



March 13 - 17, 2023

# International Oil & Gas Contracts and Negotiations Core Course

InterContinental Hotel  
Kuala Lumpur, Malaysia



Association of International  
Energy Negotiators



## About AIEN | [www.aien.org](http://www.aien.org)

The Association of International Energy Negotiators (AIEN), formerly AIPN, is the leading professional membership organization of commercial negotiators and energy lawyers in the international energy industry, serving around 2,800 professionals in some 110 countries. AIEN develops 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 energy transactions amongst companies, government and their advisors.

## Registration Fees

### Member Rates

Active Member: \$2,900  
National Company/Government Member: \$2,200  
Academic Member: \$2,100  
Student Member: \$500\*

### Non-Member Rates

Non-member: \$3,300  
National Company/Government Member: \$2,600  
Academic Non-member: \$2,500  
Student Non-member: \$800\*

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

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

Course registration includes digital materials, lunches, breaks and a Welcome Reception. It does not include hotel and travel accommodations. All fees are in US dollars.

## Course Faculty

Course Chair: **Harry W. Sullivan, Jr.**, Assistant General Counsel, Kosmos Energy; Executive Professor, Texas A&M School of Law

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

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

**Jennifer Josefson**, Partner, Morgan Lewis

**Kimberly Reeder**, Executive General Manager, Projects Services and Senior Counsel, Hancock Group

**Pieter Paul Van Lelyveld**, Associate General Counsel - Operations & Infrastructure, Qatar Energy

## InterContinental Kuala Lumpur

165 Jalan Ampang, 50450 Kuala Lumpur, Wilayah Persekutuan, Kuala Lumpur, Malaysia  
<https://kualalumpur.intercontinental.com/>

A jewel in the heart of Malaysia, InterContinental Kuala Lumpur offers one of the most sought-after locations in the city, making it an ideal urban retreat for both business and leisure travelers.

### Room Rates

Classic Room single/double MYR 480  
Classic Room with club benefits single/double MYR 700

The above room rates are inclusive of a buffet breakfast, internet and prevailing taxes. Room rates do not include a MYR 10.00 per room, per night Tourism tax. 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: [aien.org/forms/meeting/Microsite/CoreCourse2023,1](http://aien.org/forms/meeting/Microsite/CoreCourse2023,1) for direct access to the hotel's online booking.

AIEN has secured a limited number of rooms for course attendees. We recommend reserving your room as soon as possible to ensure availability. AIEN cannot guarantee room and rate availability once the room block has filled up. The deadline to reserve a room under the AIEN room block is **February 13, 2023**.

### Location

The hotel is just steps away from the iconic Petronas Twin Towers and Kuala Lumpur Convention Centre, and within walking distance to countless other shopping and entertainment activities. It is located roughly 40 miles from the Kuala Lumpur International Airport (KLIA).

More travel and transportation details may be found on the course website, including airport transfer options.

## CLE Credits

AIEN, formerly known as AIPN, is an accredited sponsor approved by the State Bar of Texas Committee on MCLE. A maximum of 31.25 CLE credit hours, of which 1.25 credit hours will apply to legal ethics/professional responsibility credit will be awarded based on individual attendance.



## Course Program

### Monday, March 13, 2023

**08:20 – 08:30 Introduction and Opening Remarks**  
Orchid & Dahlia Rooms

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

**Jennifer Josefson**, AIEN Immediate Past President

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

**Sullivan & Reeder**

Sharing of data and information without losing a competitive advantage is critical for International Energy Business

- Review of the AIEN Model Form Confidentiality Agreement, which provides protection for valuable information and data that is shared with another company, and related issues
- Review of the AIEN 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, and related issues

**10:30 – 10:45 Refreshment Break**

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

**Cascio & Van Lelyveld**

Bribery and Corruption are among some of the biggest obstacles to success in the International Energy Business

- 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**  
Serena Brasserie

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

**Derman**

Resolving investment disputes through International Arbitration is the norm in the International Energy Business

- 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 – 16:00 Service Agreement Issues**

**Cascio & Van Lelyveld**

Obtaining services and goods from third parties is standard practice in the International Energy Business

- 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

**16:00 – 17:30 Granting Instrument Issues**

**Josefson & Derman**

Host countries utilize contractual granting instruments to enable the International Energy Business

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

**17:30 – 19:00 Welcome Reception**  
Bunga Raya Room

### Tuesday, March 14, 2023

**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**  
Serena Brasserie

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

**15:00 – 15:30 Refreshment Break**

**15:30 – 16:30 Stabilization & Sovereign Immunity**

**Van Lelyveld & Sullivan**

These clauses have their own issues and concerns but they support investor and lender confidence.

- Two of the more common investor protections found in host government contracts will be discussed in greater detail in this session.

**16:30 – 17:30 Implementing New Energy Solutions**

**Josefson & Reeder**

The world today is in the midst of an energy transition as we strive for lower or no carbon alternative energy solutions.

- This session will examine the energy transition and the issues being raised for the oil and gas industry.

### Wednesday, March 15, 2023

**08:30 – 10:00 Joint Operating Agreement (JOA) Issues**

**Van Lelyveld & Reeder**

Governance among co-venturers in the International Energy Business is regulated by contractual JOAs

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



## Course Program

### Wednesday, March 15, 2023 (continued)

- 10:00 – 10:30 Refreshment Break**
- 10:30 – 12:00 Joint Operating Agreement Issues (continued)**
- 12:00 – 13:30 Hosted Lunch**  
Serena Brasserie
- 13:30 – 15:30 Joint Operating Agreement Issues (continued)**
- 15:30 – 15:45 Refreshment Break**
- 15:45 – 17:00 JOA Issues / Accounting Procedure**

#### Sullivan & Josefson

- Review of the AIEN Accounting Procedure

### Thursday, March 16, 2023

- 09:00 – 10:30 Participation: Farmin/Farmout Agreement Issues**
- Josefson & Cascio**  
A Farmout is one method of transferring interests in granting instruments in the International Energy Business
  - 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
  - AIEN Model Form International Farmout Agreement
- 10:30 – 10:45 Refreshment Break**
- 10:45 – 12:00 Sale and Purchase Agreement Issues**
- Derman & Van Lelyveld**  
Sales of interests in granting instruments if common in the International Energy Business
  - 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**  
Serena Brasserie
- 13:30 – 15:45 Unitization Issues**
- Derman & Sullivan**  
Joint development of shared reservoirs is through Unitization in the International Energy Business
  - 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
  - AIEN Model Form Unitization and Unit Operating Agreement
- 15:45 – 16:00 Refreshment Break**
- 16:00 – 17:00 Decommissioning Issues**

#### Sullivan & Reeder

End-of-use issues relating to petroleum activities is a concern in the International Energy Business

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

### Friday, March 17, 2023

- 09:00 – 10:30 Crude Oil Sales & Lifting Agreement Issues**
- Cascio**  
Marketing of oil is fundamental to the International Energy Business
  - How co-venturers share limited infrastructure to take, lift, and sell their individual shares of oil production.
  - AIEN 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**  
Marketing of gas is different than oil in the International Energy Business
  - Differences between sales of natural gas and crude oil
  - Mechanics of international sales of natural gas
- 12:00 – 13:30 Hosted Lunch**  
Serena Brasserie
- 13:30 – 14:00 Gas Balancing and Transportation Issues**
- Sullivan & Reeder**  
Gas sales have unique challenges in the International Energy Business
  - 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 & Derman**  
LNG is a transportation method for natural gas in the International Energy Business
  - 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**