

## SEAN RALPH



**Categories:** [People](#), [Lawyers](#)

Sean Ralph is a leading senior energy lawyer and the national co-chair of the firm's Energy Group. He has exceptional expertise in domestic and international energy transactions and major industrial project development in the energy, renewable power and mining industries.

Complementary to his private law practice, he brings a wide breadth of in-house experience having served as general counsel, senior legal counsel and board member with major domestic and global organizations. Sean served as General Counsel and on the Board of Directors for the Canadian subsidiaries of a major international integrated energy company. He also served as General Counsel for the Canadian subsidiary of one of the largest EPC companies in the world.

He is also an expert in corporate governance and served as corporate secretary to several international organizations. His board and management experience includes serving as Compliance and Chief Ethics Officer,

Director of Risk Management, as well as serving as a member of various Executive Management teams, Government and Public Affairs Committees, Contract and Tender Review Boards, Incident Command Teams and Pension Plan Committees.

Sean has extensive international energy practice experience having lived and worked in The Hague, The Netherlands, with one of the largest international integrated energy companies in the world. He also lived and worked in Houston, Texas, USA for another major international integrated energy company while working on the development and construction of a multi-billion dollar ethane cracker project.

With over 20 years of experience working on some of the largest energy projects in North America and abroad, Sean is well versed in all aspects of industrial project development and operations and brings a unique perspective to the firm. He has acted for both project proponents and engineering, procurement and construction companies as well as subcontractors and suppliers. From legal structuring, design and engineering through construction, procurement and operations, Sean's project experience is expansive. He is also well versed in mergers and acquisitions, joint ventures, corporate governance and new business development transactions in Canada, the United States and internationally.

Sean is recognized by *Best Lawyers* as one of Canada's leading lawyers in Energy Law.

**Email:** [sean.ralph@mcmillan.ca](mailto:sean.ralph@mcmillan.ca)

**Expertise:** Business Law, Construction & Infrastructure, Energy, Oil & Gas, Mergers & Acquisitions

**LinkedIn:** [www.linkedin.com/in/seanralph](http://www.linkedin.com/in/seanralph)

**Location:** Calgary

**Phone:** 403.231.8391

**Position/Title:** Partner, Energy

**Directorships & Affiliations:**

- Member, Canadian Bar Association
- Member, American Bar Association
- Member, Law Society of Alberta
- Member, Calgary Bar Association
- Member, Association of Corporate Counsel
- Member, Canadian Energy Law Foundation

- Member, International Petroleum Negotiators
- Vice-Chair, Construction Section, Canadian Bar Association, Southern Alberta (2007 – 2008)
- Member of Organizing Committee, National Canadian Bar Association Construction Law Conference (2008)

#### **Education & Admissions:**

**Degree:** Called to the Alberta Bar

**Year:** 2000

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**Degree:** Law

**University:** University of New Brunswick

**Year:** 1999

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**Degree:** U.S Legal Studies

**University:** Thomas M. Cooley Law School

**Year:** 1996

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**Degree:** BA (Hons.), Political Science

**University:** York University

**Year:** 1995

**University:** St. Andrews College

**Year:** 1991

#### **Rankings & Recognition:**

- Recognized by *Best Lawyers* in Canada (2023) as a leading lawyer in the area of Energy Law
- The Best Lawyers in Canada: Energy Law, 2021
- Innovation Award - Canadian Lawyer In-House, Best Practices in Compliance Systems, 2014
- The Lawyer, In-house Commerce and Industry Team of the Year, 2011

#### **Speaking Engagements:**

- Canadian institute of Quantity Surveyors, Construction Adjudication Symposium (2020)

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- Global Energy Summit, Washington, DC (2019)

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- “Coming to America meets Out of Africa”, 66th Annual Oil & Gas Law Conference, Houston, 2015

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- “Energy Law Fundamentals”, Canadian Energy Law Foundation Seminar, 2013

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- “Canadian Oil Sands”, Shell International Legal Group Seminar Series, 2010

### **Representative Matters:**

- Acted as Project Counsel to the constructor for a world scale, \$40 Billion, 26 Mtpa, 3.5 Bcf/d, LNG export facility in western Canada;
- Acted for the owner/ operator on the drafting, negotiation and completion of the engineering, procurement and construction of the Groundbirch Pipeline Project in Alberta and British Columbia;
- Project counsel to the owner/ operator for the design, engineering, construction and development of a world-scale 100,000 bpd ethane cracker facility, in Lake Charles, Louisiana, USA, including feedstock and offtake agreements, storage, transportation (pipeline and rail), shared facilities, operations and maintenance, rail and port infrastructure and service agreements;
- Lead counsel to the owner / operator for the development, drafting, negotiation of a world-scale gas-to-liquids facility to produce 96,000 bpd of GTL diesel, GTL naptha and LPG combined, including the acquisition of project lands, oversight of the regulatory process, feedstock and offtake agreements, agreements for technology licensing, engineering services, performance guarantees, catalyst supply and all related project agreements (for which a final investment decision was not taken by the client);
- Lead counsel for the owner in the drafting, negotiation, construction and operation of the a Canadian Upgrader Expansion project which added 90 KBPD per day to the 100 KBPD existing capacity to processes oil sands bitumen into synthetic crude oils;
- Acted as lead counsel to the owner for the drafting, negotiation and completion of various offsite modular construction contracts in relation to the Canadian Upgrader Expansion project;
- Drafted, negotiated and completed the design, engineering and construction agreements for a distributed energy resource project in Alberta;
- Lead counsel to the owner/ operator for the operations, maintenance and project development of a world-scale, 340,000 bpd oil sands mining project in Alberta including major long-term procurement contracts, maintenance agreements, engineering agreements, service and supplier agreements, joint-venture administration and governance, incident command team leadership and training;
- Acted for the owners of a LNG export facility, as well as oil sands mines, pipelines and rail facilities, feed stock supply and storage agreements, offtake arrangements, distributed power projects and renewable

energy projects;

- Acted for the owner in its acquisition of a 30 per cent interest in the Abadi LNG Project, based in Indonesia;
- Acted for the owner in the structuring, drafting, negotiation and completion of an international corporate divestment of its international upstream portfolio and country exit from Pakistan (over US\$400M);
- Acted for the owner in the structuring, drafting, negotiation and completion of an international upstream asset swap transaction (over US\$1B);
- Acted for the owner to structure, draft, negotiate and complete an asset acquisition and operatorship of upstream assets in Egypt (over US\$100M);
- Acted for the owner to structure, draft, negotiate and complete an international corporate divestment in Malaysia (over US\$70M);
- Acted for the owner to structure, draft and negotiate a complicated international upstream risked services transaction involving a long-term revenue sharing arrangement with a national oil company;
- Acted for the owner in the operation, governance and secretarial services for a joint venture with a First Nation in Canada;
- Acted for various owners and constructors in the drafting and negotiation of a wide range of joint ventures, construction, engineering, procurement and construction management contracts in the oil and gas, power, renewables and mining industries;
- Lead Counsel on numerous complex international upstream transactions including mergers, acquisitions and divestments, production sharing agreements, joint venture agreements, border dispute issues, MOUs, concession and service agreements.

#### **Teaching Engagements:**

- Judge, University of Calgary Law Student Negotiation Competition (2013 & 2018)
- Member of Organizing Committee, Shell Monthly Internal Lawyers Training Program (2008 - 2011)
- Law Student Mentor, Canadian Bar Association (2005-2008, 2013-2015, 2018-2019)

**Industries:** Energy, Construction & Infrastructure

**Practices:** Business Law, Mergers & Acquisitions, Corporate Governance