



Structuring Legal Agreements for PPPs and Concession Contracts

March 19-30, 2018 | Washington, DC (6.0 CEUs)

Course Description

Contracts and legal agreements are at the heart of any public-private partnership (PPP) transaction. With sound agreements, PPPs and concessions can achieve the objectives set forth by governments. With poorly structured agreements, these partnerships have a higher likelihood of failing. With hundreds of millions of dollars at stake, it is imperative that time and money are well spent in designing good PPP and concession contracts.

In this course offered by the Institute for Public-Private Partnerships, A Tetra Tech Company (IP3), participants will learn best practices in creating, negotiating, and implementing sound PPP and concession contracts. Through the use of presentations, case contract reviews, and simulation exercises, participants will deepen their understanding of the key elements of successful PPP and concession contracts, how risks are effectively allocated, and how to develop negotiation skills. The course will describe key financing agreements typically required by lenders in project finance transactions. The course also includes a discussion of key risks and mitigation techniques, and how to handle contract disputes.

Learning Outcomes

By successfully completing this course, participants will be able to:

- Compare the structure and design of legal agreements for PPP infrastructure projects between public agencies and private investors
- Examine effective legal contracts within a regulatory framework
- Identify all relevant project risks: engineering, financial, economic, design/build, political, social
- Analyze and review legal documents including concession, offtake, and other types of PPP contracts and key financing agreements
- Identify how to take advantage of international best practices to improve personal or organizational negotiating position vis-à-vis international investors and partners
- Develop effective negotiation strategies to reduce costs and delays in procurement and project development
- Design a strategic legal agreement action plan

Course Offering

Dates: March 19-30, 2018

Location: Washington, DC

Code: 5000-WA

CEUs: 6.0

Tuition: \$5,500

Become a Specialist

IP3 is an accredited provider of Continuing Education Units (CEUs) as sponsored by the International Association for Continuing Education and Training (IACET).

Successful completion of this course will award 6.0 CEUs.



Who Should Attend

- Legal staff from national line ministries, state infrastructure agencies, and municipal governments
- Legal staff from PPP and privatization units, and investment agencies responsible for infrastructure development
- PPP transaction advisors, legal counselors, and project developers
- Legal staff from regulatory bodies
- Staff of bilateral and multilateral international development organizations

Course Tuition Includes

- All training sessions/materials
- Presentations
- New computer for each participant
- Web-based course content/software
- High-speed internet access
- Receptions and tours
- Daily refreshments and lunch voucher
- Enrollment in professional certification program
- Professional certification counseling

Course Contents



PPP Contracts in Infrastructure

- Application of investment acts and laws to PPP concession law requirements
- Review of various types of PPP contracts: service/management contracts, leases, and BOT concessions
- Structuring the SPV: legal issues in establishing the SPV project company and key provisions of the SPV contract, including sharing of profits and losses, voting and control issues, and transferring ownership interests in the project company
- Selecting and applying the most appropriate PPP technique
- Balancing contract terms and regulatory requirements
- Understanding the security package of interlocking agreements
- Case examples from the transportation, energy, water, health, education, and other infrastructure sectors

Contract Risk Identification and Allocation: Creating the Legal Due Diligence Checklist

- Relevant project risks: engineering, financial, economic, design/build, political, social
- Developing a risk matrix to evaluate, allocate, and mitigate risks for all relevant stakeholders
- Understanding possible government guarantee requirements
- Elements of the legal due diligence and linkages to risk management

Developing the Key PPP Contract Clauses

- Parties to contracts and roles, responsibilities, and risk allocation
- Technical and financial terms and performance requirements
- Dispute resolution and arbitration clauses
- Review of sample PPP contracts

Procurement Procedures, Award, and Negotiation

- Understanding the PPP procurement cycle
- Linking technical and financial feasibility to the procurement process
- Managing a PPP procurement and award announcement in an accountable and transparent way
- Key negotiation planning strategies

Institutional Requirements to Structure Bankable PPP Projects

- Capacity requirements necessary to conduct feasibility studies, risk allocation, and financial modeling and rationale for PPP units
- Using a PPP unit to structure, promote, and monitor viable PPP projects; institutionalize the procurement process; and serve as a communication tool

Designing Effective Dispute Resolution and Mediation Procedures to Manage Contract Failure

- Strategies to incorporate dispute resolution and arbitration procedures
- Managing a dispute process
- Examining the options for international arbitration protocols: UNCITRAL, FIDIC, ICC, AAA, and ICSID rules

Action Planning

About IP3

IP3 is a leading, global provider of PPP consulting and capacity building services. IP3 provides institutional support to public and private sector entities engaged in PPP projects around the world, helping mobilize private sector expertise and resources to enhance the quality and availability of infrastructure for public services.

IP3 has trained more than 35,000 officials from over 175 countries on PPP programs and opportunities, regulation operations and management initiatives, competitive utility management reform, and public policy and good governance.

Our experts have worked with more than 600 government agencies, ministries, and organizations, including some of the world's most influential institutions.



The Institute for Public-Private Partnerships

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