

**International Petroleum Transactions Syllabus**  
**University of Houston Law Center**  
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**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 “on hold” for our class 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 Energy Negotiators (AIEN)** 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 AIEN Chapter, Andrew Lambrecht, will be invited to our Class to highlight UHLC AIEN activities and benefits of membership in the UHLC Chapter. Go to [www.aien.org](http://www.aien.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 which is [dlwrigh2@central.uh.edu](mailto:dlwrigh2@central.uh.edu). AIEN awards scholarships and holds a writing competition you may find of interest as well. We plan to organize an AIEN Panel Discussion during one of our early classes. John Bridges, Executive Director of AIEN here in Houston, will be invited to chair this panel discussion. 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 energy 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 considering 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. We will also discuss the transition of the energy business to a lower carbon emissions environment throughout the semester.

### **Prerequisites**

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

### **General Class Guidelines:**

*Our class will be conducted live in Law Room 310. Assuming the technology is available in our Law classroom, we will consider offering a Zoom option as well. This option is for limited times that may necessitate virtual attendance by a student. We will post a recording of each class to use in your overall class review and preparation. A full assignment sheet will be posted and supplemented from time-to-time online at the International Petroleum Transactions site on UH Canvas -- 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 AIEN 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 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 Canvas 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 Canvas 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 plan to attend class. If a Zoom option becomes available, students will have the option to tune into the class, but this is on an exception basis as face-to-face classes will still be preferred. A Zoom attendee is expected to participate in the class discussion just as if in live attendance. Posted recordings, once available, will also serve as a backup to live or Zoom attendance, but should be used predominately as a review feature. 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 may be reflected positively in your final grade -- excessive lack of preparation or absences may be reflected negatively in your final grade.**

To reiterate, the class will be recorded and posted on our Canvas 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 a sign-in for each class.

**Students will be allowed to elect Pass/Fail grading for IPT this semester.** Please consult 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 before class or briefly after each class. If you desire to meet separately before or after class or at another convenient time, please send an email requesting an appointment. We can also set up a Zoom “office meeting” if desired/preferred. 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 multiple problems -- short answer questions counting for approximately 30% of the grade, essay questions--generally one or two page essays--counting for approximately 50% of the grade and true/false questions counting for approximately 20% of the grade. 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 Canvas 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 Canvas.*

**Other Important Items:**

**UHLC Honor Code and AI:**

A. *Honor Code*

The UHLC Honor Code applies to all aspects of this course. You are responsible for knowing all Honor Code provisions and for complying with the Honor Code. Please inquire if you have any questions regarding how the Honor Code's provisions apply to specific activities or situations related to this course. Your continuing enrollment in this course is deemed to be a pledge by you under the Honor Code to comply with the Honor Code in relation to this course and to comply with the instructions in the course syllabus.

B. *AI Generated Text*

The software technology known as artificial intelligence has recently expanded its capability to generate text (AI Generated Text). Examples of the technology include what are known as "generative" large language models (LLMs), and a specific implementation what is well known in the general public is ChatGPT. These systems can generate text in response to prompts and/or input of other text/documents/code/images. The output, the AI Generated Text, appears to have human-mimicking "intelligence" and is thus potentially usable as a substitute for written work product one might generate themselves. AI Generated Text can include computer code or programs as well as human language content.

Your continuing enrollment in this course is deemed to be a pledge by you under the Honor Code to not prompt, generate, obtain, read, or use any AI Generated Text in relation to any activity or assessment in this course. This applies to AI Generated Text from yourself or others. This pledge includes that your assessment work product in the course is without any contribution from AI Generated Text. This specifically extends to the plagiarism policy and unauthorized aid/materials parts of the Honor Code: AI Generated Text will be treated as from another/other in applying the plagiarism policy to this course. The term "assessment" means any work product generated for this course that is submitted to the instructor or presented in a class session, regardless whether it is graded content or not. Assessments include mid-terms and final exams. AI Generated Text may not be used in the development or drafting of any assessments created by you in a non-proctored environment.

**Other Items:**

C. *Mental Health and Wellness Resources*

The University of Houston has a number of resources to support students' mental health and overall wellness, including CoogsCARE and the UH Go App. UH Counseling and Psychological Services (CAPS) offers 24/7 mental health support for all students, addressing various concerns like stress, college adjustment and sadness. CAPS provides

individual and couples counseling, group therapy, workshops and connections to other support services on and off-campus. For assistance visit [uh.edu/caps](http://uh.edu/caps), call 713-743-5454, or visit a Let's Talk location in-person or virtually. Let's Talk are daily, informal confidential consultations with CAPS therapists where no appointment or paperwork is needed.

The Student Health Center offers a Psychiatry Clinic for enrolled UH students. Call 713-743-5149 during clinic hours, Monday through Friday 8 a.m. - 4:30 p.m. to schedule an appointment.

The A.D. Bruce Religion Center offers spiritual support and a variety of programs centered on well-being.

Need Support Now? - If you or someone you know is struggling or in crisis, help is available. Call CAPS crisis support 24/7 at 713-743-5454, or the National Suicide and Crisis Lifeline: call or text 988, or chat [988lifeline.org](http://988lifeline.org).

D. *Title IX/Sexual Misconduct*

Per the UHS Sexual Misconduct Policy, your instructor is a “responsible employee” for reporting purposes under Title IX regulations and state law and must report incidents of sexual misconduct (sexual harassment, non-consensual sexual contact, sexual assault, sexual exploitation, sexual intimidation, intimate partner violence, or stalking) about which they become aware to the Title IX office. Please know there are places on campus where you can make a report in confidence. You can find more information about resources on the Title IX website at <https://uh.edu/equal-opportunity/title-ix-sexual-misconduct/resources/>.

E. *Reasonable Academic Adjustments/Auxiliary Aids*

The University of Houston is committed to providing an academic environment and educational programs that are accessible for its students. Any student with a disability who is experiencing barriers to learning, assessment or participation is encouraged to contact the Justin Dart, Jr. Student Accessibility Center (Dart Center) to learn more about academic accommodations and support that may be available to them. Students seeking academic accommodations will need to register with the Dart Center as soon as possible to ensure timely implementation of approved accommodations. Please contact the Dart Center by visiting the website: <https://uh.edu/accessibility/> calling (713) 743-5400, or emailing [jdcenter@Central.UH.EDU](mailto:jdcenter@Central.UH.EDU).

F. *Recording of Class*

Students may not record all or part of class, livestream all or part of class, or make/distribute screen captures, without advanced written consent of the instructor. If you have or think you may have a disability such that you need to record class-related activities, please contact the Justin Dart, Jr. Student Accessibility Center. If you have an accommodation to record class-related activities, those recordings may not be shared with any other student, whether in this course or not, or with any other person or on any other platform. Classes may be recorded by the instructor. Students may use instructor's recordings for their own studying and notetaking. Instructor's recordings are not authorized

to be shared with anyone without the prior written approval of the instructor. Failure to comply with requirements regarding recordings will result in a disciplinary referral to the Dean of Students Office and may result in disciplinary action.

G. *Resources for Online Learning*

The University of Houston is committed to student success, and provides information to optimize the online learning experience through our Power-On website (<https://uh.edu/power-on/learning/>). Please visit this website for a comprehensive set of resources, tools, and tips including: obtaining access to the internet, AccessUH, Blackboard, and Canvas; using your smartphone as a webcam; and downloading Microsoft Office 365 at no cost. For questions or assistance contact UHOnline@uh.edu.

H. *UH Email*

Please check and use your CougarNet email for communications related to this course. Faculty use the CougarNet email to respond to course-related inquiries such as grade queries or progress reports for reasons of FERPA. To access your CougarNet email, login to your Microsoft 365 account with your CougarNet credentials. Visit University Information Technology (UIT) for instructions on how to connect your CougarNet e-mail on a mobile device.

I. *Webcams*

Access to a webcam is required for students participating remotely in this course. Webcams must be turned on (state when webcams are required to be on and the academic basis for requiring them to be on). (Example: Webcams must be turned on during exams to ensure the academic integrity of exam administration.)

J. *Security Escorts and Cougar Ride*

UHPD continually works with the University community to make the campus a safe place to learn, work, and live. The security escort service is designed for the community members who have safety concerns and would like to have a Security Officer walk with them, for their safety, as they make their way across campus. Based on availability either a UHPD Security Officer or Police Officer will escort students, faculty, and staff to locations beginning and ending on campus. If you feel that you need a Security Officer to walk with you for your safety, please call 713-743-3333. Arrangements may be made for special needs.

Parking and Transportation Services also offers a late-night, on-demand shuttle service called "Cougar Ride" that provides rides to and from all on-campus shuttle stops, as well as the MD Anderson Library, Cougar Village/Moody Towers and the UH Technology Bridge. Rides can be requested through the UH Go app. Days and hours of operation can be found at <https://uh.edu/af-university-services/parking/cougar-ride/>.

K. *Syllabus Changes*

Please note that the instructor may need to make modifications to the course syllabus. Notice of such changes will be announced as quickly as possible through Canvas as well as highlighted in class.

Professor Wright  
International Petroleum Transactions Syllabus  
August 10, 2023