

NO. C-1-PB-14-001245

In Re:	§	In the Probate Court No. 1
	§	
	§	of
	§	
TEL Offshore Trust	§	Travis County, Texas

**ATTORNEY AD LITEM’S AMENDED NOTICE OF DEPOSITION OF DANIEL CONWILL**

TO: Daniel Conwill, by and through his attorneys of record Paul Trahan and Peter A. Stokes **NORTON ROSE FULBRIGHT US, L.L.P.** 98 San Jacinto Boulevard, Suite 1100, Austin, Texas 78701-4255; and Daniel M. McClure, **NORTON ROSE FULBRIGHT US, L.L.P.** Fulbright Tower, 1301 McKinney, Suite 5100 Houston, Texas 77010-3095

Pursuant to Tex. R. Civ. P. 199, Plaintiff Glenn M. Karisch, as Attorney Ad Litem (“Ad Litem”) for the beneficiaries of TEL Offshore Trust who were served by publication and did not answer or appear (“AAL Parties”) , will take the oral deposition of **Daniel Conwill** at the offices of Seaport Global, 400 Poydras Street, Suite 3100, New Orleans, Louisiana 70130, for use in the above-styled and numbered action. The deposition will begin at **9:00 a.m. on Wednesday, April 12, 2017**, in the presence of a certified court reporter and will continue from day to day until completed. The deposition may be audio and/or video recorded.

Pursuant to Tex. R. Civ. P. 199.2(5) and 205.2, Ad Litem requests that **Daniel Conwill** produce the documents identified in the attached Exhibit A.

You are invited to attend and cross-examine.

Respectfully submitted,

SCOTT DOUGLASS & McCONNICO LLP  
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By: /s/ Daniel C. Bitting  
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**ATTORNEYS FOR DEFENDANT GLENN M.  
KARISCH, AS ATTORNEY AD LITEM FOR  
CERTAIN OF THE UNIT HOLDERS OF TEL  
OFFSHORE TRUST**

THE KARISCH LAW FIRM, PLLC

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**ATTORNEY AD LITEM**

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing has been served or will be served in accordance with the Court's orders regarding service dated September 28, 2015 and January 21, 2016.

/s/ Daniel C. Bitting  
Daniel C. Bitting

## **EXHIBIT A**

### **DEFINITIONS**

In these requests and definitions the singular includes the plural and vice versa; likewise, the disjunctive includes the conjunctive and vice versa.

1. “\$1,056,885 Loan” means the loan from BONY to BNYM as reflected in the renewal demand promissory note in the amount of \$1,056,885 dated September 25, to 2015.

2. “\$363,000 Loan” means the loan from BONY to BNYM as reflected in the demand promissory note in the amount of \$363,000 dated as of October 1, 2014, as it may have been increased or modified.

3. “\$300,000 Loan” means the loan from BONY to BNYM as reflected in the demand promissory note in the amount of \$300,000 dated as of May 23, 2013, as it may have been increased or modified.

4. “BONY” means The Bank of New York Mellon, and any representatives acting, or purporting to act, on behalf of The Bank of New Mellon with respect to any matter inquired about in this discovery, including, but not limited to, all of its servants, employees, attorneys, consultants, sureties, indemnitors, insurers, and/or agents.

5. “BNYM” means the Bank of New York Mellon Trust Company, N.A., and any representatives acting, or purporting to act, on behalf of The Bank of New Mellon Trust Company, N.A. with respect to any matter inquired about in this discovery, including, but not limited to, all of its servants, employees, attorneys, consultants, sureties, indemnitors, insurers, and/or agents.

6. “BNYM Loans” means any loans, advances, letters of credit or other extensions of credit by BONY to BNYM, in its capacity as trustee of any other trust.

7. “Communication” and “communicate” means the transmittal of information (in the form of facts, ideas, inquiries or otherwise) by any means. It includes, without limitation, communications through Social Media.

8. “Concern” and “concerning” mean relating to, referring to, describing, evidencing or constituting.

9. “Document” includes the original and any non-identical copies of any written or graphic matter, however produced or reproduced. It includes communications in words, symbols, pictures, sound recordings, films, tapes, and information stored in, or accessible through, computer or other information storage or retrieval systems (including without limitation, tablets, i-Pads, cameras, phones, answering machines and other devices capable of storing information), together with the codes and/or programming instructions and other materials necessary to understand and use such systems. It includes without limitation, emails, voicemail messages, text messages, and communications on Social Media, electronic files, desk files and calendars. “Document” includes electronic and magnetic data that is responsive. Such data should be produced in its native format, including any metadata, on flash drives or other appropriate storage devices.

10. “Karisch” and “Ad Litem” mean Glenn M. Karisch, as attorney ad litem for the unit holders of TEL Offshore Trust that were served by publication and did not answer or appear, and any representatives acting, or purporting to act, on behalf of Glenn M. Karisch with respect

to any matter acquired about in this discovery, including, but not limited to, all of his servants, employees, attorneys, consultants, sureties, indemnitors, insurers, and/or agents.

11. “March 2009 D&M Report” means the Letter Report as of March 31, 2009 on Reserves and Revenues of Certain Properties owned by the TEL Offshore Trust Partnership, prepared by DeGolyer and MacNaughton, and produced at TEL0002070-2132.

12. “Modification Petition” means the Original Petition for Modification and Termination of Trust filed by The Bank of New York Mellon Trust Company, N.A., as corporate trustee, and Gary C. Evans, Jeffrey S. Swanson, and Thomas H. Owen, Jr. as individual trustees of the TEL Offshore Trust.

13. “Person” means any natural person, corporation, association, firm, partnership, or other business or legal entity, and the officers, employees, agents, servants, attorneys, or representatives of such entities, as the context requires.

14. “Petition” means Attorney Ad Litem’s Second Amended Petition as Realigned Plaintiffs and any supplemental or amended petitions filed by the Ad Litem.

15. “Plan” means the Plan of Dissolution approved by Tenneco Offshore Stockholders on December 22, 1982.

16. “Royalty Interest” means the overriding royalty interest equivalent to twenty-five percent net profits interest as referred to in paragraph 6 of the Petition.

17. “Royalty Properties” means certain oil and gas properties referred to in paragraph 6 of the Petition.

18. “Social Media” means all internet-based sites through which one can communicate with the public or selected members of the public. It includes internet message boards, blogs and sites such as Facebook, MySpace, Twitter, LinkedIn, Plaxico and similar sites.

19. “Suit” means the matter in which this discovery is served.
20. “TEL Loans” means any loans, advances, letters of credit or other extensions of credit by BONY to BNYM, in its capacity as Trustee of the Trust.
21. “TEL Partnership” means the TEL Offshore Trust Partnership.
22. “TEL Partnership Agreement” means the agreement(s) creating and law governing the TEL Partnership.
23. “Trust” means the TEL Offshore Trust.
24. “Trust Agreement” means the TEL Offshore Trust Agreement.
25. “Tenneco Offshore” means Tenneco Offshore Company, Inc.
26. “Trustee” or “Trustees” means any one or more or all of BNYM, Evans, Swanson, and Owen, as defined herein.
27. “Trustee’s Original Petition” means the Original Petition for Modification and Termination of Trust filed by The Bank of New York Mellon Trust Company, N.A., as corporate trustee, and Gary C. Evans, Jeffrey S. Swanson, and Thomas H. Owen, Jr. as individual trustees of the TEL Offshore Trust and any supplemental and amended petitions filed by the Trustees, or any of them.
28. “Unit Holder” means any of holders of units in the Trust.
29. “You,” and “your”, mean the party or parties to whom the discovery is directed and that party’s agents, servants, representatives, attorneys, consultants, sureties, indemnitors, insurers or employees, past and present, to the extent such persons acted or purported to act on behalf or possess information or documents with respect to any matter inquired about herein.

30. “Written Statement” includes any written or graphic statement signed or otherwise adopted or approved by the person making it and any stenographic, mechanical, electrical, or other records, or a transcription thereof, which is a substantially verbatim recital of an oral statement by the person making it and which was contemporaneously recorded. “Statement” means any statement, whether written or oral.

### **REQUESTED DOCUMENTS**

You are instructed to produce at or before your deposition the following documents for inspection and copying. In response to Requests Nos. 1-2, 5 and 10-51, You are not required to produce any document that BNYM has produced in this case, provided that the document BNYM produced is identical to the one in your possession.

1. Any documents and tangible things concerning any communications regarding any of the TEL Loans.
2. Any photographs, slides, videotapes, films, or recordings that concern the facts or allegations in this Suit.
3. Any work files, desk files, diaries, journals, calendars, planners, notes, or other documents kept or prepared by you that concern the facts or allegations of the Suit.
4. Any work files, desk files, diaries, journals, calendars, planners, notes, or other documents kept or prepared by you that concern your work as a trustee for the Trust Suit.
5. Excluding communications solely between you and your attorney concerning the prosecution of the claims or defenses in this Suit, please produce copies of all letters, notes, telephone messages, voicemail or answering machine messages, emails, text messages and other documents and tangible things concerning any communications concerning the allegations in the Petition.

6. Any bills or statements for attorneys' fees and expenses in connection with this Suit.

7. Please produce all-time records and descriptions of services by any attorneys for work performed or billed to you in connection with this Suit.

8. Any fee agreements, engagement letters or other documents concerning any agreements between you and the attorneys who have represented you in connection with this Suit.

9. Any fee agreements, engagement letters or other documents concerning any agreements between or among the attorneys that have represented you in connection with this Suit.

10. Please produce a complete copy of the Trust Agreement, including all exhibits thereto.

11. Any drafts of the Trust Agreement including any drafts of the exhibits thereto.

12. Please produce a complete copy of the Plan, including all exhibits thereto.

13. Any drafts of the Plan including any drafts of the exhibits thereto.

14. Please produce a complete copy of the TEL Partnership Agreement, including all exhibits thereto.

15. Any drafts of the TEL Partnership Agreement, including any drafts of the exhibits thereto.

16. Any documents concerning any projections, forecasts or estimates of the TEL Partnership's share of operating costs of the Royalty Properties, for any year from and including 2003 to the present.



17. Any documents concerning any projections, forecasts or estimates of the TEL Partnership's share of income from the Royalty Properties, for any year from and including 2003 to the present.

18. Any documents concerning any projections, forecasts or estimates of Trustee compensation for any year from and including 2003 to the present.

19. Any documents concerning any projections, forecasts or estimates of any Trust expenses, including but not limited to administrative costs, for any year from and including 2003 to the present.

20. Any documents concerning any projections, forecasts or estimates of distributions to the Unit Holders for any year from and including 2003 to the present.

21. Any documents concerning any projections, forecasts or estimates of oil, gas or other hydrocarbon production from the Royalty Properties for any year from and including 2003 to the present.

22. Any documents concerning any projections, forecasts or estimates of the value of the Royalty Interests, or any of them, for any year from and including 2003 to the present.

23. Any documents, including but not limited to any reserve studies, concerning the estimated amount of recoverable oil, gas or hydrocarbons in the Royalty Properties from and including the year 2003 through the present.

24. Any documents concerning any contracts or agreements for the sale or exchange of any Royalty Interest.

25. Excluding communications between you and your attorney concerning the prosecution of the claims or defenses in this Suit, please produce copies of all letters, notes, telephone messages, voicemail or answering machine messages, email messages, text messages

and other documents and tangible things concerning any communications from and including the year 2003 through the present about:

a. projections, forecasts or estimates of the TEL Partnership's share of operating costs of the Royalty Properties;

b. any projections, forecasts or estimates of the TEL Partnership's share of income from the Royalty Properties

c. any projections, forecasts or estimates of Trustee compensation;

d. any projections, forecasts or estimates of distributions to the Unit Holders;

e. any projections, forecasts or estimates of oil, gas or other hydrocarbon production from the Royalty Properties;

f. any projections, forecasts or estimates of any Trust expenses, including but not limited to administrative costs;

g. any projections, forecasts or estimates of the value of the Royalty Interests, or any of them.

26. Any documents concerning TEL Partnership's share of operating costs of the Royalty Properties, for any year from and including 2003 to the present.

27. Any documents concerning TEL Partnership's share of income from the Royalty Properties, for any year from and including 2003 to the present.

28. Any documents concerning Trustee compensation for any year from and including 2003 to the present.

29. Any documents concerning Trust expenses, including but not limited to administrative costs, for any year from and including 2003 to the present.

30. Any documents concerning any distributions to the Unit Holders for any year from and including 2003 to the present.

31. Any documents concerning any oil, gas or other hydrocarbon production from the Royalty Properties for any year from and including 2003 to the present.

32. Any documents concerning the value of the Royalty Interests, or any of them, for any year from and including 2003 to the present.

33. Excluding communications between you and your attorney concerning the prosecution of the claims or defenses in this Suit, please produce copies of all letters, notes, telephone messages, voicemail or answering machine messages, email messages, text messages and other documents and tangible things concerning any communications in any year from and including 2003 through the present about:

- a. TEL Partnership's share of operating costs of the Royalty Properties;
- b. TEL Partnership's share of income from the Royalty Properties
- c. Trustee compensation;
- d. distributions to the Unit Holders;
- e. oil, gas or other hydrocarbon production from the Royalty Properties;
- f. Trust expenses, including but not limited to administrative costs;
- g. any loan to the Trust;
- h. any sale or potential sale of any Royalty Interest

34. Any general ledgers, profit and loss statements, balance sheets and other financial statements and/or accounting records for the Trust from and including the year 2003 through the present.

35. Any organizational charts reflecting BNYM's organizational structure, including its parents, subsidiaries, affiliates, divisions or departments, and/or the chain of command within each organization, including the positions and person holding those positions.

36. Any executive summaries, contract briefs, memoranda or other documents summarizing the Trust Agreement.

37. Any executive summaries, contract briefs, memoranda or other documents summarizing the Partnership.

38. Any executive summaries, contract briefs, memoranda or other documents summarizing the Plan.

39. Any documents concerning any determination of total future revenues attributable to the overriding royalty interest by independent petroleum engineers as discussed in Section 9.01 of the Trust Agreement and referred to in paragraph 9 of the Petition.

40. Any documents concerning the decision to sell percentages of the royalty in October 2011 and October 2013, as discussed in paragraph 10 of the Petition.

41. Any records of oil, gas and/or other production from the royalty property from 2003 to the present.

42. Any records of the plugging and abandonment of the wells on Eugene Island 339, as referred to in paragraph 14 of the Petition.

43. Any documents concerning the partnership share of operating costs for the royalty properties.

44. Any documents concerning the "cost carry forward for the repairs and plugging and abandonment costs resulting from the hurricane damage" as discussed in paragraph 15 of the Petition.

45. Any documents concerning any loans to the Trust from BONY, including, without limitation, the loans referred to in paragraph 18 of the Petition.

46. Any documents concerning the “increased costs associated with federal securities, financial audits, and tax filings” as referred to in paragraph 21 of the Petition.

47. Any SEC filings by the Trust for any year from and including 2003 to the present, including any drafts of those filings.

48. Any budgets for the Trust for any year, from and including 2003.

49. Excluding communications after the filing of this suit and concerning the prosecution of claims or defenses in this suit, please produce copies of all letters, notes, telephone messages, voice mail or answering machine messages, email messages, text messages and other documents and tangible things concerning any communications between any of the Trustees concerning the Trust, the Trust Agreement, the Plan, the Royalty Interests, the Royalty Properties or the TEL Partnership in any year from and including 2003 to the present.

50. Any documents and tangible things concerning the decision to seek modification and termination of the Trust.

51. Any minutes or other records of any meetings of the Trustees in any year from and including 2003 through the present.

52. Any notes or other records of any meetings of the Trustees in any year from and including 2003 through the present that you took, made or received.

53. Any documents concerning your consideration of all options available to the Trust as referred to in paragraph 24 of the Modification Petition.

54. Any documents concerning any advice of experts you have requested or received on the termination of the Trust, as referred to in paragraph 24 of the Modification Petition.

55. Any documents that concern any opinion or advice of counsel, accountants, geologists, engineers or other experts that you claim offers any protection or defense under the Trust Agreement as to any action taken by you.

56. Any time sheets, invoices and/or statements received from any expert requested to be identified in interrogatory No. 3 above for the work performed in giving the opinion or advice you relied upon.

57. Any documents that concern any analysis or discussion about any opinion or advice of counsel, accountants, geologists, engineers or other experts—including, without limitation, any analysis or discussion about whether to act in accordance with such opinion or advice, about whether such opinion or advice is consistent with the terms of the Trust Agreement and/or about whether such opinion or advice is consistent with your duties and obligations as a trustee of the Trust.

58. Any documents concerning any communications about the method of calculating the Corporate Trustee's compensation that Mike Ulrich testified about at pages 174-75 of his deposition.

59. Any documents concerning any policies, practices, procedures, protocols or guidelines that pertain to your work as a trustee in general.

60. Any documents concerning Conwill's resignation as trustee of the Trust.

61. Any records or other documents showing the identities of the owners of any units in the Trust at any point in the period beginning January 1, 2008 and ending at the present.

62. Any copies or drafts of the March 2009 D&M Report.

63. Any communications about the March 2009 D&M Report.