

Best practices in developing and protecting investments in privately financed infrastructure projects

30-31 August 2007

Rio de Janeiro, Brazil

Don't miss this highly topical event!

This conference will focus on the key success factors for the application of PPP in Latin America and the most important issues for international construction projects. There will be particular emphasis on recent projects and new developments in PPP from around the world, especially Latin America. Construction contract models, international standard forms, ADR methods on construction disputes and risk management will also be discussed.

Who should attend?

Legal practitioners, government officials and representatives from the financial and construction industries with a particular interest in Latin America.

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Conference Co-Chairs

Julio Cesar Bueno *Pinheiro Neto Advogados, Brazil*
 Marc Frilet *Frilet et Associes, France*
 Arent Van Wassenauer *Allen & Overy LLP, Netherlands; Secretary-Treasurer, Section on Energy, Environment, Natural Resources and Infrastructure Law, IBA Legal Practice Division*

Local Host Committee

Veirano Advogados
 Barretto Ferreira Kujawski Brancher e Gonçalves
 Castro Barros Sobral e Gomes
 Clifford Chance
 Dias Carneiro Advogados em Associação com Uria Menendez
 Machado Meyer Sendacz e Opice Pinheiro Neto Advogados
 Tauil Chequer e Mello Advogados Associados a Thomson & Knight LLP
 TozziniFreire Advogados

0730 – 0845

Registration at The Copacabana Palace Hotel

0845 – 0900

Welcome and opening remarks

Julio Cesar Bueno
 Marc Frilet
 Arent Van Wassenauer

0900 – 1030

Recent experiences with public and private partnerships in Latin America

A look at recent experiences with public and private partnerships in Latin America: what went right, what went wrong. What types were used: concession type, availability type, privatisations, “private PPPs”, PPPs in the mining sector, greenfield/brownfield, with public and/or private finance, and to what degree of success.

Speakers

Patricia Nunez *Nunez Munoz & Cia Ltda Abogados, Chile; Chair, Mining Law Committee, IBA Legal Practice Division*
 Jaime Herrera *Posse Herrera & Ruiz, Colombia; Vice-Chair, Latin American Regional Forum, IBA Legal Practice Division*
 Roberto Hernandez *COMAD, Mexico; Chair, Government Procurement Subcommittee, IBA Legal Practice Division*
 Marcelo Viveiros de Moura *Pinheiro Neto Advogados, Brazil*
 Cristina de Alba *Arias Fobrega & Fobrega, Panama*

1030 – 1045 **COFFEE BREAK**

1045 – 1245

Key success factors in using various PPP routes: views from around the world

Where there is no substantial government funding, infrastructure projects need to be capable of generating a sufficient level of income to cover project costs and such projects are concessions. Where the public sector is capable of rewarding the project company for making a project available once it has been completed, mechanisms derived from PPP projects around the world make sure outstanding performance is achieved at the lowest cost. Both types of project require substantial project financing to fund the construction. Worldwide, a lot of experience has been developed and it is worthwhile investigating how it can be applied to governments contemplating new projects, especially in Latin America. This session will include the following topics:

- Key success factors in getting concession-based public and private partnerships on the road within and outside Latin America in various sectors: roads, public transport, water/statutory framework, political support, greenfield versus brownfield, making it work, role of MDBs, tariff policy, flexibility, duration of contract, termination regimes.
- Key success factors in bringing about availability based public and private partnerships within and outside Latin America (understanding availability, achieving quality, greenfield versus brownfield, use of PPP-based structures by concessionaires on mining, ports and airports).

Speakers

Stephen Hood *Clifford Chance, Brazil*
 Andrew Stephenson *Clayton Utz, Australia*
 Jose Prado *Machado Meyer Sendacz e Opice, Brazil*
 Patrick Petzall *Hoet Pelaez Castillo & Duque, Venezuela*
 Luis Acuña *Uria Menendez, Brazil*
 Kees Horchner *Rebel Group Advisory, Netherlands*

1245 – 1430 **LUNCH**

1430 – 1530

How to successfully procure PPP schemes

For PPP projects to be launched, it is essential that the procurement is compliant with elementary principles as transparency, equal treatment and non-discrimination, and national laws. On the contrary, it is of vital importance that procurement procedures result in the award of the best project to the best party at the lowest costs. This session will look at experiences worldwide. It will include such topics as output based tendering, competitive dialogue/competitive negotiation, maintaining integrity, the viability of unsolicited proposals and risk allocation.

Speakers

Arent Van Wassenauer
 Renato Stetner *Castro Barros Sobral e Gomes, Brazil*

1530 – 1545 **COFFEE BREAK**

1545 – 1745

What makes a PPP scheme tick?

Once the project is tendered, it must remain healthy when beneficial to all parties involved, most notably the clients, ie the public, over the life of the contract. This session explores various important issues. This session will include the following topics:

- How to guarantee the best value for money for the beneficiaries during the life cycle of the project?
- What defines a bankable investment? The use of capital to fund PPP transactions – financial engineering – public subsidies.
- Balancing the public and private interest.
- A Brazilian experience on dealing with the unknown: (a) how to maintain a successful project in changing circumstances and in a world of new technologies; and (b) dealing with speculative opportunities and unacceptable commercial or sovereign risks.

Speakers

Santiago Klein *Currie & Brown, United Kingdom*
 Antonio Maffei *De Pardieu Brocas Maffei et Associes, France*
 Jaya Sharma *4N Consultants, USA; Vice-Chair, International Construction Projects Committee, IBA Legal Practice Division*
 Pedro Seraphim *Tozzini Freire Advogados, Brazil*
 Fabio Ferreira Kujawski *Barretto Ferreira Kujawski Brancher e Gonçalves, Brazil*
 Jose Prado

1745 – 1800

Arriving at best practice: the role of the IBA PPP Task Force

In 2006 the IBA launched its IBA PPP Task Force. This is a working group of international practitioners. Its remit is to collect successful experiences with PPP projects from all over the world and to develop recommendations and best practices. During this session the IBA PPP Task Force will be presented.

Speakers

Marc Frilet
 Arent Van Wassenauer

2000 Welcome cocktail and dinner
Sponsored by host committee

0900 – 0910

Opening address – wrap up of the first day

Julio Cesar Bueno

Marc Frilet

Arent Van Wassenauer

0910 – 1245

Best practices in international construction contracts

The main part of a project investment is generated by the construction costs. It is desirable that projects are constructed in time and within budget and according to the quality prescribed. In order to achieve this, effective project preparation, communication procedures and risk management techniques need to be applied. In the end, effective contract documentation is required to allocate tasks and responsibilities. The question is how these basic rules may be threatened or supported by the use of certain standard forms, project delivery structures and dispute management techniques. This session will include the following topics:

- Civil engineering and design and build contracts: pros and cons of current standard forms (FIDIC red and yellow / MDB harmonised form, World Bank civil law form, AIA).
- EPC/Turn-key: working as an EPC contractor in a PPP environment: spotting the difference/benefits and pitfalls of the FIDIC silver book: a suitable form?
- Aligning the interests: lessons from Australia. Towards collaborative working styles such as partnering and alliancing and the use of collaborative working styles.
- How to deal with contract drafting and claims related to subsoil conditions in international construction projects.
- Recent trends in alternative dispute resolution (ADR) for preventing and resolving construction disputes.

Speakers

Edward Corbett *Corbett & Co, United Kingdom; Co-Chair, International Construction Projects Committee, IBA Legal Practice Division*

Christopher Seppalla *White & Case, France*

Robert S Peckar *Peckar & Abramson, USA*

Andrew Stephenson

Julio Cesar Bueno

1030 – 1045 COFFEE BREAK

1245 – 1445 LUNCH

1445 – 1630

Mitigating governmental uncertainties for international investors

When foreign investors and contractors enter into other countries, one of the biggest risks is political: how stable is the host government and how sure can one be that the investments being contemplated will be protected against such hazards as expropriation, changes of laws, and cancelling contracts? Over the last decades numerous mechanisms have been developed to cover such risks, such as export credit insurance, and the use of protection through bilateral investment treaties with protection from the ICSID treaty, providing settlement of investment disputes through arbitration. This session will include the following topics:

- The investment protection laws and treaties.
- Investment insurance coverage: export credit guarantees, MIGA (the Multilateral Investment Guarantee Agency).
- A negotiated investment protection instrument popular in the mining sector in Africa: the "convention d'établissement (framework agreement).
- Settlement of international investment disputes: the benefit of ICSID arbitration (International Centre for the Settlement of Investment Disputes).

Speakers

Herfried Woess *Woess & Partners, Mexico*

Hector Mairal *Marval O'Farrell & Mairal, Argentina*

Marc Frilet

1630 – 1645 COFFEE BREAK

1645 – 1730

The future of infrastructure projects in Brazil

A round table discussion between senior legal representatives from the Brazilian infrastructure and mining industry.

Session Chair

Pedro Aguiar Freitas *Companhia Vale do Rio Doce, Brazil; Membership Officer, Mining Law Committee, IBA Legal Practice Division*

Speakers

Adriano Juca *Odebrecht, Brazil*

Bruno Ferla *Camargo Correa, Brazil*

Alexandre Ambrosio *Votorantim, Brazil*

Massami Uyeda *Companhia de Concessões Rodoviárias, Brazil*

Claudia da Costa Vasquez Zacour

Petroleo Brasileiro S.A. - Petrobras, Brazil

1730 – 1800

General conclusions and concluding remarks

Julio Cesar Bueno

Marc Frilet

Arent Van Wassenauer

Continuing Professional Development / Continuing Legal Education

For delegates from countries where CPD / CLE is mandatory, the International Bar Association will be pleased to provide a Conference Certificate of Attendance which, subject to the exact CPD / CLE requirements, may be used to obtain the equivalent accreditation in your jurisdiction.

This conference has been accredited for CPD / CLE by the Law Society of England and Wales. Delegates should ask staff at the registration desk for information as to how to obtain the hours.

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Vale do Rio Doce**

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General Information

Date

30 – 31 August, 2007

Venue

Copacabana Palace Hotel
Avenida Atlantica, 1702
Rio de Janeiro
Tel: +55 (21) 25458783
Fax: +55 (21) 22357330

E-mail: viviane.couto@copacabanapalace.com.br
Website: www.copacabanapalace.com.br

Language

All working sessions and conference materials will be in English.

How to register

Register online at www.ibanet.org/conferences/pppRio and make payment by credit card to avail ten per cent online registration discount or complete the attached registration form and return it to Flavia Alves at the IBA together with your payment.

Fees

Online registrations received:

	<i>On or before 10 August</i>	<i>after 10 August</i>
IBA Member	US\$ 600.00	US\$ 750.00
Non Member*	US\$ 750.00	US\$ 890.00
Young Lawyers	US\$ 450.00	US\$ 890.00
Academic/Judges	US\$ 450.00	US\$ 890.00
Senior Lawyers**	US\$ 450.00	US\$ 890.00
Corporate Counsel	US\$ 540.00	US\$ 890.00

Hard copy registration forms and fees received:

	<i>On or before 10 August</i>	<i>after 10 August</i>
IBA Member	US\$ 660.00	US\$ 825.00
Non Member*	US\$ 825.00	US\$ 960.00
Young Lawyers	US\$ 495.00	US\$ 960.00
Academic/Judges	US\$ 495.00	US\$ 960.00
Senior Lawyers**	US\$ 495.00	US\$ 960.00
Corporate Counsel	US\$ 595.00	US\$ 960.00

* By paying the non-member fee, we welcome you as a Delegate Member of the IBA for the year in which this conference is held, which entitles you to the following benefits:

- (1) Password access to certain parts of the IBA website.
- (2) Receipt of IBA e-news and access online versions of International Bar News.
- (3) Pay the member rate for any subsequent conference registrations for this calendar year.
- (4) Take advantage of IBA Member Rewards.

** Criteria: 65 years or over, and a member of the IBA for 20 years or more, and no longer engaged in private practice.

Full payment must be received in order to process your registration.

Fees include

- Attendance at all working sessions.
- Conference materials and available speaker's papers submitted to the IBA.
- Access to the above conference working materials from the IBA website (www.ibanet.org) approximately seven days prior to the conference.
- Lunches on 30 - 31 August.
- Tea and coffee during breaks.
- Invitation to hosted reception on 30 August.

Please note that registrations are not transferable.

List of participants

In order for your name to appear in the list of participants, which will be distributed at the conference, your registration form must be received by 3 August at the latest.

Payment of registration fees

US dollars: by bank transfer to the IBA until 10 August. Account number: # 53236-6 at Banco Itau, # 0885 Cidade Vargas Branch, (SWIFT Code ITAUBRSP), Rua Nelson Fernandes, 171, Sao Paulo, SP, 04319-000, Brazil.

Use an exchange rate of 1US\$/R\$2.20

Please pay all bank charges so that the IBA receives the full invoiced amount. Please ensure that a copy of the bank transfer details is attached to your registration form.

PLEASE ENSURE THAT YOUR NAME AND THE WORDS 'CON47RIO' APPEAR ON ANY TRANSFER OR DRAFT.

Credit card payments: by Visa, MasterCard or American Express. **No other cards are accepted.**

Cancellation of registration

If cancellation is received in writing at the IBA office by 10 August, fees will be refunded less a 25 per cent administration charge. We regret that no refunds can be made after this date.

Travel arrangements and visas

Participants are responsible for making their own travel arrangements. It is recommended that you check your visa requirements with your local Embassy or Consulate. **We are unable to send out letters supporting visa applications to embassies prior to receipt of your registration form and full payment of registration fees. Please apply for your visa in good time.**

Hotel accommodation

A limited number of rooms have been reserved at the Copacabana Palace Hotel and the Porto Bay Rio International Hotel:

COPACABANA PALACE HOTEL
Avenida Atlantica, 1702
Rio de Janeiro
Tel: +55 (21) 25458777

Fax: +55 (21) 25458789

E-mail: viviane.couto@copacabanapalace.com.br

Website: www.copacabanapalace.com.br

For the nights of 29, 30 and 31 August. The following rates are per room, per night and exclusive of buffet breakfast, service charges and local taxes.

Superior or deluxe/ Double or single room: US\$ 295.00

PORTO BAY RIO INTERNATIONAL HOTEL

Avenida Atlantica, 1500

Rio de Janeiro

Tel: +55 (11) 25468010

Fax: +55 (11) 25425443

E-mail: reservas@portobay.com.br

Website: www.portobay.com.br

For the nights of 29, 30 and 31 August. The following rates are per room, per night and exclusive of buffet breakfast, service charges and local taxes.

Superior or deluxe/ Double or single room: US\$ 209.00

Please complete the attached accommodation form and send it direct to the hotel to make your reservation. The hotel requires a credit card number to secure your reservation.

Cancellation and no-show policy

Any cancellation made within 48 hours before arrival will incur a cancellation fee of one night's charge.

Please note that any reservation made after 27 July will be subject to availability and cannot be guaranteed at the special IBA rate.

As a limited number of rooms have been blocked at the hotels, availability cannot be guaranteed once the room block is full.

Delegates are responsible for making reservations directly with the hotels and enter into an agreement with them regarding guarantees, cancellation terms and conditions, and room rates (should these differ from the special IBA rate). The IBA cannot accept responsibility for hotel accommodation disputes between a delegate and the hotels.

Disabled access

The Copacabana Palace Hotel and the International Hotel are wheelchair accessible. Please notify us if you require special assistance.

Promotional literature

Please note that no individual or organisation may display or distribute publicity material or other printed matter during the conference, unless by prior arrangement with the IBA. Organisations and companies wishing to discuss promotional opportunities should contact Andrew Webster-Dunn at the IBA andrew.webster-dunn@int-bar.org

Registration Form

BEST PRACTICES IN DEVELOPING AND PROTECTING INVESTMENTS IN PRIVATELY FINANCED INFRASTRUCTURE PROJECTS

30-31 August 2007, Rio de Janeiro, Brazil

Please read the 'General Information' section before completing this form and return it together with your payment to Flavia Alves at the address below.

Personal Details (Please attach your business card or write in block capitals)

Name _____

Membership number (if applicable) _____ Date of Birth _____

Firm/Company/Organisation _____

Address _____

Tel _____ fax _____

E-mail _____

Badge

Name and country to be shown on badge, if not as above _____

Special dietary requirements:

To obtain a ten per cent discount on the advertised fees please register online at www.ibanet.org/conferences/pppRio

Registration forms and fees received:

	On or before 10 August	after 10 August	Amount payable
IBA Member	US\$ 660.00	US\$ 825.00	US\$
IBA Non Member*	US\$ 825.00	US\$ 960.00	US\$
Young Lawyers (under 30)	US\$ 495.00	US\$ 960.00	US\$
Academic/Judges	US\$ 495.00	US\$ 960.00	US\$
Senior Lawyers**	US\$ 495.00	US\$ 960.00	US\$
Corporate Counsel	US\$ 595.00	US\$ 960.00	US\$
** Criteria: 65 years or over, and a member of the IBA for 20 years or more, and no longer engaged in private practice.			
TOTAL AMOUNT PAYABLE			US\$

Full payment must be received in order to process your registration.

Please note that registrations are not transferable.

***Join the IBA today and register for this conference at the IBA member rate.
Please find the IBA membership application form at www.ibanet.org**

continued overleaf

Payment

- I have transferred to the IBA bank account the total amount payable and have attached a copy of the bank transfer details.
(By bank transfer to the IBA account number: # 53236-6 at Banco Itau, # 0885 Cidade Vargas Branch, (SWIFT Code ITAUBRSP),
CNPJ 07.562.031/0001-85, Rua Nelson Fernandes, 171, Sao Paulo, SP, 04319-000, Brazil).
Use an exchange rate of 1 US\$/R\$ 2.20

Please pay all bank charges so that the IBA receives the full invoiced amount.

BANK TRANSFERS ARE ACCEPTABLE ONLY UNTIL 10 AUGUST

- Please charge the total amount due to my:

- Visa
 MasterCard
 American Express

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Name of card holder _____

Signature _____ Date _____

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- IBA Conference Other Conference Direct Mail Internet Advertisement
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If you do not want your details to be passed on, please tick the box

Please send the completed form to:

Flavia Alves

International Bar Association

Largo de São Francisco, 34 – 13º Andar, 01005-010 São Paulo, SP, Brazil.

Tel: + 55 (11) 3101 2801 fax: + 55 (11) 3101 0282

e-mail: latin.conferences@int-bar.org website: www.ibanet.org

BEST PRACTICES IN DEVELOPING AND PROTECTING INVESTMENTS IN PRIVATELY FINANCED INFRASTRUCTURE PROJECTS

30-31 August 2007, Rio de Janeiro, Brazil

Please Select your chosen hotel

COPACABANA PALACE HOTEL

PORTO BAY RIO INTERNATIONAL HOTEL

Name _____

Company _____

Address _____

Tel: _____ Fax: _____

E-mail: _____

COPACABANA PALACE HOTEL

Superior or deluxe/Double or single room: US\$ 295.00

The above rate is per room, per night and exclusive of buffet breakfast, service charges and local taxes. Any reservations made after 27 July will be subject to availability and cannot be guaranteed at the above rates.

PORTO BAY RIO INTERNATIONAL HOTEL

Superior or deluxe/Double or single room: US\$ 209.00

The above rate is per room, per night and exclusive of buffet breakfast, service charges and local taxes. Any reservations made after 27 July will be subject to availability and cannot be guaranteed at the above rates.

Please reserve: Double Room Single Room

Arrival date _____ Departure date _____

Cancellation and no-show policy

Any cancellation made within 48 hours before arrival will incur a cancellation fee of one night's charge.

IF YOU NEED AN EARLY OR LATE CHECK IN OR CHECK OUT, PLEASE, CONTACT THE HOTEL IN ADVANCE

Payment Details Please charge my credit card:

Visa

MasterCard

American Express

Diners

- Accommodation will only be guaranteed if the reservation request is accompanied by a credit card number

Card number _____ Expiry date _____

Name of Cardholder _____

Signed _____ Date _____

To secure your booking the hotel requires one night's deposit per room.

Please return to:
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Avenida Atlantica, 1702

Rio de Janeiro

Tel: +55 (21) 25458777

Fax: +55 (21) 25458789

E-mail: viviane.couto@copacabanapalace.com.br

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the global voice of
the legal profession

International Bar Association

The International Bar Association (IBA), established in 1947, is the world's leading organisation of international legal practitioners, bar associations and law societies. The IBA influences the development of international law reform and shapes the future of the legal profession throughout the world. It has a membership of 30,000 individual lawyers and more than 195 bar associations and law societies spanning all continents. It has considerable expertise in providing assistance to the global legal community.

Grouped into two divisions – the Legal Practice Division and the Public and Professional Interest Division – the IBA covers all practice areas and professional interests, providing members with access to leading experts and up-to-date information. Through the various committees of the divisions, the IBA enables an interchange of information and views among its members as to laws, practices and professional responsibilities relating to the practice of business law around the globe. Additionally, the IBA's high-quality publications and world-class conferences provide unrivalled professional development and network-building opportunities for international legal practitioners and professional associates.

The IBA's Bar Issues Commission provides an invaluable forum for IBA member organisations to discuss all matters relating to law at an international level. The IBA's Human Rights Institute (HRI) works across the Association, to promote, protect and enforce human rights under a just rule of law, and to preserve the independence of the judiciary and the legal profession worldwide. Other institutions established by the IBA include the Southern Africa Litigation Centre and the International Legal Assistance Consortium.

International Construction Projects Committee

This Committee is for lawyers interested in construction law and in exchanging experiences from construction projects around the world. All aspects and types of construction and engineering projects are dealt with, from traditional building and civil engineering contracts to state-of-the art project finance infrastructure projects. The Committee has something to offer both those active on their domestic market as well as those involved in overseas projects.

The Committee has approximately 1000 members. Many are well known in the field of construction law and all members together represent a vast source of experience in contentious and non-contentious construction contract issues from all parts of the world.

The Committee meets annually at the main IBA Conference and every other year at a special International Construction Projects Committee Retreat that offers an opportunity to get to know other members better and to plan for future activities.

International Bar Association

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