, JD
- Vanderbilt University, BA

## **Professional Activities**

Matt is a member of the Houston Bar Association's Oil, Gas & Mineral Law Section.