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**TRAINING
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OIL & GAS ARBITRATION, MEDIATION AND DISPUTE RESOLUTION

The largest threat to the commercial success of hydrocarbon exploration and exploitation remains the increased propensity for disputes. Disputes between contractual parties, disputes with host communities and disputes with host governments. These disputes are increasingly having a negative impact on investments. It has become a primary consideration for corporations downscaling operations in the face of a globally turbulent industry.

This 4 day executive program on Oil & Gas Arbitration, Mediation and Dispute Resolution is designed to offer an in-depth understanding of appropriate methods and processes for dispute resolution in the oil and gas industry. Participants will analyse frequent areas of conflict, master pre-emptive dispute resolution methods, confidently structure contractual dispute resolution mechanisms and evaluate successful methods for managing disputes. At all times, these skills and tools are intended to assist you in finding the balance between maximizing returns in the short term whilst nurturing valuable long term relationships.

COURSE OUTLINE

- Common/Frequent Issues Leading to Dispute in Oil and Gas Transactions (Factual Case Studies)
- Avoiding & Resolving Disputes: Why it Matters? What is the commercial impact?
- Avoiding Early Pitfalls: Pre-emptive Mechanisms
- Considerations in Agreeing Contractual Dispute Resolution Mechanisms
- Alternative Dispute Resolution Methods: Arbitration; Mediation; Negotiation
- Investment & Risk in Exploration: Arbitration Scenarios
- An In – Depth Understanding of Arbitration for Oil and Gas Transactions
- Arbitration: Strategy, Tactics & Enforcement
- The Use of Expert Determination, Mediation & Conciliation
- Escalation & Mediation
- Managing Multi-Party Disputes

DISPUTE RESOLUTION FOR EXTRACTIVE INDUSTRIES

The extractive industry is defined by a number of key features; it requires massive amounts of investment, has long time horizons for returns, it is high risk and operates in an increasingly challenging regional environment. The potential for disputes are high, particularly for more recent discoveries in burgeoning industries and uncharted regions. A host nation which intends to rapidly develop its extractive industries and attract global investment must give adequate consideration to pre-emptive methods of avoiding common areas of dispute and creating commercially encouraging dispute resolution frameworks.

This 4 day executive stakeholder training course is designed to provide you with a comprehensive understanding of the common causes of dispute within the extractive industry and even more importantly how to effectively avoid and redress these issues in a pragmatic and constructive manner. The program is suitable for executive host nation decision makers as well as project developers.

COURSE OUTLINE

- Overview of the Extractive Industry
- Dynamics of Common Disputes in the Extractive Industry
- Exploring Dispute Resolution Mechanisms
- Foreign Sovereignty – Disputes Over Boundaries
- Host Government Disputes
- Host Community Disputes
- Dispute Resolution Strategies
- Dispute Resolution Processes
- Managing Multi-Party Disputes
- Case Study: Analysing Successful Resolution Methods in Similar Regions



BEST PRACTICES IN ENVIRONMENTAL ASSESSMENT OF PROJECTS & PROGRAMS

As emerging economies experience increases in foreign investments and a rapid growth over several industries, the impact and varying successes of these pioneer projects have emphasized the importance of addressing environment and social impacts early on in the development process. Indeed these assessments have become a crucial part of financing considerations as both Government agencies and private project developers are increasingly confronted with the concerns of host communities and the unexpected task of tackling negative consequences which threaten the success of their project. The environmental impact assessment (EIA), is one of the key tools of sustainable development management and is proving to be particularly critical for emerging economies.

This 2 day programme is designed for public and private sector impact assessment consultants, project managers and public sector policy makers. You'll be taught the key elements of effective EIA policies, how to plan, develop and undertake effective EIA's, how to create sustainable frameworks for evaluating and monitoring compliance according to set out policies. Participants will also be exposed to best practices and case studies in regulatory compliance and legislature relative to environmental protection acts and the critical factors that impact successful implementation.

COURSE OUTLINE

- Environmental Management
- Strategic Environmental Assessment
- The Environmental Impact Assessment (EIA)
- Review of EIA Strategic Mitigation Plan
- Regulating Environmental Issues
- Managing the Project Team
- Leadership Assessment

DRAFTING AND NEGOTIATING POWER PURCHASE AGREEMENTS

As emerging economies desperately push for rapid development of their power infrastructures and lean towards a fully or partly privatized industry, there is need for project participants to become confident in building effective long term contractual relationships which can sustain growth in the sector. The need for clear and balanced agreements are all the more paramount in an industry where contractual relationships span over decades, involve multiple developers, financiers and buyers.

Focusing on the most significant contract in power production, the Power Purchase Agreement (PPA) establishes key contractual relationships within the project and is pivotal in determining its longevity and commercial success. For every PPA each party must strike a balance between advocating for its own interests and finding common ground. Even after an agreement is formed, challenges may occur if the breadth and nuances of relationships are not properly reflected. This 2 day programme equips project participants with a firm understanding of the varying interests and terms in a modern PPA, provides the knowledge and specific skills required to effectively negotiate sustainable terms and confidently design a financially bankable PPA.

COURSE OUTLINE

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| <ul style="list-style-type: none"> ▪ An Introduction to the Decentralised Power Sector ▪ The Role of Power Purchase Agreements (PPA) ▪ The Key Stakeholders ▪ PPA Precedents for Various Generation Models ▪ The PPA: Key Terms and Party Interests ▪ Relevant Legislations and Legal Constraints | <ul style="list-style-type: none"> ▪ Party Obligations and Contract Management ▪ Insurance Matters, Risk Allocation and Mitigation ▪ Weighing Risk Profiles for Key Players in a PPA ▪ Structuring Effective Pricing ▪ Put and Call Options ▪ The Particular Issue of HV Lines Built by a IPP Developer: Investment Cost Recovering Mechanisms |
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OIL & GAS MINI MBA

Despite recent declining market outlooks the Oil and Gas industry continues to expand across already chartered and uncharted territories. Global energy demand is projected to increase by over 50% by 2025 which secures the importance of oil and gas exploration for most economies for the foreseeable future. Nonetheless, during periods of decline and change successful those oil and gas project managers and executives must be prepared to overcome a number of challenges and uncertainties within this highly competitive environment.

The Oil and Gas Mini MBA takes participants through a critical view of all aspects of the industry from a commercial, economic and strategic perspective. During the intensive 5 days, participants will critically review topical case studies with a strong emphasis on the practical application of proven ideas and theories taught. You will explore methods of overcoming financial shortfalls and become a high performing manager.

COURSE OUTLINE

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| <ul style="list-style-type: none"> ▪ Petroleum Geology ▪ Structural Characteristics of the Oil and Gas Industry ▪ Oil Supply Chain and Gas Supply Chain ▪ The Basics of Oil and Gas Exploration and Recovery ▪ The Life Cycle of a Project ▪ Methods of State and Foreign Participation ▪ Government Fiscal Terms and Agreements with Investors ▪ The Changing Role of the NOCs, IOCs and Service Companies ▪ The E&P Company Business Model | <ul style="list-style-type: none"> ▪ Project Investment Appraisal Techniques ▪ Decision Making Under Conditions Of Risk and Uncertainty ▪ Midstream Transportation Options ▪ Refining and Trading Interfaces ▪ Gas Markets ▪ Liquefied Natural Gas ▪ Joint Ventures in the Oil and Gas Business ▪ Transportation and Processing Agreements |
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OIL & GAS MASTER CLASS - LEGAL

The ICE O&G Masterclass Series encompass short courses customized for current and aspiring energy professionals. Utilizing case studies and interactive exercises, you will gain an in-depth understanding of the fundamental workings of the Energy sector and acquire necessary skills required to compete with leading oil and gas professionals internationally.

For this 4 day program you participants will cover the genesis and structure of the oil and gas value chain, the legal frameworks which support its commercial interests and key commercial contract in the industry. In particular you will look at pertinent clauses, accepted industry trend and ultimately learn how to craft and negotiate sustainable contractual relationships.

COURSE OUTLINE

- Overview of the Oil and Gas Industry and Integrated Value Chain
- Applicable Laws and Regulatory Compliance
- Synthetic Acquisition Structures
- Licensing Agreements; Offshore Rig Hire Agreements; EPC Contracts and other Risked Based Contracting
- Contractual Obligations and Liabilities
- Indemnities and Guarantees
- Host Government Rights and Obligations
- Key International Bribery Legislations
- Oil & Gas Taxation: Fiscal Law & Policy
- The Importance of Decommissioning Termination Clauses and Effective Dispute Resolution Mechanisms

OIL & GAS MASTER CLASS - FINANCE

The ICE O&G Masterclass Series encompass short courses customized for current and aspiring energy professionals. Utilizing case studies and interactive exercises, you will gain an in-depth understanding of the fundamental workings of the oil and gas sector and acquire necessary skills required to compete with professionals internationally.

On this 4 day program participants will analyse common financing sources, understand risk analyses methods and profiles, key finance documentation and models. Using practical case studies you will be able to confidently consider real financing options and structures for any oil and gas transaction.

COURSE OUTLINE

- Overview of the Oil and Gas Industry and Integrated Value Chain
- Applicable Laws and Regulatory Compliance
- Qualitative & Quantitative Risk Analysis
- Understanding Upstream Oil & Gas Financing
- Getting to Grips with Refinery Finance
- Oil & Gas Transmission and Distribution Lending
- Liquefied Natural Gas Finance
- Other Downstream Finance – Petchem and Gas – to – Liquids
- An Introduction to Project Financing and Cash Flow Modelling

NEGOTIATING SUCCESSFUL GAS & LNG CONTRACTS

The global gas and LNG market is rapidly evolving into an interesting area of opportunity for emerging gas producers. Across Africa governments are exploring how to appropriately capitalize on their wealth of gas supply for both local and international demand. As they move into unchartered territories the role of the Gas or LNG Sales Contract is more crucial to the success of a project than ever before.

The global nature of the industry brings challenges in terms of cultural variances, complex commercial terms and unpredictable pricing which have a direct impact on the risks involved. As a result, the challenges facing Commercial Managers in the Gas and LNG sectors are ever increasing. This 3 day training programme is designed to strengthen an understanding of the global Gas market and significant contractual trends, and also provide practical skills to negotiate successful agreements. Participants should expect to gain a firm understanding or how to manage and overcome common challenges to ensure their commercial success.

COURSE OUTLINE

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| <ul style="list-style-type: none"> ▪ The Essence of LNG and Gas Sales Contract ▪ The Contractual Chain in Gas Development ▪ Economic Assessment of Gas Contracts ▪ The Commercial Structure ▪ Current Practice and Trends in Gas and LNG Contracts | <ul style="list-style-type: none"> ▪ Pipeline Gas Contracts ▪ Arbitrage and Value Chain ▪ LNG Sales Contract ▪ The Full Gas Contract ▪ Commercial Gas Fiscals ▪ Negotiating Skills and Key Risk Mitigating Area |
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PROJECT FINANCING FOR ENERGY & INFRASTRUCTURE PROJECTS

This training provides a detailed and thorough grounding in the most important features and skills required when structuring project financing for a range of energy and large scale infrastructure projects. Participants will explore the benefits and rationale for project financing, confidently analyse and value project finance deals, and navigate the entire process from initial agreement to final completion. This programme is a practical and interactive 3 day session that is designed to assist you in building business skills to add real time value to your organisation.

COURSE OUTLINE

- What is Project Finance?
- Sponsors and Lenders/The Lender's Risk Analysis
- Other Sources of Debt Finance and Risk Mitigation
- The Project Finance Process
- Project Financing Documentation and Due Diligence
- Credit Criteria and Cashflow Modelling
- Sustainable Lending – the Equator Principles
- Energy Project Finance
- Infrastructure Project Finance
- PFI/PPP Projects
- Exploring Common Pitfalls

UNDERSTANDING LOCAL CONTENT LAWS AND POLICY

Managing natural resources for the benefit of host nations and towards building a strong economic basis for future generations must be a priority for the political leadership over the next 10-20 years. Many resource-rich countries accept the importance of Local Content provisions and integrate a range of requirements for local content within the legal and regulatory framework. For those navigating commercial transactions in these regions it is imperative that you have a confident understanding on Local Content laws and requirements and how it may impact your project.

This 3 day programme explores the Local Content legislation within your region and implications to the structure and development of a project. Participants will learn how to develop an effective local content strategy that enhances the effectiveness of your corporate activities, structure a project which complies with the letter and spirit of local content requirements and also confidently complete required documentation and on-going monitoring requirements.

COURSE OUTLINE

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| <ul style="list-style-type: none"> ▪ Introduction to Local Content Principles ▪ Local Content Regulation and Overseeing Bodies ▪ Local Content Legislation in Your Region ▪ Employment Requirements ▪ Procurement Requirements ▪ Training Requirements ▪ Technology Transfer | <ul style="list-style-type: none"> ▪ Monitoring and Enforcement Mechanisms ▪ Government Obligations ▪ Public Private Local Content Programs ▪ Building Relationships within Host Communities ▪ Preparing Local Content Documentation |
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EFFECTIVE LOCAL CONTENT DEVELOPMENT: REPORTING & METRICS

An effective Local Content policy must encompass key structures for reporting and industry metrics. Understanding that local content policy must be designed specific to each region, establishing strong structures for reporting and metrics is essential to facilitate monitoring and responsive adjustments that would result in a truly impactful local content policy for your region. These metrics should be simple to measure to ensure industry acceptance and consistency in results.

This executive 3 day programme, provides an in-depth analysis of effective reporting and metrics requirements and frameworks. Participants will learn how to design bespoke metrics to review the outcomes and results of their local content programs, the quality of existing implementation and monitoring processes; assess any 'real' progress being made by participating commercial corporations, assess "real" compliance; and monitor any progress made in implementing capacity-building programs for the industry. This program is highly practical and intended to develop immediately applicable skills and ideas.

COURSE OUTLINE

- An Introduction to Local Content Development
- Myths of Local Content Reporting
- A Typology of Local Content Metrics
- In-House Local Content: Headcount vs Wage Value
- Defining the 'Local' Supplier
- Importance of Description and Context
- Rules of Origin and Local Content
- IncoTerms and Local Content
- Measuring Supplier Development
- The Missing Metrics
- Continued Monitoring And Ensuring 'Real' Compliance

EFFECTIVE LOCAL CONTENT DEVELOPMENT: INTERNATIONAL BEST PRACTISE AND TRENDS

Many host Governments have developed and pursued various local content improvement strategies; some successful and others not. Whilst a truly effective local content policy is usually designed to the specific needs of the Host, there is basis for a critical review of particularly successful or disastrous strategies and actions, and common elements within your region which can inform the development of your bespoke local content policy.

This 2 day programme on International Best Practices and Trends in Local Content presents live casestudies of local content regulations and structures in key regions. It includes an in-depth review of successful national policies, vocational training, small and medium sized enterprise support programs, transparent and independent regulatory oversights, and different forms of preference for local industry and workers amongst other trends. Participants will not only review and deeply analyse these trends and best practise but practically make immediate proposals for application within their own region.

COURSE OUTLINE

- Introduction to Local Content Development
- General Elements of Local Content Requirements
- A Critical Review: The Brazil Model:
- The Norway Model
- Indonesia Model
- Angola Model
- Kazakhstan Model
- Relevant WTO Disputes and Provisions
- Notable Success Factors/ Trends
- Reporting, Monitoring and Metrics
- Developing Bespoke Adoption Models



FUNDAMENTALS OF HYDROCARBON INVESTMENT APPRAISAL AND ECONOMIC MODELLING

Oil and Gas projects require significant capital outlay to fund the suite of activities required to monetize the discovered resources. These activities typically involve the following chronological phases: exploration & appraisal, infrastructure development & commissioning, production operations, and eventually decommissioning and reclamation.

This 4 day course on the Fundamentals of Hydrocarbon Investment Appraisal and Economic Modelling introduces participants to a structured approach to appraising hydrocarbon investment opportunities to enable screening and comparison of multiple options and thereby ensure Decision Makers have the relevant information to make the optimal decisions for allocation of scarce resources. Participants will be taught how to build a basic excel-based economic model and use it to evaluate the viability of different types of Oil and Gas investment opportunities.

COURSE OUTLINE

- Understanding the range of Oil & Gas investment opportunities
- Introduction to Investment Appraisal Techniques
- Building the Project Case vs an Alternative Investment Case
- Developing a basic Economic Model
- Understanding Economic Indicators and Discounted Cashflows
- Recognition of Qualitative Considerations in addition to Quantitative Considerations
- Putting it all together – the Decision Support Pack