



Michael W. Brooks

Partner

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About Michael

Michael Brooks focuses his practice in the areas of energy, commodities and derivatives law. He represents energy companies and commodity trading companies in a wide variety of commercial, regulatory, compliance and enforcement matters and routinely advises clients regarding federal rules and regulations governing the trading, ownership, transportation and transmission of energy commodities. His counsel also includes advising clients regarding commercial regulatory issues and related privacy and cybersecurity matters associated with emerging technologies.

In addition to actively representing clients in investigations and regulatory matters involving the Federal Energy Regulatory Commission (FERC), the North American Electric Reliability Corporation (NERC), the Commodity Futures Trading Commission (CFTC), National Futures Association (NFA), and designated contract markets such as CME Group and ICE Futures US, Michael conducts internal compliance reviews and trainings, works with clients to develop effective compliance programs and collaborates with commercial teams to structure large commodity transactions and acquisitions to comply with FERC and CFTC regulations. He also advises clients regarding compliance with the US Federal Trade Commission's (FTC) petroleum market manipulation regulations and federal and state laws related to carbon emissions, renewable energy, and green energy claims.

Recent Notable Matters

Electric generators, large natural gas infrastructure companies, and natural gas sellers (FERC/NERC) — multiple clients across multiple energy sectors in responding to a joint inquiry conducted by FERC and NERC into Winter Storm Uri

Independent energy company (Compliance & Investigations) — trading compliance advice and represent client in multiple government inquiries into Winter Storm Uri, including state attorneys general inquiries

Mutli-national energy company (Litigation & Investigations) — act as subject matter expert to local counsel in litigation of force majeure and contract breach cases associated with Winter Storm Uri and represent client in government inquiries, including state attorneys general inquiries

Investor-owned utility (Energy Disputes) — matters related to recovery of costs and losses during February 2021 natural gas and electricity disruptions caused by Winter Storm Uri, including potential claims against third parties, pipeline curtailments, cost submissions and invoice challenges in organized market, and rate recovery in state regulatory proceedings

Distributed generation company (Energy Disputes) — force majeure claims and price dispute with natural gas supplier

Global energy commodities merchant (Trading, Regulatory & Compliance) — draft asset management agreements, advise regarding discrete compliance issues related to natural gas markets, including regarding preparation for Winter Storm Uri and potential government response following the event

Energy manager (Enforcement) — successfully defend against non-public allegations of market manipulation involving offering generation in a FERC-jurisdictional organized market

Distributed energy resource manager (Enforcement) — non-public investigation into participation in FERC-jurisdictional organized market

Nationwide energy management company (Internal Investigation) — conduct investigation into whistleblower claims of former employee related to possible fraud and misappropriation of information

Joint venture company (Trading Compliance) — develop and help implement compliance program for new natural gas trading business

Power generation company (Derivatives Compliance) — CME Group / NYMEX and ICE Futures US rules, including position limits, procedures for moving positions, and controls for spoofing and other compliance risks

Natural gas marketer (Trading Compliance) — wash trades, FERC's buy-sell prohibition, and the CFTC's and FERC's anti-manipulation rules in connection with natural gas exchange transactions

Non-US energy marketing & trading (Energy & Derivatives) — natural gas and power trading and compliance with CFTC and exchange regulations, including requirements related to the Dodd-Frank Act

Canadian oil and natural gas E&P company (Regulatory & Compliance) — US regulation of the importation of natural gas and US wholesale markets

Electricity power generator and wholesale marketing company (FERC Regulatory) — represent client at FERC in proceedings to address sales of electricity above the soft price cap imposed on bilateral spot

transactions in the West

Global energy and commodities company (M&A Trading Compliance) — establish procedures to mitigate insider trading risk associated with review of confidential information in context of potential acquisition

American wholesale energy company (M&A Regulatory Diligence) — conduct regulatory diligence related to acquisition of retail marketing business, including issues related to authorizations and renewable energy claims

Wholesale gas and power company (Renewable Energy) — clean energy claims and contracting for environmental attributes

Retail energy company (Green Claims) — federal and state laws related to qualified claims of environmental attributes and benefits

Publications and Speeches

"CFTC Enforcement Action," *Commodity Trading Week Americas* 2024, June 2024.

"Special Issues Facing Commercial End-Users," American Bar Association's Derivatives and Futures Law Winter Committee Meeting 2024, January 2024.

"What's New at FERC?" FIA Forum Commodities, September 2023.

"Update from Exchanges / Enforcement Panel," Energy Trading Compliance Discussion Group Roundtable, June 2021.

"Regulators," Energy Bar Association Energy Law Academy Course 107: An Introduction to Energy Trading, September 2020.

"Electricity – the Changing Grid," Birmingham Bar Association, September 2020.

"The Unsinkable: A Look at Blockchain's Potential and Pitfalls," *Pipeline & Gas Journal*, June 2018.

"Another Year of Enforcement at FERC and CFTC," *Law360*, January 2017.

"Court Clarifies Application of FERC Anti-Manipulation Rule to Demand Response Service Providers," *Electric Light & Power*, July 19, 2016.

"Handling Change Management," *Midstream Business*, February 12, 2016.

"Operating a Utility in Today's Enforcement Climate: FERC and Beyond," *Utilities & Energy Compliance & Ethics Conference*, February 24, 2015.

Education

The Antonin Scalia Law School at George Mason University, J.D.
2005 – *magna cum laude*

College of William & Mary, B.A.
1998

Noteworthy

Chambers Global, Energy: Oil & Gas (Regulatory & Litigation), 2022 - 2024

Chambers USA, Nationwide Energy: Oil & Gas (Regulatory & Litigation), 2017 - 2023

The Legal 500 United States, Energy Regulation: Electric Power, 2017 - 2023 (Next Generation Partner, 2018 - 2022); Energy Regulation: Oil and Gas, 2017 - 2023 (Next Generation Partner, 2017 - 2023); Energy: Regulatory, 2016; Energy Litigation: Electric Power, 2022 - 2023

BL Rankings, *Best Lawyers*, Oil and Gas Law, 2020 - 2024; Energy Law, 2021 - 2024

Thomson Reuters, *Washington, DC Super Lawyers*, 2017 – 2019; Rising Stars, 2013 - 2016

Affiliations

Energy Bar Association

Bar Admissions

District of Columbia
Virginia