



International Oil & Gas Law, Contracts, and Negotiations

Westin Galleria Hotel, Houston, Texas

PART 1

From Concept to Discovery
September 23-27, 2019

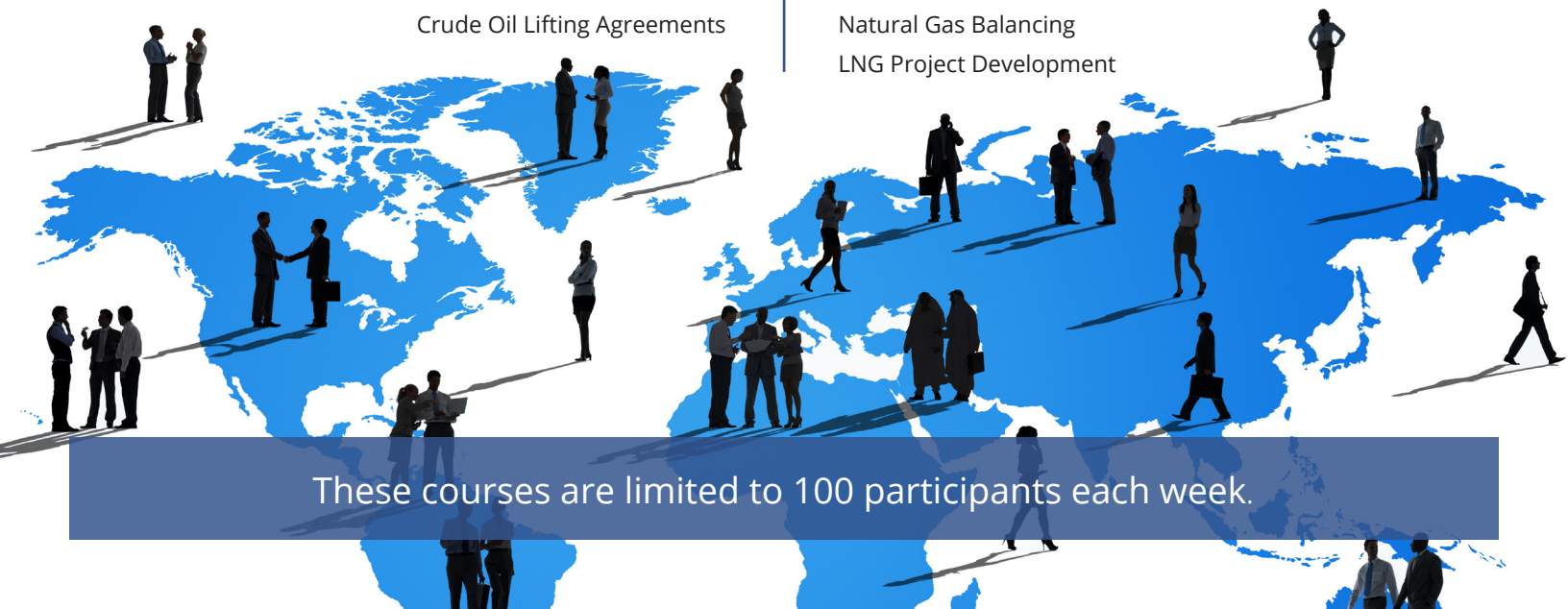
- Risks of International Investments
- Confidentiality Agreements
- International Dispute Resolution
- Bidding Agreements
- AMI Agreements
- Granting Instruments
- Stabilization Issues
- Joint Operating Agreements
- JOA Accounting Procedures
- Participation (Farmout) Agreements
- Unitization Issues
- Ethics and Anti-Bribery Compliance
- Crude Oil Lifting Agreements

PART 2

From Discovery to Decommissioning
September 30 – October 4, 2019

- International Project Development Risks
- Sanctions
- Seismic Contracts, Data Use & Exchange Agreements
- Unconventional Resources Development
- Crude Oil Marketing
- International Drilling and Service Contracts
- Decommissioning Issues
- Corporate Social Responsibility & Business Ethics
- Sale and Purchase Agreements
- International Dispute Resolution
- Natural Gas Sales Agreements
- Natural Gas Pipeline Transportation
- Natural Gas Balancing
- LNG Project Development

These courses are limited to 100 participants each week.



Part 1 – From Concept to Discovery

The course registration desk will open at 8:15 am on Monday, September 23 at the Westin Galleria Hotel, 5060 W. Alabama, Houston, Texas 77056, USA. Sessions will meet at this hotel daily.

DAY 1: Monday, September 23, 2019

9:00 am – 9:15 am: Introduction and Opening Remarks

HARRY W. SULLIVAN, JR., Program Chair; International Energy Attorney, Dallas

9:15 am – 10:15 am: International Oil & Gas Issues and Risks of International Investment

- Overview of the international oil and gas industry
- Historical and anticipated risks and rewards inherent in the industry

CHRIS MOYES, President, Moyes & Co., Dallas

10:15 am – 10:30 am: Hosted Refreshment Break

10:30 am – 12:30 pm: Confidentiality Agreements

- Purpose and key provisions of a confidentiality agreement
- Review of the AIPN Model Form Confidentiality Agreement, which provides protection for valuable information and data that is shared with another company

FELIPE ALICE, Partner, Morgan Lewis & Bockius LLP, Houston
HARRY W. SULLIVAN, JR., International Energy Attorney, Dallas

12:30 pm – 2:00 pm: Lunch – On Your Own

2:00 pm – 4:00 pm: International Dispute Resolution

- Successful resolution of disputes between parties is essential for business to succeed
- International arbitration — an impartial private method of resolving disputes
- AIPN Model Form Dispute Resolution Provisions

JOHN P. BOWMAN, Partner, King & Spalding LLP, Houston

4:00 pm – 4:15 pm: Hosted Refreshment Break

4:15 pm – 6:00 pm: Bidding Agreements and AMI Agreements

- Review of the AIPN Model Form Study and Bid Group Agreement, which provides a basis for companies to establish a consortium to cooperate in bidding for or acquiring oil and gas granting instruments
- Review of area of mutual interest (AMI) agreements, and their purposes and functions

ED TURNER, Sr. Counsel, Exxon Mobil Corporation, Houston
YULIYA D. MARCER, Senior Counsel, BP America, Inc., Houston

6:00 pm – 7:00 pm:

Hosted Reception for Registrants, Speakers & Guests

DAY 2: Tuesday, September 24, 2019

9:00 am – 10:30 am: Granting Instruments

- Concessions
- Production sharing contracts
- Risk service contracts
- Other provisions

JENNIFER JOSEFSON, Partner, King & Spalding LLC, Moscow
ELISABETH ELJURI, Chief Negotiator and Chief Legal Counsel, Sierra Oil and Gas, Mexico City

10:30 am – 10:45 am: Hosted Refreshment Break

10:45 am – 12:30 pm: Granting Instruments

Continued

12:30 pm – 2:00 pm: Hosted Networking Luncheon

2:00 pm – 4:00 pm: Granting Instruments

Continued

4:00 pm – 4:15 pm: Hosted Refreshment Break

4:15 pm – 5:30 pm: Stabilization Issues in Granting Instruments

- Change of law as one of the main risks in the international oil and gas industry
- Stabilization as one method to address the change of law risk

JOHN P. BOWMAN, Partner, King & Spalding LLP, Houston

DAY 3: Wednesday, September 25, 2019

9:00 am – 10:30 am: Joint Operating Agreements

- Rights, duties, and obligations of co-venturers in the same oil and gas contract area
- AIPN 2012 Model Form International Operating Agreement

PIETER PAUL VAN LELYVELD, Associate General Counsel - Contracting and Procurement and Wells, Shell International B.V., The Hague
DAVID H. SWEENEY, Partner, Akin Gump Strauss Hauer & Feld, Houston

10:30 am – 10:45 am: Hosted Refreshment Break

10:45 am – 12:30 pm: Joint Operating Agreements

Continued

12:30 pm – 2:00 pm: Lunch – On Your Own

2:00 pm – 4:00 pm: Joint Operating Agreements

Continued

4:00 pm – 4:15 pm: Hosted Refreshment Break

4:15 pm – 5:30 pm: JOA Accounting Procedures

- Funding operations and accounting for costs
 - 2012 AIPN Model Form International Accounting Procedure
- BEN H. WELMAKER, JR., Attorney at Law, Houston

DAY 4: Thursday, September 26, 2019

9:00 am – 10:30 am: Participation (Farmout) Agreements

- A vehicle 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 Agreements
- JENNIFER JOSEFSON, Partner, King & Spalding LLC, Moscow
FRANK L. CASCIO, JR., International Energy Attorney, Houston

10:30 am – 10:45 am: Hosted Refreshment Break

10:45 am – 12:30 pm: Participation Agreements

Continued

12:30 pm – 2:00 pm: Lunch – On Your Own

2:00 pm – 4:00 pm: Unitization Issues

- Development of a common oil and/or gas reservoir that underlies more than one contract area
 - Mechanics of unitization and of operating a unit
 - Cross-border unitization
 - AIPN Model Form UUOA and current revisions
- DAVID S. ASMUS, Partner, Sidley LLP, Houston
STEVEN P. OTILLAR, Partner, White and Case LLP, Houston

4:00 pm – 4:15 pm: Hosted Refreshment Break

4:15 pm – 5:30 pm: Unitization Issues

Continued

DAY 5: Friday, September 27, 2019

9:00 am – 10:30 am: Ethics and Anti-Bribery Compliance

- Bribery and corruption combated through a variety of treaties, conventions, and laws
 - Business ethics and principles critical to working in the international oil and gas industry
 - Traps for the unwarys
- JAY G. MARTIN, Senior Counsel, Wilkie Farr & Gallagher LLP, Houston
JOHN SARDAR, Chief Compliance Officer, Noble Energy, Inc., Houston

10:30 am – 10:45 am: Hosted Refreshment Break

10:45 am – 12:30 pm: Crude Oil Lifting Agreements

- How each co-venturer takes its share of oil and gas production
 - AIPN Model Form Lifting Procedures
- FRANK L. CASCIO, JR., International Energy Attorney, Houston

12:30 pm: Course Adjournment

CO-SPONSORS

THE ROCKY MOUNTAIN MINERAL LAW FOUNDATION (RMMLF), established in 1955 as a nonprofit corporation, is an international educational organization dedicated to the study of the legal systems and issues affecting mineral, public lands, and water resources. The Foundation is a cooperative project of law schools, bar associations, and industry associations, and sponsors numerous programs on mining, oil and gas, and natural resource law issues. RMMLF, 9191 Sheridan Blvd. Ste. 203, Westminster, CO 80031, tel +1 303-321-8100, fax +1 303-321-7657, info@rmmlf.org, www.rmmlf.org.

THE ASSOCIATION OF INTERNATIONAL PETROLEUM NEGOTIATORS (AIPN) is a not-for-profit professional organization founded in 1981 to enhance the professionalism of its members through continuing education, promoting understanding of negotiation work in the international community, and providing networking opportunities. AIPN now serves around 3,500 members from some 110 countries. AIPN, 11111 Katy Freeway, Suite #615, Houston, TX 77079, tel. +1 281-558-7715, fax +1 281-558-7073, aipn@aipn.org, www.aipn.org.

THE INSTITUTE FOR ENERGY LAW (IEL) provides advanced education for lawyers and other professionals in the energy industry through educational programs, scholarly publications, and membership activities. It counts among its membership many of the world's leading energy companies and attorneys. The IEL is a division of The Center for American and International Law (CAIL), a nonprofit organization which since 1947 has served lawyers and law enforcement officials from over 131 countries. IEL, 5201 Democracy Drive, Plano, TX 75024, tel +1 972-244-3400, fax +1 972-244-3401, iel@cailaw.org, www.cailaw.org/iel.

Part 2 – From Discovery to Decommissioning

The course registration desk will open at 8:15 am on Monday, September 30 at the Westin Galleria Hotel, 5060 W. Alabama, Houston, Texas 77056, USA. Sessions will meet at this hotel daily.

DAY 1: Monday, September 30, 2019

9:00 am – 9:15 am: Introduction and Opening Remarks

HARRY W. SULLIVAN, JR., Program Chair; International Energy Attorney, Dallas

9:15 am – 10:30 am: Overview of International Oil & Gas Issues and International Project Development Risks

- Overview of the international oil and gas industry
- Historical and anticipated risks and rewards inherent in the industry

JASPER MASON, Gibson, Dunn & Crutcher LLP, Houston
MICHAEL SILVER, Vice President & General Counsel, VAALCO Energy, Inc., Houston

10:30 am – 10:45 am: Hosted Refreshment Break

10:45 am – 12:30 pm: Sanctions

- Review of governmental sanctions that may impact international oil and gas developments

ANDREW MELSHEIMER, Partner, Thompson & Knight, Dallas

12:30 pm – 2:00 pm: Lunch – On Your Own

2:00 pm – 3:00 pm: Seismic Contracts, Data Use, and Exchange Agreements

- Overview of the data and operations being covered by these contracts
- General discussion of the key provisions of the contracts
- Detailed discussion of some of the complexities and key negotiation issues for the contracts

MONIKA U. EHRMAN, Professor of Law, University of Oklahoma College of Law, Norman

3:00 pm – 4:00 pm: International Unconventional Resources Development

- Developments that 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

FRANK L. CASCIO, JR., International Energy Attorney, Houston
MONIKA U. EHRMAN, Professor of Law, University of Oklahoma College of Law, Norman

4:00 pm – 4:15 pm: Hosted Refreshment Break

4:15 pm – 6:00 pm: Crude Oil Marketing

- Selling and monetization of oil once it is produced
- Crude oil sales transactions — often done over the phone and documented through relatively simple contracts
- Importance of customs and practices

FRANK L. CASCIO, JR., International Energy Attorney, Houston
KEITH B. HALL, Louisiana State University Paul M. Hebert Law Center, Baton Rouge

6:00 pm – 7:00 pm: Hosted Reception for Registrants, Speakers & Guests

DAY 2: Tuesday, October 1, 2019

9:00 am – 10:30 am: International Drilling and Service Contracts

- Services provided by service companies in support of petroleum operations under granting instruments
- Primary issues in service contracts, including warranty and cross-indemnity provisions

WILLIAM W. PUGH, Partner, Liskow & Lewis, Houston
JOHN ALMY, Partner, Liskow & Lewis, Houston

10:30 am – 10:45 am: Hosted Refreshment Break

10:45 am – 12:30 pm: International Drilling and Service Contracts

Continued

12:30 pm – 2:00 pm: Hosted Networking Luncheon

2:00 pm – 4:00 pm: Decommissioning Issues

- Decommissioning as an adjunct obligation to the right to develop oil and gas
 - Review of contractual provisions related to decommissioning
- FELIPE ALICE, Partner, Morgan Lewis & Bockius LLP, Houston
EDUARDO G. PEREIRA, Professor of Energy Law and Natural Resources Law, Siberian Federal University, Krasnoyarsk, Russia; Managing Partner, International Energy Law Advisory Group, Lisbon

4:00 pm – 4:15 pm: Hosted Refreshment Break

4:15 pm – 5:30 pm: Corporate Social Responsibility and Business Ethics

- What is involved in corporate social responsibility
- How CSR has evolved into a necessary area in international oil and gas projects

GWENDOLYN JARAMILLO, Partner, Foley Hoag LLP, San Antonio
TOUFIC P. NASSIF, President, T P Nassif and Associates LLC, Houston

DAY 3: Wednesday, October 2, 2019**9:00 am – 10:15 am: Sale and Purchase Agreements**

- Selling oil and gas contracts as a common method of monetization
- Key terms and provisions of a sales

ANDREW B. DERMAN, Partner, Thompson & Knight LLP, Dallas
VINCENT S. MORELAND, Assistant General Counsel, E&P Legal, Hess Corporation, Houston (invited)

10:15 am – 10:30 am: Hosted Refreshment Break**10:30 am – 12:30 pm: Sale and Purchase Agreements**

Continued

12:30 pm – 2:00 pm: Lunch – On Your Own**2:00 pm – 4:00 pm: Sale and Purchase Agreements**

Continued

4:00 pm – 4:15 pm: Hosted Refreshment Break**4:15 pm – 5:30 pm: International Dispute Resolution**

- Successful resolution of disputes between parties essential for business to succeed
- International arbitration — an impartial private method of resolving disputes
- Benefits and pitfalls of arbitration

WILLIAM M. KATZ, JR., Partner, Thompson & Knight LLP, Houston
JAMES LLOYD LOFTIS, Partner, Vinson & Elkins, Houston

DAY 4: Thursday, October 3, 2019**9:00 am – 10:15 am: Natural Gas Sales Agreements**

- Complexities of pipeline sales of natural gas outside of established markets such as North America and Europe
- Primary terms and provisions of gas sales agreements

HARRY W. SULLIVAN, JR., International Energy Attorney, Dallas
VERA DE GYARFAS, Partner, King & Spalding LLP, Houston
JAMES F. ENGLISH, Senior Attorney, Clark, Hill & Strasburger, Houston

10:15 am – 10:30 am: Hosted Refreshment Break**10:30 am – 12:30 pm: Natural Gas Sales Agreements**

Continued

12:30 pm – 2:00 pm: Lunch – On Your Own**2:00 pm – 4:00 pm: Natural Gas Pipeline Transportation (Construction & Operation GTA) and Natural Gas Balancing Issues**

- Supply imbalances when co-venturers sell natural gas to different buyers
- AIPN Model Form Gas Balancing Agreement
- AIPN Model Form Gas Transportation Agreement

HARRY W. SULLIVAN, JR., International Energy Attorney, Dallas
VERA DE GYARFAS, Partner, King & Spalding LLP, Houston
JAMES F. ENGLISH, Partner, Lewis Brisbois Bisgaard & Smith LLP, Houston

4:00 pm – 4:15 pm: Hosted Refreshment Break**4:15 pm – 5:30 pm: LNG Project Development**

- Conversion of natural gas to a liquid form (LNG) when being transported long distances to market
- Complexity and uniqueness of international LNG projects
- Structure and primary contracts of an international LNG project

M. KATHRYN MARIETTA, Retired Partner, King & Spalding LLP, Houston
HARRY W. SULLIVAN, JR., International Energy Attorney, Dallas
MONICA HWANG, Counsel, King & Spalding LLP, Houston

DAY 5: Friday, October 4, 2019**9:00 am – 10:15 am: LNG Project Development**

Continued

10:15 am – 10:30 am: Hosted Refreshment Break**10:30 am – 12:30 pm: LNG Project Development**

Continued

12:30 pm: Course Adjournment

International Oil & Gas Law, Contracts, and Negotiations



Mail, fax, or email registration form and payment to:

Rocky Mountain Mineral Law Foundation
 9191 Sheridan Blvd., Ste. 203
 Westminster, CO 80031 USA
 Tel: (303) 321-8100
 Fax: (303) 321-7657
 info@rmmlf.org

Questions: info@rmmlf.org

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REGISTRATION

REGISTER ONLINE
 at www.rmmlf.org

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Name _____ Badge Name _____
 Employer _____
 Employer Address _____
 City/State/Zip _____
 Phone (____) _____ Email _____

Please check all that apply: Attorney Landman Management
 Consultant Student Other (please specify): _____

Please note your first year in practice in the legal or natural resources field: _____

CLE credit requested for the following states: _____

Other credit requested from: _____

2. Which Course Will You Attend?

- PART 1 From Concept to Discovery PART 2 From Discovery to Decommissioning

3. Registration Category Please select the applicable registration fee

Please add \$200 to any registration fees received after July 31, 2019	Thru July 31, 2019	10% Discount Both Courses
Non-Member	<input type="checkbox"/> \$2,950	<input type="checkbox"/> \$5,310
Member (Check all that apply): <input type="checkbox"/> RMMLF <input type="checkbox"/> AIPN <input type="checkbox"/> IEL	<input type="checkbox"/> \$2,675	<input type="checkbox"/> \$4,815

4. Materials

You can only purchase materials to the course(s) for which you are registered.

PART 1 From Concept to Discovery	<input type="checkbox"/> DOWNLOAD ONLY (\$0) (Electronic materials only)	<input type="checkbox"/> HARD COPY (\$70) (Receive manual at conference)
PART 2 From Discovery to Decommissioning	<input type="checkbox"/> DOWNLOAD ONLY (\$0) (Electronic materials only)	<input type="checkbox"/> HARD COPY (\$70) (Receive manual at conference)

TOTAL: \$ _____

5. Payment Information Prepayment Required – Please pay in U.S. Dollars

- Check drawn on a U.S. bank in U.S. Dollars (Payable to RMMLF)
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- Electronic Funds Transfer: Contact the Foundation at info@rmmlf.org

International Oil & Gas Law, Contracts, and Negotiations

Westin Galleria Hotel, Houston, Texas

General Information

Room Reservations: The Westin Galleria Hotel, 5060 W. Alabama, Houston, TX 77056, USA, has blocked rooms for these courses until September 11 at the discounted rate of \$202 per night. Ask for the special rates for International Oil & Gas Law registrants. For reservations, contact the Westin at:

- Online <http://tinyurl.com/rockym144>
- Toll Free + 1 888-627-8514

Trouble making room reservations? Contact us at info@rmmlf.org

Car Rental: Hertz is offering special discounts by referencing Meeting CV#03NJ0014 and Rocky Mountain Mineral Law Foundation. Make reservations at <http://tinyurl.com/hertz2019> or call 800-654-2240 (U.S.); 800-263-0600 (Canada); or 405-749-4434 (Int'l).

Registration Fees: Include electronic course materials, refreshments, and hosted functions as listed in this brochure. These fees do not include hotel costs or transportation. Registrations will be accepted only when accompanied by a check, money order, government purchase order or training form, credit card information, or wiring information. No registrations can be processed without payment.

Registration Cancellations: Refunds, less a \$200 administrative fee, will be given for cancellations received by 3:00pm on Monday, August 19, 2019. No refunds will be given thereafter, although substitution of attendees may be made by contacting the Foundation. Cancellations must be made in writing or email to info@rmmlf.org. Registrants not entitled to a refund will receive a link to the written materials.

CLE Credit: Each course consists of approximately 29.5 hours of continuing education, including up to 90 minutes of ethics in Part 1 and up to 75 minutes of ethics in Part 2, depending upon your jurisdiction. You must let us know, at least 45 days in advance of the conference, the states or organizations for which you will need credit (see registration form). Credit hours for states will vary and are subject to each state's approval and credit rounding rules. Foundation conferences are typically accredited by all mandatory CLE states and Canadian provinces, and various professional organizations. Attorneys from certain states may be required to pay an additional fee. The Foundation is a State Bar of California MCLE-approved provider.

Recording: Audio and video recording, streaming, or other types of live or stored dissemination are not permitted without express authorization from the Foundation.

Special Needs: If you have special needs addressed by the ADA, please notify us at least two weeks before the program.



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