



Forrest H. Roles

Of Counsel
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For more than 40 years, Forrest has represented employers in labor and employment matters in West Virginia and 28 other states. While he is experienced in employment law, he particularly enjoys helping employers deal with unions, including avoiding union disputes, settling those which can be settled and prevailing in those where settlement cannot be achieved.

In that long practice, he has litigated many significant cases, including *Carbon Fuel Co. v. UMWA*, 444 U.S. 212 (1979), which decided the standard by which an international union is responsible for conduct of its subordinate locals; *UMWA (Bronzite Mining Co.)*, 280 NLRB 587 (1986), in which it was decided if unions picketing for work performed by union-free employees can be a jurisdictional dispute; *Rum Creek Coal Sales v. Caperton*, 971 F.2d 1148 (4th Cir. 1992), which dealt with holding state police policies of tolerating union strike violence unconstitutional; and *Muffley v. Spartan Mining Co.*, 570 F.3d 434 (4th Cir. 2009), which established a new standard for granting 10(j) injunctions.

Forrest has been active in damage actions by employers against unions because of illegally called or conducted strikes. He has tried two cases to million dollar verdicts. He has also been active representing employers in seeking injunctive and National Labor Relations Board relief from union misconduct.

In recent years, he has concentrated his practice in helping clients deal with labor organizations. In doing so, he looks for the fastest, most efficient solution to the problem at hand using the lessons taught by his experience dealing with labor organizations and the authorities adjudicating labor disputes. His goal is that the resolution takes into account the long-term interests of the client and leaves the client able to manage a prosperous future.

Services

- Labor
- Employment
- Collective Bargaining Negotiations
- NLRB Issues

- Strike Preparation/Litigation
- Employment Discrimination Litigation
- Wage/Hour Law
- Wrongful Discharge
- Audits, Counseling & Training
- Natural Resources Industry

Education

- West Virginia University College of Law (LL.B., 1967)
- Davidson College (B.A., 1964)

Bar Admissions

- West Virginia

Court Admissions

- U.S. Supreme Court
- U.S. Court of Appeals for the Third Circuit
- U.S. Court of Appeals for the Fourth Circuit
- U.S. Court of Appeals for the Sixth Circuit
- U.S. Court of Appeals for the Tenth Circuit
- U.S. Court of Appeals for the District of Columbia Circuit

Affiliations/Memberships

- West Virginia Bar Association, Labor Division, first chair
- Kanawha County Public Defender Corp, Board of Directors
- Concord University Foundation

Distinctions

- *Best Lawyers*® (1989 - present)
 - "Lawyer of the Year" in Charleston for Mining Law (2014)
 - "Lawyer of the Year" in Charleston for Labor Law-Management (2012)
 - Labor and Employment Law - Management, Litigation - Labor and Employment, Mining and Natural Resources Law (2021)
- Peer Review Rated AV in *Martindale-Hubbell*
- *Chambers USA*®: *America's Leading Lawyers for Business*, Labor & Employment
- West Virginia *Super Lawyers*®

- ALM's Top Rated Lawyers in Labor and Employment Edition

Experience

Rum Creek Coal Sales, Inc. v. Caperton, 926 F.2d 353 (4th Cir. 1991)

Assisted lead counsel in case against Governor where Fourth Circuit held state trespass statute unconstitutional and preempted. Also assisted in successful claim for attorney fees of \$850,000.

Represented Coal Company in Acquisition of Mines

Dinsmore, led by Tom Rubenstein and Jason Sims, represented Coronado in a \$420 million transaction that included 14 other attorneys from various practice groups within the firm. In the transaction, Coronado acquired the Buchanan Mine Complex in Southwest Virginia along with the idled Amonate Complex and additional undeveloped metallurgical coal reserves in Southwest Virginia and Pennsylvania from CONSOL Energy, Inc.

Dinsmore acted as lead counsel in the transaction and was responsible for nearly all legal issues concerning the transaction, including advising the client on environmental, tax, labor and employment, employee benefits and real estate issues.

This particular coal transaction involved complex issues because CONSOL Energy retained rights to the natural gas on these properties, which required Dinsmore to assist Coronado in the negotiation of cooperation agreements related to the properties and advising Coronado on the proper structure for the transaction based on the continuing relationship that will exist between Coronado and CONSOL Energy after the consummation of the transaction.

Coronado significantly increased its capacity with this acquisition and now has an enhanced position in the markets it serves with a greater ability to serve its customers and increase its overall sales.

Blackhawk Mining Acquires Patriot Coal Corporation

In October 2016, a transaction closed in which Blackhawk Mining (Blackhawk) purchased most of the assets of Patriot Coal Corporation (Patriot) out of bankruptcy. Dinsmore served as counsel to the acquirer, Blackhawk, who had previously purchased other portions of Patriot's assets in 2014.

The acquisition resulted from Patriot filing bankruptcy for the second time in three years, which added several layers of complexity to the transaction. Many parties were involved in the deal, including among others, the sellers, lenders, creditors, lessors, suppliers, and the United Mine Workers of America, whose existing contract with Patriot was rejected and replaced with a new contract negotiated with Blackhawk. Blackhawk's bid was selected as the stalking horse offer, but several other interested buyers submitted competing offers, and an aggressive auction process ensued.

The total value of the transaction approached \$1 billion. In addition to a multi-tiered financing structure involving the issuance of new equity securities in Blackhawk and the restructuring of Patriot's and Blackhawk's prior loan facilities with over \$900,000,000 in new debt, the deal involved the assumption by Blackhawk of substantial

reclamation and other liabilities, the posting of new bonds with state environmental authorities, and agreements to perform reclamation work on mining sites purchased from Patriot by the Virginia Conservation Legacy Fund.

“This was a very large and difficult transaction, which took months of work by numerous attorneys and staff in many departments and office locations,” said Susan Zaunbrecher, Corporate Department Chair. “The team of Dinsmore attorneys worked cohesively for our client, and, in the end, beat out a lot of impressive competition.”

Most of the six active mining complexes in the acquisition are located in West Virginia, with additional properties and mines in Kentucky, Ohio, Indiana and Illinois. Blackhawk saw the Patriot acquisition as an opportunity to expand its presence in the metallurgical coal market, as a complement to its prominent position as a producer of thermal coal.

“The demand for all coal is down significantly,” said Chauncey Curtz, Chair of the Natural Resources Group. “As a result of this deal, our client is well-positioned to survive the downturn and enjoy continued success as a low cost producer of both thermal and metallurgical coal for many years to come. That’s the most important thing to us.”

District 29, UMWA v. Royal Coal Company, 786 F.2d 588 (4Cir. 1985)

Case involved company's obligation to provide health benefits to retired and disabled miners after expiration of 1981 Wage Agreement when it ceased all active mining and did not execute 1984 Wage Agreement.

Carbon Fuel Co. v. UMWA, 444 U.S. 212 (1979)

Breach of collective bargaining agreement

Hobet Mining v. International UMWA, 877 F.Supp. 1011 (1994)

Setting aside arbitration award and disqualifying arbitrator

Holland v. Kitchekan Fuel Corp., 137 F.Supp.2d, 681 (SDWV 2001)

Pension plan liability case

Hypes v. Cyprus Kanawha Corporation, 40 F.3d 1244 (4th Cir. 1994)

Vacation of arbitration award

In Re: Daltex Corporation v. Paybra Mining Company, 21 F.3d 421 (4th Cir. 1993)

Pension plan case

Muffley v. Spartan Mining Company, 570 F.3d 534, U.S. App. LEXIS 14305; 186 L.R.R.M. 2903; 158 Lab. Cas. (CCH) P10,011 (4th Cir. 2009)

NLRB lawfully delegated power to seek 29 U.S.C.S. § 160(j) injunctions to its General Counsel and usual four-factor equitable test applied to determine if grant of § 106 (j) injunctive relief was just and proper. District court did not abuse its discretion in awarding limited injunctive relief to NLRB, nor in denying NLRB further injunctive relief.

New Beckley Mining Corp. v. UMWA, 946 F.2d 1072 (1991)

RICO case

UMWA 1974 Pension Plan, et al. v. Pittston Coal Company, et al., 984 F.2d 469 (D.C. Cir. 1993)

ERISA case

UMWA v. BethEnergy, 992 F.2d 569 (6th Cir. 1993)

Breach of contract action

UMWA v. RAG American Coal Company, et al., 392 F.3d 1233 (10th Cir. 2004)

ERISA case