



## **W. Cleland Dade**

Partner

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### **About Cle**

Cle Dade advises clients on a variety of transactions, including mergers, acquisitions, divestitures and insolvencies. He also provides counsel to clients in connection with the formation of joint ventures and the implementation of corporate control arrangements. His recent experience includes acquisitions and divestitures of natural gas and liquids pipelines, gathering systems, storage terminals and related logistics facilities, as well as acquisitions and dispositions of manufacturing, distribution and industrial services companies in a variety of industries.

### **Recent Notable Matters**

**COG Operating LLC** — a subsidiary of Concho Resources, Inc., in the sale of produced water assets in the southern Delaware Basin to WaterBridge Resources LLC for

**Harvest Midstream Company** — \$1.125 billion acquisition from Williams Partners L.P. of certain assets in the Four Corners area, including over 3,700 miles of pipeline, two gas processing plants and a CO<sub>2</sub> treating facility

**COG Operating LLC** — contributions of saltwater disposal wells and large-diameter produced water gathering pipelines in the Delaware Basin to Solaris Water Midstream, LLC in exchange for cash and equity in Solaris Midstream Holdings, LLC

**Halcón Resources Corporation** — \$325 million divestiture of water infrastructure assets across the Delaware Basin to a subsidiary of WaterBridge Resources LLC

**Western Refining Logistics, LP** — representing the Conflicts Committee of the Board of Directors of the general partner of Western Refining Logistics, LP in its merger with Andeavor Logistics LP in a unit-for-unit transaction valued at \$1.8 billion

**Plains All American Pipeline, L.P.** — sale of 100 percent of the equity interests of Bluewater Natural Gas Holding, LLC to WEC Energy Group, Inc.

**Western Refining Logistics, LP** — represented the Conflicts Committee of the board of directors of the general partner of Western Refining Logistics, L.P. in its acquisition from Western Refining, Inc. of logistics asset located at WNR's St. Paul refinery

**Kinder Morgan, Inc.** — acquisition by The Southern Company of a 50 percent equity interest in Southern Natural Gas

**Kinder Morgan, Inc.** — sale of a 50 percent equity interest in the Utopia Pipeline Project to Riverstone Investment Group LLC

**Kinder Morgan, Inc.** — \$3 billion acquisition of Hiland Partners from its founder, Harold Hamm, and certain Hamm family trusts

**La Caisse de Depot et Placement du Quebec** — partnership with GE Energy Financial Services, to jointly acquire Southern Star Central Corporation, owner of the Southern Star Central interstate gas pipeline, from Morgan Stanley Infrastructure

**Kinder Morgan, Inc.** — preferred and common equity investments in Watco Companies, LLC and related contribution of bulk product terminals

**Concho Resources** — formation of Alpha Crude Connector LLC, a joint venture with Frontier Midstream LLC (construction of oil gathering system)

**Kinder Morgan, Inc.** — sale of Kinder Morgan Interstate Gas Transmission LLC, Trailblazer Pipeline Company and its 50 percent interest in Rockies Express, LLC to Tallgrass Energy Partners, L.P.

**Western Refining Logistics, LP** — represented the Conflicts Committee of the board of directors of Western Refining Logistics, L.P. in its acquisition from Western Refining, Inc. of preferred units representing an interest in the TexNew Mex Pipeline

**La Caisse de Depot et Placement du Quebec** — acquisition of a minority equity interest in Colonial Pipeline LLC from ConocoPhillips

**Kinder Morgan, Inc.** — acquisition of newly constructed oil tankers from Philly Tankers LLC

**Kinder Morgan Energy Partners, L.P.** — sale of its equity interest in the Express-Platte pipeline system to Spectra Energy Corporation

## Education

Vanderbilt University Law School, J.D.  
1982

Vanderbilt University, B.A.  
1977

## Noteworthy

*Chambers USA*, Texas Corporate/M&A, 2016 - 2019

*The Legal 500 United States*, Mergers & Acquisitions (M&A) Large Deals (\$1+ Billion), 2014 - 2019, 2021; Energy: Transactions, 2014, 2023

Delinian Limited, *IFLR1000 Financial & Corporate and M&A Guide*, 2019 - 2023

BL Rankings, *Best Lawyers*, Corporate Law, 2019 - 2024; Energy Law, 2023 - 2024

Lawdragon Inc., *Lawdragon 500 Leading Dealmakers in America*, Corporate & Securities, Especially Energy, 2024

Lawdragon Inc., *Lawdragon 500 Leading US Energy Lawyers*, Energy Transactions, 2024

Thomson Reuters, *Texas Super Lawyers*, 2004; 2006 - 2007

Vanderbilt University Law School, *Vanderbilt Law Review*

## Affiliations

American Bar Association

State Bar of Texas

Houston Bar Association

## Bar Admissions

Texas