

**International Petroleum Transactions Syllabus**  
**University of Houston Law Center**  
**Fall, 2021**

**Denney L. Wright**

Professor of Practice  
University of Houston Law Center  
TUII, MPS Room 203M

Office phone: (713) 743-6253  
Cell: (713) 870-6786

E-mail: [dlwhouston@aol.com](mailto:dlwhouston@aol.com) or [dlwright2@central.uh.edu](mailto:dlwright2@central.uh.edu)

**Faculty Assistant:**

Harold Bradford

E-mail:  
[hpbradfo@central.uh.edu](mailto:hpbradfo@central.uh.edu)  
Phone: (713) 743-7804

**Text**

King and Spalding, *Upstream Government Petroleum Contracts*, Juris Publishing, Inc., 2017 Ed. (ISBN 978-1-57823-507-0).

**Other Text Resources (supplements to required text for optional reference)**

Smith, Dzienkowski, et. al., *International Petroleum Transactions*, Rocky Mountain Mineral Law Foundation, 3d Ed. 2010 (ISBN 978-1-882047-48-2). Page references will be included on Assignment Sheet FYI -- this book is available in the UHLC Law Library.

Jarlsby and Pereira, *Petroleum Fiscal Systems*, PennWell, 2018 Ed. (ISBN 978-1-593704-80-3) – general supplement.

Johnston, *International Petroleum Fiscal Systems and Production Sharing Contracts*, PennWell, 1994 Ed. (ISBN 100-87814-426-9) – general supplement.

**Other Resources**

Join the **Association of International Petroleum Negotiators (AIPN)** and add membership to the UHLC Chapter gaining access to 15 model contracts which we will be studying in class. Membership also gives access to the *Journal of World Energy Law and Business*.

The incoming President of the UHLC AIPN Chapter will be invited to our Class to highlight UHLC AIPN activities and benefits of membership in the UHLC Chapter. Go to [www.aipn.org](http://www.aipn.org) for additional information and to register as a student member. Feel free to use me as your member reference using my UH email address [dlwri2@central.uh.edu](mailto:dlwri2@central.uh.edu). AIPN awards scholarships and holds a writing competition you may find helpful/of interest as well. We will arrange for an AIPN Panel Discussion during one of our early classes. This panel will be chaired by John Bridges, Executive Director of AIPN here in Houston. We will also invite several other guest speakers over the semester to classes on dates yet to be determined.

Access the **Environment Energy and Natural Resources (EENR) Center** on the UH Law Center website. Explore programs and opportunities in the energy sector including the EENR newsletter, all of which should be helpful in expanding your knowledge and network in the Energy sector.

### **International Petroleum Transactions Course Overview**

International Petroleum Transactions introduces the student to the international petroleum business. IPT will provide an overview of the laws, contracts and legal issues that arise between host governments and oil companies that seek to invest in and develop oil and gas owned by the host governments. We will first explore the world of energy including the latest energy outlooks from major international energy experts. We will explore host country issues and National Oil Companies (NOCs), today's largest players in the energy industry. Ownership of mineral rights and governing laws during development are a backdrop to an intensive look at political and economic risks of international energy investment.

Students will gain an understanding of the myriad of agreements that facilitate international petroleum development. Specifically, we will study concession agreements, production sharing agreements, risk- service contracts and participation agreements. Agreements for joint development and operations will be surveyed as well as seismic, drilling and well-services contracts.

International dispute resolution is crucial to understand in context of the international petroleum business and in light of the various legal agreements that facilitate the development activity. Other topics include indigenous title and human rights and the environment that are critical to a sustainable development model. Once exploration and development is implemented, the class will explore international oil market issues and crude oil sales as well as natural gas and liquefied natural gas, time permitting.

### **Prerequisites**

Oil and gas law is not required but would be helpful.

**General Class Guidelines:**

*Whether this class will be virtual through Zoom, an in-classroom experience, or a combination or HYBRID format will be determined closer to the start of the semester.* Regardless, a full assignment sheet will be posted and supplemented from time-to-time online at the International Petroleum Transactions site on UH Blackboard -- the central communication tool for the class. In addition to assigned reading in the King and Spalding text, optional readings will be posted in the Smith text if a student desires further details or a different perspective. Model contracts will be posted on the class site and available on the AIPN site, along with other materials pertinent to the study of International Petroleum Transactions. The Jarlsby/Pereira and Johnston texts are two additional resources you can reference if further details and/or perspectives are desired.

*Please prepare for each class by reading the assigned pages in the King and Spalding text as well as any supplement materials provided on our Blackboard site. **Optional readings in the Smith or other texts serve only to supplement the King and Spalding assigned readings and any posted materials on our UHLC BlackBoard class site.***

Class will be conducted utilizing a mixture of lecture and random recitation on any cases, problems and other assigned materials. Each student should log on to our Zoom class per the invitation that will be sent out. Active participation will be expected by all students. If you are not prepared for class, please let me know in advance, but class attendance is strongly recommended whether or not prepared. **Active participation in our classroom discussion and problems, whether live or via Zoom, may be reflected positively in your final grade -- excessive lack of preparation or absences may be reflected negatively in your final grade.**

The class will be recorded on Zoom and/or Mediasite and posted on our BlackBoard site for your reference during the semester. This is not in lieu of attending class, but should aid student review of class discussion and materials presented by the Professor or Guest Lecturers. Class roll will be taken utilizing Zoom or live sign-in for each class.

***Students will be allowed to elect Pass/Fail grading for IPT this semester.*** Please consult the pages 17-19 in the Student Handbook and contact the UHLC Student Services Office to answer any questions on the P/F option. If P/F is not elected, students will be assessed consistent with the standard UHLC assessment guidelines including the class participation adjustment outlined in this Syllabus.

**Office Hours:**

I will generally be available briefly after each class. If you desire to meet separately after class or at another convenient time, please send an email requesting an appointment that may be live or via Zoom. Should you have questions on the materials covered during class, feel free to send an email and I will provide input either by return email or during the next class meeting.

**Final Exam:**

A three-hour final examination will be administered to determine your class grade. The exam will consist of up to four essay questions and will be administered consistent with exam guidelines issued for Fall 2021. The exam will be open book and open notes. You are responsible for anything covered in class as well as any assigned reading materials whether or not highlighted in class. You are not responsible for any supplemental readings suggested but may find supplemental readings to be helpful in understanding the assigned materials.

**Student Information/Background Survey:**

Please fill out a student information sheet (posted online on the International Petroleum Transactions class site) and send it via email as soon as possible. The information requested includes your name, undergraduate course of study, law school status, current/past relevant experience in oil and gas and current (or past) employment if relevant. This information will enhance communications and will provide background information which should be helpful in focusing classroom discussion. As noted above, *the primary communication tool for class materials and announcements will be online at the International Petroleum Transactions class site on UH Blackboard.*

**A final note:** Counseling and Psychological Services (CAPS) can help students who are having difficulties managing stress, adjusting to the demands of a professional program, or feeling sad and hopeless. You can reach CAPS ([www.uh.edu/caps](http://www.uh.edu/caps)) by calling 713-743-5454 during and after business hours for routine appointments or if you or someone you know is in crisis. No appointment is necessary for the “Let's Talk” program, a drop-in consultation service at convenient locations and hours around campus. ***See:*** [http://www.uh.edu/caps/outreach/lets\\_talk](http://www.uh.edu/caps/outreach/lets_talk).