



Association of International
Petroleum Negotiators

March 11 - 15, 2019

International Oil & Gas Contracts and Negotiations Core Course

Shangri-La Hotel
Bangkok, Thailand





2019

International Oil & Gas Contracts and Negotiations Core Course

BANGKOK

About AIPN

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 3,500 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

By February 11

Member: \$2,700 | Non-member: \$3,100

Student*: \$500

NOC/Government/Academic: \$1,550

After February 11

Member: \$2,900 | Non-member: \$3,300

Student and NOC/Government/Academic rates are the same no matter when registration is completed.

*Students, email proof of enrollment to aipnevents@aipn.org after registering

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

Course Faculty

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

Frank L. Cascio, Attorney, Houston

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

Jennifer Josefson, Partner, King & Spalding LLC, Moscow

Pieter Paul Van Lelyveld, Associate General Counsel - Contracting and Procurement and Wells, Shell International B.V., The Hague

Kimberly H. Reeder, Senior Oil & Gas Attorney, Perth

CLE Credits

AIPN is an accredited sponsor approved by the State Bar of Texas Committee on MCLE. A maximum of 29.75 CLE credit hours, of which 1.00 credit hours will apply to legal ethics/professional responsibility credit will be awarded based on individual attendance.

Shangri-La Hotel

89 Soi Wat Suan Plu, New Road, Bangrak

Bangkok, 10500, Thailand

<http://www.shangri-la.com/bangkok/shangrila/>

Join AIPN at the Shangri-La Hotel, situated next to the vibrant Chao Phraya River. The hotel's spacious lobby and luxurious rooms offer a mix of traditional Thai style and modern comfort. AIPN has secured a special room rate for course attendees.

Room Rates

Krungthep River View Room

THB 5,500++ (single) / THB 6,000++ (double)

Approximately US \$168 (single) / US \$184 (double)

The above room rates are inclusive of buffet breakfast and Wi-Fi internet access in the room. The deadline to reserve a room under the AIPN room block is **February 18, 2019**. After this date, the hotel will accept reservations at the group rate, subject to availability. Room rates are subject to a 10% service charge and applicable government tax on room rate and service charge, currently a total of 17.7%. Room rates will apply up to three days before and three days after the workshop, subject to availability.

Please note the hotel's cancellation policy: one-night charge if cancelled after February 18, 2019, but before February 28, 2019; full range of stay charge if cancelled after February 28, 2019. No shows will result in full range of stay penalty charge.

Reserve Online

You will find the link to reserve your room at the discounted rates above on the AIPN website at www.aipn.org/forms/meeting/Microsite/ICNC19,1. You may also reserve by visiting the hotel's main website (link above) and entering the Group Code **AIP080319** under the "Special Rate" section.

Reserve by Phone

To reserve a room by phone, please call the Reservations Department at 1-866-565-5050 (US toll free) or 66 2 236 7777 (local) and mention AIPN.

Reserve by Email

To reserve a room via email, please email both reservations. slbk@shangri-la.com and delphigroup.slbk@shangri-la.com, and mention AIPN.

The Shangri-La Hotel is only a 35-minute drive from the Suvarnabhumi International Airport (BKK). Special private transfer rates are available to course attendees. For more details, visit AIPN's website at www.aipn.org/forms/meeting/Microsite/ICNC19,1.



2019

International Oil & Gas Contracts and Negotiations Core Course

BANGKOK

Course Program

Monday, March 11, 2019

07:50 – 08:00 Introduction and Opening Remarks

Indonesia Room, Krungthep Wing

08:00 – 09:00 Thailand’s Oil & Gas Plan

Special Presenter

Dr. Sarawut Kaewtathip, Deputy Director-General, Department of Mineral Fuels, Ministry of Energy of Thailand

- Thailand Integrated Energy Blueprint (TIEB)
- Oil and Gas Plan
- Current E&P Situation
- LNG Outlook in Thailand
- Thailand E&P Fiscal Systems

09:00 – 10:00 Due Diligence - Legal

Cascio & Reeder

- Due diligence before deciding to enter a country for international oil and gas activities
- Ongoing monitoring

10:00 – 10:20 Refreshment Break

10:20 – 11:20 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

11:20 – 12:20 Corporate Social Responsibility

Sullivan & Josefson

- What is involved in corporate social responsibility
- How CSR has evolved into a necessary area to be addressed in an international oil and gas project

12:20 – 13:45 Hosted Lunch

Next2 Café, Shangri-La Wing

13:45 – 14:45 Anti-Bribery & Corruption Laws and Issues

Cascio & Van Lelyveld

- 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

14:45 – 15:05 Refreshment Break

15:05 – 17:00 Confidentiality & Bidding Agreement Issues

Reeder & Sullivan

- 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

17:00 - 19:00 Welcome Reception

Malaysia Room, Krungthep Wing

Tuesday, March 12, 2019

08:30 – 10:00 Granting Instrument Issues

Josefson & Sullivan

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

10:00 – 10:30 Hosted Refreshment Break

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

12:00 – 13:30 Hosted Lunch

Next2 Café, Shangri-La Wing

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

15:00 – 15:30 Hosted 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 13, 2019

08:30 – 10:00 Joint Operating Agreement Issues

Van Lelyveld & Reeder

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



2019

International Oil & Gas Contracts and Negotiations Core Course

BANGKOK

Course Program

Wednesday, March 13, 2019 (continued)

10:00 – 10:30 Hosted Refreshment Break

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

12:00 – 13:30 Hosted Lunch
Next2 Café, Shangri-La Wing

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

15:30 – 16:00 Hosted Refreshment Break

16:00 – 17:00 Service Agreement Issues

Cascio & Van Lelyveld

- 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

Thursday, March 14, 2019

08:30 – 10:00 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

10:00 – 10:30 Hosted Refreshment Break

10:30 – 12:00 Participation: Farmin/Farmout Agreement Issues

Derman

- 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

12:00 – 13:30 Hosted Lunch
Next2 Café, Shangri-La Wing

13:30 – 15:30 Sale and Purchase Agreement Issues

Derman & Van Lelyveld

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

15:30 – 16:00 Hosted 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 15, 2019

08:30 – 10:00 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

10:00 – 10:30 Hosted Refreshment Break

10:30 – 12:00 Gas Sales Agreement Issues

Sullivan & Josefson

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

12:00 – 13:30 Hosted Lunch
Next2 Café, Shangri-La Wing

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

Sullivan & Josefson

- 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

14:30 – 15:00 Hosted Refreshment Break

15:00 – 17:00 Overview of LNG

Sullivan & Josefson

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

17:00 Course Adjournment