

**Training Title**

**OIL & GAS CONTRACT**

**Training Duration**

**5 days**

**Training Venue and Dates**

|       |                    |   |                        |         |                     |
|-------|--------------------|---|------------------------|---------|---------------------|
| REF#  | OIL & GAS CONTRACT | 5 | 01-05 November<br>2021 | \$5,500 | Istanbul,<br>Turkey |
| SL014 |                    |   |                        |         |                     |

In any of the 5 star hotels. The exact venue will be informed once finalized.

**Training Fees**

- 5,500 US\$ per participant for Public Training includes Materials/Handouts, tea/coffee breaks, refreshments & Buffet Lunch.

**Training Certificate**

Define Management Consultancy & Training Certificate of course completion will be issued to all attendees.

**TRAINING DESCRIPTION**

Understanding contract law has become an essential part of conducting our daily business functions. Whether you are in purchasing, contract management, subcontracts, project management, general management or sales, you are constantly involved with legal and contract principles, sometimes without even realizing it.

Your ability to be effective and to keep your company out of costly and time-consuming legal disputes depends on your knowledge or relevant laws, but also on the ability to read and understand Contracts, and to draft or re-write such Contracts effectively.

Too often the wording used in Contracts is not properly understood by those who are making decisions relating to those Contracts, and non-specialists are reluctant to get involved in the process of drafting and amending the documents which are critical to their company's success. There may also be problems in assessing amendments proposed by the other party, and determining whether these are reasonable, or are eroding your company's position.

This course is not intended to provide a full training in contract law. It is, however, intended to provide insight into how Contracts are drafted and amended, and to

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provide delegates with hands-on experience in dealing with drafting and negotiating Contracts, and to explain the reason behind the sometimes strange language that is used. The course will deal with Contracts written in the English language, and follow principles widely used in international contracting.

### TRAINING OBJECTIVES

- Provide an understanding of contract structures, and how and why contracts are drafted in particular ways
- Enhance understanding of the legal principles behind contracts
- Provide an understanding of the main ways of commitments with third parties
- Provide an understanding of some of the main clauses in different types of agreements
- Explain the commercial impact of particular provisions.
- Discuss the differences between similar clauses in different international standards
- Show how to develop your own “standard” clauses
- Develop an understanding of when to accept proposed amendments, and when to reject them, including how to give clear reasons for such rejection
- Give practice in amending documents to meet particular requirements, including the use of Special Conditions
- Provide strategies and tactics for negotiating on possible contract amendments
- Explain how to use contract provisions to reduce the risk of disputes.
- Provide methods of reviewing the contract to avoid any misinterpretation and assure the existence of balanced terms and conditions
- Where disputes do arise, show how the contract can be used to minimize these disputes, and some of the methods by which disputes are resolved in international contracting

### WHO SHOULD ATTEND?

- Contract Administrators
- Contracting Unit Supervisors
- Project Engineers and Project Managers
- Claims Managers and Business Audit Officers

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- **Contract Strategists**
- **General Managers involved in contract negotiation**
- **Commercial Managers**
- **Purchasing Officers & Supervisors**
- **Buyers**
- **Supply Managers**

**TRAINING METHODOLOGY:**

A highly interactive combination of lectures and discussion sessions will be managed to maximize the amount and quality of information and knowledge transfer. The sessions will start by raising the most relevant questions, and motivate everybody find the right answers. You will also be encouraged to raise your own questions and to share in the development of the right answers using your own analysis and experiences. Tests of multiple-choice type will be made available on daily basis to examine the effectiveness of delivering the course. Very useful Course Materials will be given.

- **30% Lectures**
- **30% Workshops and work presentation**
- **20% Group Work & Practical Exercises**
- **20% Videos & General Discussions**

**DAILY OUTLINE**

**Legal Aspect & Contracting Fundamentals**

- **Why we use contracts**
- **Contract in laws**
- **Types of Contracts**
- **Contracts Risks and risk management**
- **Forms of Contract**
- **Battle of Forms**
- **The key elements of a contract**
  - **Formal Elements**
  - **Substantive Elements**
- **The basic structure of a contract**
- **Punctuation in drafting a contract**
- **Drafting Parameters**
- **Drafting Principles**
- **How to draft a contractual term?**

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## Ways of Commitment

- Direct Award
- Negotiation
- Tendering Process
- Scope of Work (Conformance & Performance types)
- Invitation to Tender and Tender Document
- Instruction to bidders
- Bonds
- Procedures of Opening Sealed Bids
- Technical Evaluation
- Commercial Evaluation
- Fax of Award

## Main Contract Clauses

- Standard Forms
- Form of Agreement
- Obligation to deliver/perform
- Standard Clauses
- Parties
- Preamble
- Definitions
- Interpretation
- Term
- Termination
- Entire Agreement
- Severability
- No Assignment and No Waiver
- Confidentiality
- Notices
- Language
- Survival
- Counterparts

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- Independent Contractor
- Warranty/Guarantee/Maintenance
- Payment / Auditing
- Exemption Clauses
- Force Majeure
- Hardship
- Liquidated damages
- Indemnity and Insurance / Limits of liability
- Suspension
- Liquidated damages/penalties
  
- Other Special Clauses
- Variations and changes
- Product liability and defective goods - rejection
- Acceptance and Certificates
- Intellectual property
- Title
- Taxation
- Social Insurance
- Customs Clearance
- HSSE
- Business Ethics

## Resolution of Disputes

- Applicable Law, Conflict of Laws
- Dispute Resolution clauses
- Negotiation, compromise and settlement
- Litigation
- Arbitration
- Alternative Dispute Resolution – Mediation
- Avoiding disputes by sound contract management
- How to avoid contract misinterpretation/Violation?
- Stimulation
- What If Game?
- What Next Game?
- Areas of Concern
- Check List

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## Contract Negotiation

- Principles of contract negotiation
- Definitions of negotiation
- The aims of a negotiation
- Styles of negotiation
- Sources of power
- Developing the plan and gathering information
- Creating variables and setting targets
- Organizing the team and allocating roles
- Setting the negotiation strategy
- List your assumptions
- SWOT analysis
- Set your Objectives
- Body Language

NOTE:

**Pre & Post Tests will be conducted**

**Case Studies, Group Exercises, Group Discussions, Last Day Review & Assessments will be carried out.**

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