



1120 Route 73, Suite 200
Mount Laurel, NJ 08054

December 3, 2014

Christopher J. Kirkpatrick, Secretary
Commodity Futures Trading Commission
Three Lafayette Centre
1155 21st Street, N.W.
Washington, D.C. 20581
Email to: MRAC_Comments@cftc.gov; and electronically to: <http://comments.cftc.gov>¹

Re: Nomination by the International Energy Credit Association, Inc. to CFTC's "Market Risk Advisory Committee," 79 Fed.Reg. 68870, Notice published November 19, 2014 (such notice is referred to herein as the "Market Risk Advisory Committee Notice" or "MRAC Notice")

Dear Mr. Kirkpatrick:

The International Energy Credit Association, Inc. ("IECA") is pleased to nominate Phillip G. Lookadoo to the Commodity Futures Trading Commission ("CFTC" or "Commission") as a candidate for membership in the Market Risk Advisory Committee ("MRAC") to fill one of the 4-6 membership slots designated in the MRAC Notice for representatives of "end-users" in the derivatives and financial markets.

The IECA is an association of over 1,400 credit, risk management, legal and finance professionals that is dedicated to advancing knowledge of credit and other risk management-related issues in the energy industry. For over ninety years, IECA members have actively promoted the development of best practices that reflect the unique needs and concerns of the energy industry. Our members' concerns regarding the relevant rulemakings that followed the passage of the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 ("Dodd-Frank Act") have led us to submit numerous comments to the CFTC on various proposed rulemakings, as well as requests for no action relief and petitions in support of relief requests sought by other energy companies and trade groups.

IECA membership includes representatives of many small and large energy companies dedicated to providing safe, reliable, and reasonably priced energy commodities that

¹ Email copy to pwalker@cftc.gov for Petal Walker, Chief Counsel to Commissioner Sharon Bowen, phone: 202-418-5794.

American businesses and consumers require for our economy and our livelihood. Most of the IECA's members are representatives of commercial end-users, which rely on swaps to help them mitigate and manage (i.e., hedge) the risks of energy commodity price volatility to their physical energy businesses.

Correspondence with respect to this nomination should be directed to the following individuals:

Amanda Kenly, President
International Energy Credit Association, Inc.
Phone: 314-613-9413
Email: AKenly@ameren.com

Zackary Starbird, First Vice President
International Energy Credit Association, Inc.
Phone: 312-594-7238
Email: zack.starbird@bp.com

Mailing Address:
International Energy Credit Association, Inc.
1120 Route 73, Suite 200
Mount Laurel, NJ 08054
Phone: 856-380-6854
Fax: 856-439-0525

Nomination.

Since early October 2010, shortly after passage of the Dodd-Frank Act, Phil Lookadoo has chaired the IECA's Dodd-Frank Working Group ("DFWG"). In that role, Phil has led a weekly call (every Friday morning) to provide an update to the IECA's DFWG members (which now has 198 members) on the CFTC's efforts to implement Title VII of the Dodd-Frank Act. In that role, Phil has monitored or attended public meetings held by the CFTC, including every public meeting held by the CFTC to discuss proposed rules and/or final rules under the Dodd-Frank Act.

Phil has either led, or participated in, the drafting all of the IECA's comments and other pleadings that have been submitted to the CFTC since the CFTC began the rulemaking process under Title VII of the Dodd-Frank Act. In addition, Phil has either led, or participated in, the drafting of the various IECA amendments to ISDA® Protocols, which IECA amendments have become industry-standard documents used by commercial end-users in the energy commodity industry in order to comply with the regulatory compliance requirements of their swap dealer and major swap participant ("SD/MSP") counterparties as well as their non-SD/MSP counterparties using documentation that recognizes and accommodates the legitimate interests and positions of all parties to such documents.

Throughout his four year plus tenure as the chair of the IECA's DFWG, Phil has demonstrated his knowledge of the derivatives and other financial markets affecting commercial end-users and the industriousness to stay abreast of the CFTC's regulatory implementation efforts. Phil has also demonstrated the temperament and personality to both advocate effectively for commercial end-user positions and work cooperatively and collegially with other market participants and regulators to build the type of consensus that recognizes the valid interests of diverse market participant groups in developing regulations and contract forms to implement the Dodd-Frank Act that work for all constituent groups.

Phil is a partner in the Washington DC office of Haynes and Boone LLP, a Texas-based law firm, representing various types of entities in the energy industry. A copy of Phil's bio is attached to this nomination. His contact information is:

Phillip G. Lookadoo, Partner
Haynes and Boone, LLP
800 17th Street, NW, Suite 500
Washington, DC 20006
Phone: 202-654-4510
Mobile: 571-235-1321
Email: phil.lookadoo@haynesboone.com

Conclusion.

For all the foregoing reasons, the IECA enthusiastically nominates and recommends Phil Lookadoo to the CFTC to fill one of the 4-6 end-user representative membership positions of the MRAC listed in the MRAC Notice. If you require any additional information about the IECA or Mr. Lookadoo, please do not hesitate to contact the undersigned representatives of the IECA.

Yours truly,
INTERNATIONAL ENERGY CREDIT ASSOCIATION, INC.

/s/
Amanda Kenly, President
IECA

/s/
Zackary Starbird, First Vice President
IECA



Phillip G. Lookadoo

Partner

phil.lookadoo@haynesboone.com

Haynes and Boone, LLP

800 17th Street, NW

Suite 500

Washington, DC 20006-3962

T +1 202.654.4510

M +1 571.235.1321

Areas of Practice

- Energy
- Projects
- Finance

Education

- J.D., Emory University School of Law, 1980
- M.S., Nuclear Physics, University of Virginia, 1977
- B.S., Physics, West Virginia University, 1975

Bar Admissions

- District of Columbia
- Georgia
- U.S. Patent and Trademark Office

Languages

- Spanish: Not fluent, but can read and revise Spanish language documents

Phil Lookadoo combines leading-edge CFTC regulatory experience with the intricacies of the Dodd-Frank Act and deep FERC regulatory expertise in power, natural gas, renewable energy and oil/NGLs, with transactional expertise in energy commodity trading and power project finance/development.

Phil has been practicing law in the energy sector for over 30 years, starting in 1980 when he represented large interstate natural gas pipelines and major natural gas producers in FERC regulatory ratemaking, certificate and rulemaking proceedings under the Natural Gas Act.

For the last 25 years, he has represented developers of fossil fuel-fired and renewable power generation facilities, obtaining FERC approvals under the Federal Power Act and PURPA, negotiating project contracts (PPAs, fuel contracts, tolling agreements, hedges, energy management agreements and renewable energy credit agreements), project financing agreements, and related M&A agreements.

Phil currently chairs the Dodd-Frank Working Group of the International Energy Credit Association, and speaks frequently before trade groups and bar associations.

In addition to working with standardized master agreements (ISDA, EEI, NAESB, LEAP, etc.), Phil negotiates heat rate call options and other sophisticated hedging transactions to ensure the financial viability of fossil-fuel fired and renewable power projects (which support project financing credit agreements) and oil and gas production operations (which support borrowing base credit agreements). Phil also negotiates/drafts credit support arrangements for such hedge transactions, including intercreditor agreements between senior lenders and hedge providers under which the lenders and hedge providers are pari passu secured creditors sharing a lien on the borrower's power plant, renewable energy, oil, or natural gas assets.

Phil has worked on transactions in the countries of Argentina, Australia, Bolivia, Brazil, Canada, Chile, China, Colombia, Dominican Republic, Ecuador, El Salvador, Guatemala, Guyana, India, Jamaica, Mexico, Morocco, New Zealand, Oman, Peru, Philippines, South Korea, Sri Lanka, Trinidad, Uganda, United Kingdom and Venezuela.

Selected Publications and Speeches

- “Commercial Outward-Facing Affiliates and the Definition of ‘Financial Entity’” co-author, *Futures & Derivatives Law Report*, Vol. 33, Issue 8, September 2013.
- “A Crucial Question: Is an Energy Company Affiliate a ‘Financial Entity’ under Dodd-Frank?” co-author, ABA’s quarterly *Infrastructure*, Vol. 52, No. 4, Summer 2013.
- “Dodd Frank Regulatory Update: Where Are We Now?” 2013 International Energy Credit Association (IECA) Fall Education Conference, 2013.
- “What Does the Implementation of the Dodd-Frank Act Mean for the Energy Sector?” Thompson Reuters Webinar, November 2012.
- “Dodd-Frank in October 2011: Where Are We Now, Toto,” 87th Annual International Energy Credit Association Conference, October 2011.
- “Countdown to Compliance under Dodd-Frank,” FIA Energy Forum 2011, September 2011.
- “The Impact of Dodd-Frank Act on Main Street in Energy Markets,” Risk Management Association Spring Conference, April 2011.
- “The Dodd-Frank Horror Story - Nightmare on Main Street,” International Energy Credit Association 2011 Spring Conference, March 2011.
- “Regulatory Impact of Dodd-Frank on the Energy Markets,” 12th Annual Risk Management Convention of the Global Association of Risk Professionals, March 2011.
- “Réforme Américaine: L’impact de la loi Dodd-Frank sur les dérivés de matières premières,” *Revue Banque*, March 2011.
- “Use of Lien-Supported Financial Derivatives in Project Finance,” Chapter 17 in *Energy and Environmental Project Finance Law and Taxation: New Investment Techniques*, Oxford University Press, 2010.
- “Developing a Clean Energy Economy through Environmental Finance,” Pending Climate Change Legislation and the Regional Greenhouse Gas Initiative, November 2009.
- “Negotiation of a Master Agreement and a Structured Transaction,” *Energy Law Journal*, Vol. 29, No. 2, 2008.
- “Oil & Gas Price And Supply Volatility: Managing Risks For Credit Agreements, Physical Commodity Sales and Financial Derivatives,” 10th Annual Caribbean Commercial Law And Oil &

Gas Workshop August 2008.

- "Negotiation of a Master Agreement and a Structured Transaction (Illustration of How Deals Are Done and the Major Issues - Role Playing)," Energy Bar Association's Annual Meeting, April 2008.
- "Financing New Energy Projects," 27th Annual Conference: U.S.-Turkish Relations, April 2008.
- "Resource Options: Achieving a Good Match between Regulatory Expectations and Private Sector Investment Processes for Efficiency and Demand Side Management," 4th Annual Comprehensive Conference on Electric Energy Markets, Regulation and Investment, March 2008.
- "Developing And Financing Renewable Energy Projects," Energy & Mineral Law Foundation's 2008 Winter Workshops on Energy Law, January 2008.

Recognition

- Recognized in *Chambers USA* as one of America's leading lawyers in the area of Energy (2007, 2008 and 2009 editions)

Professional and Community Activities

- Energy Bar Association
- American Bar Association