

December, 2007

Course Outline

Georgetown University Law Center

GRADUATE SEMINAR IN INTERNATIONAL PROJECT FINANCE AND INVESTMENT

Room H5020
Hotung Building

Professors Khairallah and Wiss

2008

Class Schedule

5:45 – 7:45 p.m.

Tuesdays

Textbook: "The Business and Law of International Project Finance," Scott L. Hoffman
References below to chapters are to the textbook unless otherwise noted

DATES

1/15/08 1. An Introduction to Project Finance

Material: "Issues In Negotiating and Structuring International Project Finance Transactions," Marcia Wiss and Robert Lantz.

1/22/08 2. Checklist and Risk Identification and Allocation

Material: (i) Bankruptcy Checklist; (ii) Legal Checklist for Investing in an Emerging Economy; (iii) Infrastructure Legal Checklist; (iv) Checklist of Legal Points Part I: IFI ("International Financial Institutions"); (v) Part II: Investigation of Facts Pertaining to Company and Industry; and (vi) Chapters 2-4.

Outline of student papers due.

1/29/07 3. Sources of Funds and Role of International and Treatment of Foreign Investment

Material: (i) Types and Sources of Funds; (ii) Export credit agencies—The trends in project finance; and (iii) Legal Framework for the Treatment of Foreign Investment Vol. II: Guidelines, World Bank.

Comments received from professors during week. Please schedule meeting with professor.

2/5/08 4. Host Country Agreements and Public Private Partnerships

Material: (i) An Overview of Preliminary Host Country Agreements In Infrastructure Projects, International Finance Corporation, Daoud Khairallah; and (ii) Public Private Partnerships in Latin America: Governmental Salvation or Deception? Marcia Wiss & Teresa Faria, presentation at IBA Conference 2004.

2/12/08 5. Ardestan Term Sheet

Material: Ardestan Electric Power (Ardestan), Corp. Term Sheet.

First draft of paper due.

2/19/08 X. **No Class – Faculty Retreat**

2/26/08 6. Political Risk and Role of International and Bilateral Financial Institutions

Material: (i) OPIC Political Risk Insurance Contract; (ii) “Memorandum of Determination” Expropriation Claim of Ponderosa Assets LP, Argentina – Contract of Insurance No. D733; (iii) ICSID Proceedings Between CMS Gas Transmission Company (Claimant) and The Argentine Republic (Respondent), Case No. ARB/01/8, AWARD, May 12, 2005; (iv) The World Bank Group Role in Promoting the Private Sector, Daoud Khairallah; The Development Role of the International Finance Corporation, Daoud Khairallah; and (v) Chapter 21; (vi) Annotated Sample Loan Agreement; and (vii) Chapter 13.

Comments received from professors on or before February 27, 2008.

3/4/08 X. **No Class – Spring Break**

3/11/08 7. Presentation of student papers

Presentation of paper in class with each student to receive a copy of the first draft in advance; presenters to receive in class comments from professors and classmates.

3/18/08 8. Presentation of student papers

Presentation of paper in class with each student to receive a copy of the first draft in advance; presenters to receive in class comments from professors and classmates.

3/25/08 9. Presentation of student papers

Presentation of paper in class with each student to receive a copy of the first draft in advance; presenters to receive in class comments from professors and classmates.

4/1/08 10. Presentation of student papers

Presentation of paper in class with each student to receive a copy of the first draft in advance; presenters to receive in class comments from professors and classmates.

4/8/08 11. Presentation of student papers

Presentation of paper in class with each student to receive a copy of the first draft in advance; presenters to receive in class comments from professors and classmates.

4/15/08 12. Presentation of student papers

Presentation of paper in class with each student to receive a copy of the first draft in advance; presenters to receive in class comments from professors and classmates.

4/22/07 13. **FINAL PAPER DUE (LAST CLASS DATE)**

Presentation of papers in class with each student to receive a copy of the first draft in advance; presenters to receive in class comments from professors and classmates. The final papers for those students whose papers are presented on 4/24/07 will be due before midnight on May 1, 2007.