

BUILDING A SUCCESSFUL JOINT OPERATING AGREEMENT (NDA, AMI, JBA, JOA, FOA)

Duration 3 day

DATE: 07 TO 09 August 2017, TEHRAN, IRAN

۱۶-۱۸ مرداد ماه ۱۳۹۶

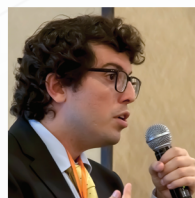
● PURPOSE

Forming a successful Joint Operating Agreement (JOA) requires taking a few legal steps during the pre-award phase between the relevant parties (Operator and Non-operators). This would include Non-Disclosure Agreement (NDA), Area of Mutual Interest (AMI) and Joint Bidding Agreement. These agreements are essential instruments for regulating the relationship of potential JOA parties to the extent the relevant NDAs, AMIs and JBAs might lead to the creation of a consortium, though some might not be successful. For the post-award process the other typical disposal procedure between the parties is called the Farm-Out Agreement (FOA) as this is the agreement which regulates the assignment of certain petroleum interest to another entity. During this 3 days workshop these agreements, as well as JOA, will be elaborated on and some related cases will be negotiated and practiced.

● AUDIENCE

Contracts Managers, Legal Advisors, Business Development, Consultants, Lawyers of E&P companies, NIOC and its affiliated companies, financial institutions, among others.

● INSTRUCTOR



Eduardo G Pereira

Eduardo G Pereira has been active in the oil and gas industry for several years and is an international expert on joint operating agreements. His experience in this area, both academic and practical, is extensive. He played a key role in assisting Petra Energia in becoming Brazil's leading onshore oil and gas company and developing its international business throughout Europe, Africa and Asia. He has practical experience in over 40 jurisdictions covering America, Europe, Africa and Asia. Dr Pereira concluded his doctoral thesis on oil and gas joint ventures at the University of Aberdeen. He is a professor of natural resources and energy law at the Externado University of Colombia Law School (Colombia), an adjunct professor of energy law at the University of Eastern Finland Law School (Finland) and a research fellow at the Scandinavian Institute for Maritime Law – University of Oslo (Norway), among others. He is also a managing editor for UEF Energy Law Review and an associate editor of OGEL. He is also the author and editor of several leading oil and gas textbooks.: Joint Operating Agreements: Controlling risks to the Non-operator (GLB, 2013), Upstream Law and Regulation: A Global Guide (GLB, 2013), Joint Operating Agreements: Mitigating Operational and Contractual Risks in Exclusive Operation (GLB, 2013), Encyclopaedia of Oil and Gas Law: Volume 1 (GLB, 2014), Encyclopaedia of Oil and Gas Law: Volume 2 (GLB, 2015), Latin American Oil and Gas Law and Regulation: A Practical Guide (GLB, 2015), Joint Operating Agreements: Challenges and Concerns from Civil Law Jurisdictions (Kluwer International, October 2015) and Accounting Procedures on Joint Operating Agreements: An International Perspective (GLB, 2016) among others.

● LEARNING OBJECTIVES

- To understand the legal requirements and strategic options for developing a successful JV in petroleum exploration and/or production.
- To understand the potential implications of a unsuccessful consortium negotiation or even the termination of a preliminary consortium arrangement.
- To understand the key issues behind your JOA.
- To understand the key divestment plans for securing funding and minimising risks.

● AGENDA

● NON-DISCLOSURE AGREEMENT 0.5 day

Exchanging information is the key to starting a consortium negotiation. But the terms of this simple agreement could become a source of conflict in the future. This session is going to explore the NDA model forms and the key concerns connected with these forms. This session will also explore international practices, case studies and negotiations.

● AREA OF MUTUAL INTEREST 0.5 day

Exploring business opportunities can take significant time, effort and costs. Several companies might prefer to carry out this task as a shared effort. This session is going to explore the AMI model forms and the key concerns associated with these model forms. This session will also explore international practices, case studies and negotiations.

● JOINT BIDDING AGREEMENT 0.5 day

Participating in bid or auction rounds can be a complex and lengthy process. It is crucial to organise and clarify the relationship of each consortium before the relevant host government contract is awarded to the relevant parties. This session is going to explore the JBA model forms and the key concerns associated with these model forms. This session will also explore international practices, case studies and negotiations.

● JOINT OPERATING AGREEMENT 1 day

Once a group of companies secure a host government contract through an unincorporated joint venture, then the JOA is going to be the key agreement regulating their relationship. This session is going to explore the JOA model forms and the key concerns connected to these model forms. This session will also explore international practices, case studies and negotiations.

● FARM-OUT AGREEMENT 05 day

Divestment is an essential tool for E&P companies. It can be a strategic, commercial and/or political decision to assign certain participating interest to a third party. This session is going to explore the FOA model forms and the key concerns connected with these model forms. This session will also explore international practices, case studies and negotiations.

Language	Location	Date	Fee(Euro)	Registration Contacts
 English	Tehran-Iran	07-09 August 2017 ۱۶-۱۸ مردادماه	۷۵۰ یورو	مدیر برنامه کامران جوادی ۰۹۱۲۸۳۸۳۹۹۸ ۰۲۱۸۸۵۵۸۷۵۰ kamran@cbcoilandgas.com