



## Karol Kahalley

Of Counsel

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**Karol Kahalley provides practical legal advice to clients in acquiring, selling, and developing mining properties, mineral royalties, and mining operations on federal, state, private, and Indian lands throughout the United States.**

Karol assists clients in conducting due diligence, examining mineral title, and complying with state and federal mining laws and regulations. She represents clients in quiet title actions and defends clients in disputes with federal and state agencies. Her work includes precious minerals, uranium, coal, lithium, rare earth minerals, geothermal resources, sand and gravel and aggregates.

She has considerable federal Indian law and tribal law experience, advising clients on tribal jurisdiction and representing clients before federal and tribal forums regarding Indian leases, rights-of-way, pipeline disputes, TERO compliance, and reclamation on tribal lands.

Karol has been an active member of the Rocky Mountain Mineral Law Foundation since 1995 and has presented and published papers at the Foundation's annual and special institutes. She is an adjunct professor at the Sturm College of Law at Denver University teaching the International & Comparative Mining Law course.

### PRACTICES

Mergers and Acquisitions  
 Corporate  
 Environmental and Natural Resources  
 American Indian Law  
 Mining  
 International Arbitration

### EDUCATION

University of Wyoming College of Law,  
 J.D.  
 with Honors  
 Editor-in-Chief, *Land & Water Law Review*  
 Order of the Coif  
  
 Arizona State University, M.P.A.  
 Arizona State University, B.Ed.  
 Loyola University, New Orleans

### BAR ADMISSIONS

Colorado

### EXPERIENCE

- Acquisition of mineral properties
- Locating mining claims and obtaining leases and mineral sales contracts on private, public, and Indian lands
- Manages and conducts complex due diligence
- Examines title to mineral properties
- Negotiates, drafts, and interprets a variety of agreements relating to the sale, acquisition, development, and financing of mineral operations, including joint ventures, leases, royalties, and the formation of LLCs
- Advises resource producers on mineral conveyances, mine permitting, environmental remediation, and regulatory compliance with federal, state, and tribal laws and jurisdictional issues

### CLIENT RESULTS

#### Representative Matters

Serve as U.S. mining law expert and conduct due diligence, title evaluation

and document preparation for:

- Canadian mining company's \$275 million acquisition of a Nevada silver mine.
- Major global financial institution's \$470 million financing for the purchase of coal mines in Utah and Colorado.
- Major international oil company in its acquisition of oil shale projects in the U.S.
- Major U.S. coal company in acquisition of coal mines in the Western U.S.
- New York law firm for their Canadian client's \$16 million investment in Nevada mining project.
- Canadian law firm to assist mining client to obtain funding from investor for its Nevada mining operations.
- Multi-national law firm in their Polish client's acquisition of Canadian company with U.S. mining properties.
- Private equity firm in their evaluation of investment in lithium mining projects

Successfully defend major mining company through 9th Circuit appeal in case demanding \$140 million in unpaid mineral royalties on the client's Nevada mining projects.

Provide counsel to, negotiate with agencies and tribe, and create documents for client regarding reclamation obligations and rights of access on Native American lands in New Mexico.

Provide counsel to, negotiate on behalf of, and create documents for clients in acquisition of mineral properties in Colorado, Wyoming and Montana and Utah.

Provide counsel to and prepare documents for Canadian client in joint venture with U.S. company with mining operations in Wyoming.

Act as mining counsel for Korean investors in joint venture for development of copper mine in Arizona.

Provide ongoing counsel to Canadian mining companies for their U.S. mining projects in the Western U.S.

Advise U.S. mining company on mining operations in Peru and serve as liaison with local Peruvian counsel.

Advise clients on regulatory matters related to location and leasing of minerals on state, federal private and tribal lands in Colorado, Wyoming, Montana, New Mexico, Nevada and Utah.

Conduct title examination and prepare title opinions on potash, uranium, oil shale and precious metals properties in Colorado, Wyoming, Montana and Utah for use by mining companies seeking investors through public offerings on the United States, Canadian and Australian stock markets.

Create royalty agreements for clients on mining properties in South Korea and Sri Lanka.

Successfully defend pipeline company in dispute with Indian tribe.

## PUBLICATIONS

"Mining Law 2019 | USA," *The International Comparative Legal Guide to: Mining Law 2019, 6th Ed.*, 2018

"United States (Mining) Chapter in The Mining Law Review - Edition 7," Co-Author, 2018

"Surface Management and Reclamation: Hardrock and other Non-Coal Mining," *Environmental Regulation, excerpted from the Second Edition of the American Law of Mining, Chapter 173*, Co-Author, 2018

"Uranium Mining and Milling," *Environmental Regulation, excerpted from the Second Edition of the American Law of Mining, Chapter 177*, Co-Author, 2018

"Claim Maintenance Fees – Mining Law of 1872," *Holland & Hart News Update*, Co-Author, 06/05/2017

"USA," *The International Comparative Legal Guide to Mining Law 2017, 4th Ed.*, Co-Author, May 2016

"United States (Mining)," *The Mining Law Review, 5th Ed., Chapter 21*, Co-Author, 2016

"United States," *The Mining Law Review, 4th Ed.*, 2015, 2016, 2017

"United States," *The Mining Law Review, 3d Ed.*, Co-Author, 2014, 2015, 2016

"Title Due Diligence in Oil and Gas and Mining Transactions," *Natural Resources & Environment, ABA Section of Environment, Energy and Resources, Vol. 29, No. 2*, Co-Author, Fall 2014

"USA," *The International Comparative Legal Guide to Mining Law 2015, 2d Ed.*, July 2014

## PROFESSIONAL AND CIVIC AFFILIATIONS

- American Bar Association
- Colorado Bar Association
- Denver Bar Association
- Denver University Sturm College of Law, Adjunct Professor for International Mining Law and Policy course, 2010-present
- Rocky Mountain Mineral Law Foundation, Member, 1995-present
- Prospectors and Developers Association of Canada, Member
- Rocky Mountain Mineral Law Foundation, Title Examination, Program Committee, 2012-present

- International Bar Association Mining Committee, Model Mine Development Agreement Project, Contributor ([www.mmdaproject.org](http://www.mmdaproject.org))
- Women In Mining