



Association of International  
Petroleum Negotiators

March 9 - 13, 2020

# International Oil & Gas Contracts and Negotiations Core Course

Pestana Palace  
Lisbon, Portugal





# 2020

# International Oil & Gas Contracts and Negotiations Core Course

# LISBON

## About AIPN | [www.aipn.org](http://www.aipn.org)

The Association of International Petroleum Negotiators (AIPN) is the leading professional membership organization of commercial negotiators and energy lawyers in the international oil & gas industry, serving more than 3,200 professionals in some 110 countries. AIPN develops petroleum model contracts that are widely used throughout the industry, provides educational seminars and conferences around the world, publishes leading research on emerging energy issues and is the premier forum for dialogue on oil and gas transactions amongst companies, government and their advisors.

## Registration Fees

### Member Rates

Active Member: \$2,900  
NOC/Government Member: \$2,100  
Academic Member: \$2,100  
Student Member: \$500\*

### Non-Member Rates

Non-member: \$3,300  
NOC/Government Member: \$2,500  
Academic Non-member: \$2,500  
Student Non-member: \$800\*

*\*Students, email proof of enrollment to [aipnevents@aipn.org](mailto:aipnevents@aipn.org) after registering*

Apply for membership at [aipn.org/join-aipn/](http://aipn.org/join-aipn/) before registering and receive member rates! After completing your application, email [aipnevents@aipn.org](mailto:aipnevents@aipn.org) for assistance with registering. If you are already a member but not able to see the member rates after logging in, please email [aipnevents@aipn.org](mailto:aipnevents@aipn.org) for assistance.

Workshop registration includes digital materials, lunches, breaks and a networking reception. It does not include hotel and travel accommodations. All fees are in US dollars.

## Course Faculty

Course Chair: **Harry W. Sullivan, Jr.**, International Energy Attorney

**Frank L. Cascio**, International Energy Counsel

**Andrew B. Derman**, Partner, Thompson & Knight LLP

**Jennifer Josefson**, Partner, Morgan Lewis

**Kimberly H. Reeder**, General Counsel, Arrow Energy Pty Ltd

Special Presenter: **Bill Cline**, Senior Advisor, Gaffney, Cline & Associates; AIPN President

## Pestana Palace Hotel Lisbon

Rua Jau, 54, 1300-314, Lisboa, Portugal  
<https://www.pestanapalacelisbon.com/>

Reserve your sleeping room at the elegant Pestana Palace Hotel, situated in a quiet area of Lisbon known as Alto Santo Amaro. Surrounded by private gardens, the hotel boasts panoramic views over the city of Lisbon and the Tagus River.

### Room Rates

Run of the House - €130 (single), €145 (double)  
Deluxe Garden (on request) - €160 (single), €175 (double)

The above room rates are inclusive of an American buffet breakfast in the main restaurant and Wi-Fi internet access. Room rates are also inclusive of taxes and service (except the city tax, currently €2 per person per night). Room rates will apply up to three days before and three days after the course, subject to availability.

### Reservations

To reserve a room online at the above rates, please visit the "Venue Information" page on the course website at: [aipn.org/forms/meeting/Microsite/CoreCourse2020,1](http://aipn.org/forms/meeting/Microsite/CoreCourse2020,1) for direct access to the hotel's online booking.

Please click the blue "Edit" button to change the dates and number of adults per room. If you would like to reserve a room at the room rate 3 days pre- or post-course dates (subject to availability), please email Patricia Lopes at [patricia.lopes@pestana.com](mailto:patricia.lopes@pestana.com) to request these extra nights.

More details on the hotel's payment and cancellation policies may also be found on the course website.

### Location

The hustle and bustle of Lisbon is only a short drive away and the Lisbon International Airport (LIS) is just 10 km from the Pestana Palace Hotel. For more details, please visit: [aipn.org/forms/meeting/Microsite/CoreCourse2020,1#CC20Location](http://aipn.org/forms/meeting/Microsite/CoreCourse2020,1#CC20Location)

## CLE Credits

AIPN is an accredited sponsor approved by the State Bar of Texas Committee on MCLE. A maximum of 30.25 CLE credit hours, of which 1.25 credit hours will apply to legal ethics/professional responsibility credit will be awarded based on individual attendance.

Supported by







## Course Program

### Monday, March 9, 2020

**08:20 – 08:30 Introduction and Opening Remarks**

Ajuda II & III

**08:30 – 09:00 Overview of International Industry**

*Special Presenter*

**Bill Cline, Senior Advisor, Gaffney, Cline & Associates; AIPN President**

**09:00 – 10:30 Confidentiality & Bidding Agreement Issues**

**Reeder & Cascio**

- AIPN Model Form Confidentiality Agreement, which provides protection for valuable information and data that is shared with another company
- AIPN Model Form International Study and Bid Group Agreement, which addresses the sharing of information and data, and other issues in creating a bidding group to acquire rights

**10:30 – 10:45 Refreshment Break**

**10:45 – 12:00 Anti-Bribery, Corruption Laws and Sanctions Issues**

**Cascio**

- Combatting bribery and corruption in international business transactions through a variety of treaties, conventions, and laws
- Business ethics and the principles found in anti-bribery and corruption laws
- Traps for the unwary

**12:00 – 13:30 Hosted Lunch**

Ajuda I

**13:30 – 14:30 International Dispute Resolution**

**Derman**

- Successful resolution of disputes between parties
- International arbitration -- an impartial private method of resolving disputes
- The specific clause required in a granting instrument to have access to the chosen dispute resolution method and enforce the resulting decision

**14:30 – 14:45 Refreshment Break**

**14:45 – 15:45 Service Agreement Issues**

**Cascio & Sullivan**

- Services provided by service companies in support of the

- petroleum operations under granting instruments
- Examination of the main issues in service contracts, including warranty and cross-indemnity provisions

**15:45 – 17:00 Granting Instrument Issues**

**Josefson & Derman**

- Concessions
- Production sharing agreements
- Service agreements
- Joint ventures

**17:00 – 18:30 Welcome Reception**

Blue Room - Luis XV

### Tuesday, March 10, 2020

**08:30 – 10:00 Granting Instrument Issues (continued)**

**10:00 – 10:30 Refreshment Break**

**10:30 – 12:00 Granting Instruments Issues (continued)**

**12:00 – 13:30 Hosted Lunch**

Ajuda I

**13:30 – 15:00 Granting Instruments Issues (continued)**

**15:00 – 15:30 Refreshment Break**

**15:30 – 17:00 Unconventional Resource Issues**

**Cascio & Reeder**

- Developments which have brought unconventional oil and gas resources into focus in many parts of the world
- Unique issues involved in the exploration and exploitation of unconventional resources
- How these projects differ from exploration and exploitation of conventional oil and gas resources

### Wednesday, March 11, 2020

**08:30 – 10:00 Joint Operating Agreement Issues**

**Sullivan & Reeder**

- Establishing the rights, duties, and obligations of coventurers in the same oil and gas contract area
- AIPN 2012 Model Form International Operating Agreement
- AIPN Accounting Procedure

**10:00 – 10:30 Refreshment Break**

**10:30 – 12:00 Joint Operating Agreement Issues (continued)**



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### Wednesday, March 11, 2020 (continued)

**12:00 – 13:30 Hosted Lunch**  
Ajuda I

**13:30 – 15:30 Joint Operating Agreement Issues (continued)**

**15:30 – 15:45 Refreshment Break**

**15:45 – 17:00 Joint Operating Agreement Issues (continued)**

### Thursday, March 12, 2020

**09:00 – 10:30 Participation: Farmin/Farmout Agreement Issues**

**Josefson & Cascio**

- Using a farmout (participation) agreement to acquire an interest in an oil and gas granting instrument by performing or paying for specified work under the granting instrument
- AIPN Model Form International Farmout Agreement

**10:30 – 10:45 Refreshment Break**

**10:45 – 12:00 Sale and Purchase Agreement Issues**

**Derman & Cascio**

- International purchase and sale of oil and gas interests
- Key provisions and risks of purchase and sale agreements for oil and gas assets

**12:00 – 13:30 Hosted Lunch**  
Ajuda I

**13:30 – 15:45 Unitization Issues**

**Derman & Sullivan**

- Development of oil and/or gas reservoirs by the owners of various contract areas as a single unit when they extend beneath more than one contract area
- Mechanics of unitization
- AIPN Model Form Unitization and Unit Operating Agreement

**15:45 – 16:00 Refreshment Break**

**16:00 – 17:00 Decommissioning Issues**

**Reeder & Sullivan**

- Decommissioning as an adjunct obligation to the right to develop oil and gas
- Review of contractual provisions related to decommissioning

### Friday, March 13, 2020

**09:00 – 10:30 Crude Oil Sales & Lifting Agreement Issues**

**Cascio**

- How co-venturers share limited infrastructure to take, lift, and sell their individual shares of oil production.
- AIPN Model Form Lifting Agreement
- Contracts involved in the physical sale of crude oil

**10:30 – 10:45 Refreshment Break**

**10:45 – 12:00 Gas Sales Agreement Issues**

**Sullivan & Reeder**

- Differences between sales of natural gas and crude oil
- Mechanics of international sales of natural gas

**12:00 – 13:30 Hosted Lunch**  
Ajuda I

**13:30 – 14:00 Gas Balancing and Transportation Issues**

**Sullivan & Reeder**

- Out of balance sales of natural gas to different customers, resulting in one party selling more than its participating interest share of natural gas production and the other selling less than its participating interest share
- Gas balancing agreements, which establish a method for restoring balance to each party's share of production
- Key concepts involved in natural gas transportation agreements

**14:00 – 15:00 Overview of LNG**

**Sullivan & Reeder**

- LNG value chain
- Mechanics and contracts involved in developing an LNG export project

**15:00 – 15:15 Refreshment Break**

**15:15 – 17:00 Overview of LNG (continued)**

**17:00 Course Adjournment**