

OIL AND GAS AGREEMENTS: DISPUTES AND DIFFERENCES

Traders Hotel Singapore
29 Nov - 1 Dec 2010

Learn from 30 years
global experience!



Led by world-renowned legal expert



DR. KENNETH C. MILDWATERS
B.Juris (Hons), LL.B, PhD

- Managing Partner, Mildwaters Consulting LLP
- More than 30 years global experience in the oil, gas and minerals sectors
- Previously a Partner in leading law firms in Europe and Australia, General Counsel at Guinness plc and Diageo plc and a Partner in investment bank Babcock and Brown
- A member of the faculty at the Centre for Energy, Petroleum and Mineral Law and Policy studies at the University of Dundee

Testimonials

"Well prepared, very good presenter's knowledge and experience"

- **Petrom**

"Ken is a fantastic lecturer - knowledgeable and great at imparting information"

- **A Senior Oil and Gas Lawyer**

"I think Dr. Mildwaters is an excellent teacher, with so much knowledge to impart. I am extremely impressed"

- **Ministry of Justice, Ghana**

"Fantastic course"

- **Dubai Mercantile Exchange**

Course Format

This course will be held in a highly interactive workshop format with Role Simulation Exercises based on real world examples. Places are limited to ensure all participants gain maximum insight into world class strategic thinking.

Pre-course Questionnaires

A Pre-Course Questionnaire will be sent to you prior to the workshop. The Trainer will customize the training to suit your specific needs.

Certificate of Attendance

Upon completion of the course, you will receive a Certificate of Attendance bearing the signatures of both the Trainer and the Course Organizer. This Certificate will testify to your professional development and assist in your advancement.

Color printing of charts in Course Material for your easy reading!

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Overview

Notwithstanding the inevitability of disputes and differences arising between parties to international oil and gas agreements the media is not full of news about and the law reports are not full of decisions dealing with these disputes.

Why is this?

Should it come as a surprise?

Delegates will be introduced to the principle reasons why disputes and differences are resolved without recourse to litigation and the alternative ways in which such disputes and differences are resolved.

The workshop will consider the role of trust and contractual relationships in the oil and gas industry, why disputes and differences arise despite trust and contract, techniques for managing disputes and differences and methods for resolving such disputes and differences without resorting to litigation.

Whilst the workshop will look at these matters in the context of the law, the focus will not be so much legal as practical.

A number of the issues will be introduced through role simulation exercises and the debriefing of the exercises. This will involve delegates in role-play and group discussion.

Throughout the workshop the workshop leader will draw on examples from the oil and gas industry and, where possible, those examples will come from the Asia-Pacific region.

The workshop will enable participants to benefit from Dr Mildwaters' extensive global experience – he is an acknowledged expert in his chosen field – and also from the extensive professional research behind this course.

Delegates will receive materials on the various issues for use or consideration outside of the workshop.

About your world-renowned expert trainer



Dr Mildwaters is the Managing Partner of **Mildwaters Consulting LLP**, which acts for clients in the natural resources sector all around the globe.

In a career spanning **more than 30 years** he has advised on exploration, development, production, supply and sales activities in the oil, gas and minerals sectors. Dr Mildwaters has **hands-on experience** in gas, coal and alternative electrical power generation projects, gas pipeline and other natural resources-related infrastructure projects. He has been actively involved in joint ventures, joint operating agreements, strategic alliances, licensing arrangements, farm-in and farm-out agreements, off-take and lifting agreements, abandonment agreements, royalty agreements, service agreements, transport agreements, the acquisition, disposal and financing of interests in the natural resources sector and in capital raising activities and direct foreign investment. He is extensively experienced in **negotiation and dispute resolution techniques**.

A sought-after speaker and regular presenter of papers to global audiences, Dr Mildwaters each year conducts a limited number of workshops in South East Asia, Africa, Europe and the former USSR, on specific aspects of natural resource law relating to the oil, gas and mining industries. Workshop participants range from senior executives of natural resource exploration and production companies to government officials and in-house legal departments. In the main, the workshops reflect Dr Mildwaters' academic interests, which lie in the intersection of law and business, where he has concentrated on dispute resolution, negotiation, joint ventures and joint operating agreements.

Dr Mildwaters was a **partner in leading law firms** in Great Britain, Continental Europe and Australia, **general counsel at Guinness plc and Diageo plc** and **a partner in investment bank Babcock and Brown Europe**.

He is a member of the faculty at the Centre for Energy, Petroleum and Mineral Law and Policy studies at the University of Dundee, the Australian Mining and Petroleum Law Association, Energy Law Association Inc. (New Zealand), International Bar Association Section on Energy and Natural Resources Law, Rocky Mountain Mineral Law Foundation, and United Kingdom Oil Lawyers Group.

Who Should Attend

- CEOs, CFOs and COOs in the oil and gas sector
- Executives and managers with technical, legal and commercial functions
- Executives and managers engaged in contracting, procurement, contract management, sales and public relations activities
- Contract/commercial negotiators
- In-house lawyers involved in the oil and gas sector
- Lawyers in private practice involved in oil and gas law
- Insurance and risk managers

Why You Should Attend

Workshops participants will develop, in the context of case studies from the experience of the presenter, a sound understanding of:

- The meaning of "trust" and its role in the context of resource sector contracts and agreements
- Why and how differences can arise
- Avoiding the key pitfalls
- The management of disputes
- Forms of negotiation
- Forms of mediation
- The role and application of expert determination
- Arbitration processes
- The maintenance of sound ongoing relationships between the parties

PROGRAM SCHEDULE (DAY 1 - 3)

08.30	- Registration
09.00-10.30	- Morning Session Begins
10.30-11.00	- Refreshments & Networking
11.00-12.30	- Morning Session Continues
12.30-13.30	- Lunch
13.30-15.00	- Afternoon Session Begins
15.00-15.30	- Refreshments & Networking
15.30-17.00	- Afternoon Session Continues
17.00	- Day Close

IN-HOUSE TRAINING (Save up to 35%)

This course can be presented exclusively for your organisation on an in-house basis, tailored to meet your specific needs, at a place and time of your convenience. We have successfully conducted in-house training for **RWE Dea AG**, **BG India** and **VRA Ghana** etc.

If you have a team of 15 or more interested in this course, let's discuss how we can work together to meet your training needs. Please contact:

Daniel Lau
Senior Corporate Learning Specialist
DID: +65 6557 9169
Email: daniel.lau@neo-edge.com

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Course Agenda (Day 1 - 3)

Day 1

Oil and gas industry characteristics

My word is my bond!!

Role Simulation Exercise

This exercise will introduce Delegates to the concept of trust and its fragility in an oil and gas context. They will form groups of 4 and play out a scenario where each Delegate will seek to maximise his/her own gain. Delegates will be faced with choice: long-term maximisation vs. short-term gain.

In debriefing the exercise Delegates will consider issues such as:

- What is trust?
- The role of trust in oil and gas transactions
- The fragility of trust
- Breach of trust
- Deterrence to breach of trust
 - Inducement
 - Discipline
- Ethics

A tool to provide inducement and discipline

- The role of contracts in oil and gas transactions
- The fragility of contract
- Deterrence to breach of contract
 - Inducement
 - Discipline
- Examples

But even then disputes and differences will arise

- Why do disputes and differences arise?
- The role of trust in reducing disputes and differences
- The role of contracts in reducing disputes and differences
- Types of disputes and differences

Management of Disputes and Differences

Role Simulation Exercise

This exercise will introduce Delegates to what gives rise to disputes and difference and how to manage them. They will form groups of 4 with each delegate playing the role of a party involved in an oil service agreement dispute.

In debriefing the exercise Delegates will consider issues such as:

- Managing expectation
- The expectation gap
- The learning cycle
- Difficult people
- Difficult conversations
- Avoiding "no" and getting "yes"

Day 2

How can Disputes and Differences be resolved?

- What trust provides
- What the contract provides
- What the law provides
- What the parties can decide to do vs. what the parties have to do
- Options for resolution
 - Negotiation
 - Mediation
 - Expert determination
 - Arbitration
 - Litigation
 - Hybrid solutions

Let's work it out ourselves

Role Simulation Exercise

This exercise will introduce Delegates to the resolution of disputes and difference by negotiation. They will form groups of 2 with each delegate playing the role of a party involved in a dispute between an oil refiner and a local inspector over the discharge of waste.

In debriefing the exercise Delegates will consider issues such as:

- What is negotiation?
- The agreement to negotiate
- Assisted negotiation
- Proceedings of the negotiation
 - Preparation
 - Creating value
 - Dividing value
 - Post-settlement activity
- The settlement agreement
- Enforcing the settlement agreement

Maybe we need some impartial assistance

Role Simulation Exercise

This exercise will introduce Delegates to the resolution of disputes and difference by mediation. They will form groups of 3 with each delegate playing the role of a party involved in the mediation of a dispute between an Operator and a third party contractor over the terms of the agreement and the price to be paid for sub-standard work.

In debriefing the exercise Delegates will consider issues such as:

- What is mediation?
- The agreement to mediate
- Appointment of the mediator
- Proceedings of the mediation
 - Preparation
 - Statements
 - Identification
 - Separate and joint sessions
 - Settlement
 - Post-settlement activity
- The settlement agreement
- Enforcing the settlement agreement

Day 3

Or maybe an impartial person with specialist expertise can decide

- What is expert determination?
- Use of expert determination in the oil and gas industry
- The agreement for expert determination
- Qualifications of the expert
- Appointment of the expert
- Proceedings of the expert
- The decision of the expert
- Enforcement of the expert's decision
- Challenging the expert's decision

So fight it out it is. We choose or they choose who decides?

Role Simulation Exercise

This exercise will introduce Delegates to the resolution of disputes and difference by arbitration. They will form groups of 3 with each delegate playing the role of a party involved in the arbitration of a dispute between an Operator and a third party contractor over problems that arise with the performance of the equipment supplied by the third party contractor.

In debriefing the exercise Delegates will consider issues such as:

- Arbitration
 - What is arbitration?
 - The agreement to arbitration
 - Appointment of the arbitral tribunal
 - The arbitral proceedings
 - The decision of the arbitral tribunal
 - Enforcement of the arbitral tribunal's award
 - Challenging the arbitral tribunal's award
- Courts
 - The litigation proceedings
 - The decision of the court
 - Enforcement of the court's judgement
 - Challenging the court's judgement

Review

Review by Case Study

Delegates will review a number of case studies involving a range of factual and legal scenarios in the oil and gas industry. After each case study Delegates will decide and discuss which form of dispute and difference resolution would be most appropriate.

In the review by case study Delegates will consider issues such as:

- Time
- Expertise of decision-maker
- Neutrality of decision-maker
- Control over the process
- Cost
- Agency cost
- Emotional cost
- Evidence
- Disclosure
- Privacy
- Confidentiality
- Win/lose
- Creative solutions
- A fair and appropriate result
- Imposition of decision
- Predictability
- Finality
- Enforceability
- Retention of the relationship
- Changing behaviour
- Precedent
- Process for future disputes and differences

Closing remarks



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Sales Contract

To confirm your position kindly complete this form and fax back to:

Fax: +65 65579188

Delegate Details

Delegate 1

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Delegate 2

Name

Position

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Name

Position

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Authorization

This contract is not valid without a signature

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YOUR INVESTMENT (Please tick accordingly)

- SGD 5,495 per delegate
- SGD 4,995 per delegate for a group of 3 or more from a same organisation

The investment includes:

Course documentation, lunches, refreshments and 15% service charge

VENUE INFORMATION

The course fee does not include accommodation or travel costs. It is recommended to book the hotel rooms early as there are only limited rooms available at discounted corporate rate. Kindly contact the following for reservation:

Traders Hotel Singapore

1A Cuscaden Road 249716, Singapore
Contact: Tiffany Ong
Events Sales Manager
General: (65) 6738 2222
DID: (65) 6831 4323
Fax: (65) 6831 4330
E-mail: tiffany.ong@shangri-la.com

Please quote Oil and Gas Agreements: Disputes and Differences Organised by Neoedge to enjoy Corporate Rate.

Booking Conditions

Should you be unable to attend, a substitute is always welcomed at no additional cost. Please inform us as early as possible. Alternatively, a credit voucher equivalent to the full amount will be issued for you to attend any Neoedge events for up to 18 months.

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