International Oil & Gas Law, Contracts, and Negotiations

Royal Sonesta Houston Galleria
Houston, Texas

Part 1: October 3 - 7, 2022
Part 2: October 10 - 14, 2022

PART 1
From Concept to Discovery
October 3 - 7, 2022

- 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
October 10 - 14, 2022

- International Project Development Risks
- Sanctions
- Seismic Contracts, Data Use & Exchange Agreements
- Unconventional Resources Development
- Crude Oil Marketing
- International Drilling and Service Contracts
- Decommissioning Issues
- ESG - 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

REGISTRATION - https://www.fnrel.org/programs/SCI22/registration
**Part 1 – From Concept to Discovery**

### DAY 1: Monday, October 3, 2022

<table>
<thead>
<tr>
<th>Time</th>
<th>Session</th>
</tr>
</thead>
<tbody>
<tr>
<td>9:00 – 9:15 am</td>
<td><strong>Introduction and Opening Remarks</strong>&lt;br&gt;HARRY W. SULLIVAN, JR., Program Chair; International Energy Attorney, Dallas</td>
</tr>
</tbody>
</table>
| 9:15 – 10:15 am | **International Oil & Gas Issues and Risks of International Investment**<br>       • Overview of the international oil and gas industry  
                        • Historical and anticipated risks and rewards inherent in the industry  
                        CHRIS MOYES, President, Moyes & Co., Inc., Dallas, TX |
| 10:15 – 10:30 am | Hosted Refreshment Break                                                                   |
| 10:30 am – 12:30 pm | **Confidentiality Agreements**<br>       • Purpose and key provisions of a confidentiality agreement  
                                         • Review of the AIEN Model Form Confidentiality Agreement, which provides protection for valuable information and data that is shared with another company  
                                         FELIPE ALICE, Partner, Morgan Lewis, Houston, TX  
                                         HARRY W. SULLIVAN JR., International Energy Attorney, Dallas, TX |
| 12:30 pm – 2:00 pm | Lunch – On Your Own                                                                         |
| 2:00 – 4:00 pm | **International Dispute Resolution**<br>       • Successful resolution of disputes between parties is essential for business to succeed  
                                         • International arbitration — an impartial private method of resolving disputes  
                                         • AIEN Model Form Dispute Resolution Provisions  
                                         ANDREW MELSHEIMER, Partner, Holland & Knight, Dallas, TX  
                                         ABBY COHEN SMUTNY, Partner, White & Case, Washington, D.C. |
| 4:00 – 4:15 pm | Hosted Refreshment Break                                                                   |
| 4:15 – 6:00 pm | **Bidding Agreements and AMI Agreements**<br>       • Review of the AIEN 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, International Attorney, Houston, TX  
                                         YULIYA D. MARCER, Sr. Counsel, BP America Inc., Houston, TX |
| 6:00 – 7:00 pm | **Hosted Reception for Registrants, Speakers & Guests**                                   |

### DAY 2: Tuesday, October 4, 2022

<table>
<thead>
<tr>
<th>Time</th>
<th>Session</th>
</tr>
</thead>
</table>
| 9:00 – 10:30 am | **Granting Instruments**<br>       • Concessions  
                                         • Production sharing contracts  
                                         • Risk service contracts  
                                         • Other provisions  
                                         JENNIFER A. JOSEFSON, Morgan Lewis, Abu Dhabi, United Arab Emirates  
                                         ELISABETH ELJURI, CLC & Chief Negotiator, Westlawn, Houston, TX |
| 10:30 – 10:45 am | Hosted Refreshment Break                                                                   |
| 10:45 am – 12:30 pm | **Granting Instruments**<br>       • Continued  
                                         JENNIFER A. JOSEFSON, Morgan Lewis, Abu Dhabi, United Arab Emirates  
                                         ELISABETH ELJURI, CLC & Chief Negotiator, Westlawn, Houston, TX |
| 12:30 – 2:00 pm | Lunch – On Your Own                                                                         |
| 2:00 – 4:00 pm | **Granting Instruments**<br>       • Continued  
                                         JENNIFER A. JOSEFSON, Morgan Lewis, Abu Dhabi, United Arab Emirates  
                                         ELISABETH ELJURI, CLC & Chief Negotiator, Westlawn, Houston, TX |
| 4:00 – 4:15 pm | Hosted Refreshment Break                                                                   |
| 4:15 – 5:30 pm | **Stabilization Issues in Granting Instruments**<br>       • 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  
                                         ANDREW MELSHEIMER, Partner, Holland & Knight, Dallas, TX |

---

The course registration desk will open at 8:15 am on Monday, October 3, at the Royal Sonesta Houston Galleria, 2222 West Loop South, Houston, Texas 77027, USA. Sessions will meet at this hotel daily.
**DAY 3: Wednesday, October 5, 2022**

9:00 – 10:30 am: Joint Operating Agreements
- Rights, duties, and obligations of co-venturers in the same oil and gas contract area
- AIEN 2012 Model Form International Operating Agreement

ROBERT D. TRACY, Sr. Counsel, ExxonMobil Corporation, Spring, TX

DAVID H. SWEENEY, Partner, Akin Gump Strauss Hauer & Feld, Houston, TX

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

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

12:30 – 2:00 pm: Lunch – On Your Own

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

**DAY 4: Thursday, October 6, 2022**

9:00 – 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
- AIEN Model Form International Farmout Agreements

JENNIFER A. JOSEFSON, Morgan Lewis, Abu Dhabi, United Arab Emirates
FRANK L. CASCIO JR., International Energy Attorney, Houston, TX

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

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

**DAY 5: Friday, October 7, 2022**

9:00 – 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, International Attorney, Houston, TX

MARTIN J. WEINSTEIN, Partner, Willkie Farr & Gallagher LLP, Washington, D.C.

10:30 – 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
- AIEN Model Form Lifting Procedures

FRANK L. CASCIO JR., International Energy Attorney, Houston, TX

12:30 pm: Course Adjournment
\section*{DAY 1: Monday, October 10, 2022}

\textbf{9:00 – 9:15 am: Introduction and Opening Remarks}

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

\textbf{9:15 – 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, Shareholder, Baker Donelson Bearman Caldwell & Berkowitz PC, Houston, TX

MICHAEL SILVER, Vice President & General Counsel, VAALCO Energy, Inc., Houston, TX

\textbf{10:45 am – 12:30 pm: International Drilling and Service Contracts}

ANDREW MELSHEIMER, Partner, Holland & Knight, Dallas, TX

\textbf{2:00 – 4:00 pm: Decommissioning Issues}

FRANK L. CASCIO JR., International Energy Attorney, Houston, TX

BRIAN R. Sullivan, Professor of Practice, Hildebrand Department of Petroleum and Geosystems Engineering, The University of Texas at Austin, Austin, TX

\textbf{4:15 – 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, TX

KEITH B. HALL, Professor, Louisiana State University Paul M. Hebert Law Center, Baton Rouge, LA

\textbf{6:00 – 7:00 pm: Hosted Reception for Registrants, Speakers & Guests}

\section*{DAY 2: Tuesday, October 11, 2022}

\textbf{9:00 – 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, Shareholder, Liskow & Lewis, Houston, TX

JOHN ALMY, Shareholder, Liskow & Lewis, Houston, TX

OWEN L. ANDERSON, Professor, The University of Texas School of Law, Austin, TX

\textbf{10:30 – 10:45 am: Hosted Refreshment Break}

\textbf{10:45 am – 12:30 pm: International Drilling and Service Contracts (Continued)}

- Continued

WILLIAM W. PUGH, Shareholder, Liskow & Lewis, Houston, TX

JOHN ALMY, Shareholder, Liskow & Lewis, Houston, TX

OWEN L. ANDERSON, Professor, The University of Texas School of Law, Austin, TX

\textbf{12:30 – 2:00 pm: Hosted Networking Luncheon}

\textbf{2:00 – 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, Houston, TX

EDUARDO G. PEREIRA, Professor of Energy Law and Natural Resources Law, Siberian Federal University, Krasnoyarsk, Russia; Managing Partner, International Energy Law Advisory Group, Lisbon

\textbf{4:00 – 4:15 pm: Hosted Refreshment Break}

\textbf{4:15 – 5:30 pm: ESG - Corporate Social Responsibility - Business Ethics}

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

YULIYA D. MARCER, Sr. Counsel, BP America Inc., Houston, TX

TOUFIC P. NASSIF, Director, Commercial Development, VAALCO Energy Inc., Houston, TX
DAY 3: Wednesday, October 12, 2022

9:00 – 10:15 am: Sale and Purchase Agreements
- Selling oil and gas contracts as a common method of monetization
- Key terms and provisions of a sale
ANDREW B. DERMAN, Partner, Holland & Knight LLP, Dallas, TX
VINCENT S. MORELAND, Sr. Assistant General Counsel, Hess Corporation, Houston, TX

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

10:30 am – 12:30 pm: Sale and Purchase Agreements
- Continued

12:30 – 2:00 pm: Lunch – On Your Own

2:00 – 4:00 pm: Sale and Purchase Agreements
- Continued

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

4:15 – 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
HARRY W. SULLIVAN JR., International Energy Attorney, Dallas, TX
WILLIAM M. KATZ, JR., Partner, Holland & Knight LLP, Dallas, TX
DINA W. MCKENNEY, Associate, Holland & Knight, Dallas, TX

DAY 4: Thursday, October 13, 2022

9:00 – 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, TX
VERA DE GYARFAS, General Counsel, NextDecade, Houston, TX
JAMES ENGLISH, Senior Counsel, Clark Hill, Houston, TX

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

10:30 am – 12:30 pm: Natural Gas Sales Agreements
- Continued

12:30 pm: Course Adjournment

DAY 5: Friday, October 14, 2022

9:00 – 10:15 am: LNG Project Development
- Continued
HARRY W. SULLIVAN JR., International Energy Attorney, Dallas, TX
MONICA HWANG, Partner, O'Melveny & Myers LLP, Houston, TX
JAMES ENGLISH, Senior Counsel, Clark Hill, Houston, TX

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

10:30 am – 12:30 pm: LNG Project Development
- Continued

The course registration desk will open at 8:15 am on Monday, October 10, at the Royal Sonesta Houston Galleria, 2222 West Loop South, Houston, Texas 77027, USA. Sessions will meet at this hotel daily.
## Registration


**Earlybird / Late**

<table>
<thead>
<tr>
<th>PART ONE</th>
<th>PART TWO</th>
<th>PART ONE &amp; TWO</th>
</tr>
</thead>
<tbody>
<tr>
<td>Foundation Member - $2700 / $2900</td>
<td>Foundation Member - $2700 / $2900</td>
<td>Foundation Member - $4860 / $5220</td>
</tr>
<tr>
<td>AIPN Member - $2700 / $2900</td>
<td>AIPN Member - $2700 / $2900</td>
<td>AIPN Member - $4860 / $5220</td>
</tr>
<tr>
<td>IEL Member - $2700 / $2900</td>
<td>IEL Member - $2700 / $2900</td>
<td>IEL Member - $4860 / $5220</td>
</tr>
<tr>
<td>Non-Member - $3100 / $3300</td>
<td>Non-Member - $3100 / $3300</td>
<td>Non-Member - $5580 / $5940</td>
</tr>
</tbody>
</table>

Hard copy course materials may be purchased for $90 and will be distributed at the Short Course. All registrants will receive electronic materials in advance included with their registration. You may only purchase hard copy materials for the course(s) for which you are registered.

**REGISTRATION** - https://www.fnrel.org/programs/SCI22/registration

Get a **10% discount** for both courses!

## Co-Sponsors

**THE FOUNDATION FOR NATURAL RESOURCES AND ENERGY LAW (THE FOUNDATION),** formerly Rocky Mountain Mineral Law Foundation, is an educational, non-profit organization dedicated to the scholarly and practical study of all aspects of natural resources and energy law. We value collegiality and bring together lawyers, professionals, academics, and students to learn and network in a supportive environment where all participants are valued. 9191 Sheridan Blvd. Ste. 203, Westminster, CO 80031, tel +1 303-321-8100, fax +1 303-321-7657, info@fnrel.org, www.fnrel.org.

**THE ASSOCIATION OF INTERNATIONAL ENERGY NEGOTIATORS (AIPN),** formerly Association of International Petroleum Negotiators (AIPN), is a not-for-profit professional organization founded in 1981 to enhance the professionalism of its members by offering continuing education, model contracts, and networking opportunities. AIPN now serves around 3,000 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.
General Information

Room Reservations: The Royal Sonesta Houston Galleria Hotel, 2222 West Loop South, Houston, Texas 77027, has blocked rooms for these courses until September 6 at the discounted rate of $199 (single/double) per night. For reservations, contact the hotel at:

- Online Group: https://book.passkey.com/e/50246482
- Tel: +1 713-627-7600 (reference “International Oil & Gas Law”)

Please contact info@fnrel.org if you have any problems making a reservation.

Car Rental Discounts: Car rental prices are insane, but Hertz is offering special discounts for this program of 35%-65% off its own website rates, depending on type of vehicle. Go to www.hertz.com, click on “Add a Discount Code” and then in the pop-up screen, enter the following code in the Convention Number box: 022Q9582. You can also call 405-749-4434 to reserve a car using that same code, but there will be a surcharge for not booking online.

Registration Fees: Includes 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.

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.

Registration Cancellations: Refunds, less a $200 administrative fee, will be given for cancellations received by 3:00 pm Central time on Friday, September 2, 2022. 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@fnrel.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.

COVID-19 Risk Acknowledgment, Waiver, and Release

COVID-19 and its variants have created a heightened degree of personal risk and responsibility in participating in this event. You are strongly urged to be fully vaccinated against COVID-19 before attending this event. The sponsors will follow those health and safety practices mandated by the host hotel and by applicable federal, state, and local authorities. Those practices will be determined close to the date of the event and may become more or less strict between registration and the event. By registering for and attending this event, you: (1) acknowledge the risks associated with COVID-19 and its variants; (2) agree to comply with any applicable health and safety practices that may be mandated for the event (regardless of whether federal, state, or local laws mandate the use of such practices), which may include, without limitation, health screenings, masking, distancing, or other precautions; (3) agree to monitor your own health status and not attend the event if you are symptomatic or believe for any reason you have COVID-19; and (4) waive and forever release and discharge the sponsors and its present and former directors, officers, employees, agents, volunteers, and insurers from and against, any and all claims, demands, causes of action, liabilities, obligations, costs, expenses, and indemnities of every kind and nature, in law or in equity, known or unknown, fixed or contingent, arising out of or related to exposure to, contracting, or spreading COVID-19 or its variants at or in connection with this event.