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COURSE BROCHURE

# Power Purchase Agreement Commercial and Legal Terms Training Course

27 September – 1 October 2027
Vienna

# Power Purchase Agreement Commercial and Legal Terms Training Course

**Ref:** 2628_99948 **Date:** 27 September – 1 October 2027 **Location:** Vienna **Fees:** 6600 GBP

Power Purchase Agreement Commercial and Legal Terms is a 1-week training course for commercial, legal and project development staff in power, and it ends with each participant producing a contract term sheet review. The clauses that allocate volume, price and legal risk decide whether a power project earns steady revenue or drifts into dispute. The course is delivered by Jupiter Prime Training.

## Why Power Purchase Agreement Commercial and Legal Terms Matter Now

Three forces are reshaping how electricity offtake contracts are written. Variable wind and solar output has turned curtailment and dispatch instructions into everyday commercial questions rather than rare events. Utilities and corporate buyers now push back on risk they once accepted, and lenders read every termination and change in law clause against the cash flow they expect. Handled well, these terms keep revenue predictable; handled badly, they leave stranded output and long arbitration. The course rests on clause families common in international offtake practice.

## Who Gains Most from Power Purchase Agreement Commercial and Legal Terms

- Staff who own the commercial position on tariffs and volumes
- In-house counsel who draft, mark up and interpret contract clauses for generation projects
- Project developers who align the offtake contract with land, connection and construction agreements
- Contract administrators who issue invoices, dispatch records and notices during operation
- Commercial analysts who brief decision makers on the risk each clause carries

A generation developer or utility contracting unit gains most when its negotiators, lawyers and contract administrators attend together.

## Power Purchase Agreement Commercial and Legal Terms Capabilities

Participants learn to judge how tariff, volume and exit provisions work together in operation.

- Assess how a tariff structure shares price, inflation and fuel exposure — the sponsor's revenue position
- Weigh take-or-pay and deemed energy wording against expected plant availability — the offtaker's payment liability
- Specify dispatch, curtailment and compensation mechanics in clear contract language — the grid operator interface
- Test change in law and force majeure clauses against plausible events — the lender's risk review
- Build a negotiation position that ranks concessions by commercial weight — the board's approval decision
- Communicate termination payments and dispute routes in plain terms — senior management sign-off

## Key Power Purchase Agreement Commercial and Legal Terms Terms

- Offtaker — the party that agrees to purchase the electricity a project generates under the contract.
- Take-or-Pay — a clause requiring the buyer to pay for contracted energy or capacity even when it does not accept delivery.
- Deemed Energy — energy the plant could have delivered but was prevented from delivering, paid as though it had been delivered.
- Capacity Charge — a fixed payment for keeping generating capacity available.
- Change in Law — a clause that reallocates cost or revenue when new rules alter project economics after signing.
- Termination Payment — the sum one party owes the other when the contract ends early, set by the cause of termination.

## Power Purchase Agreement Commercial and Legal Terms Day by Day

## Day 1: The Offtake Contract in Its Market

- Contract Parties and Roles — Who Carries Revenue and Delivery Risk
- Single-Buyer, Utility and Corporate Offtake Models — Choosing the Buyer Route
- Contract Architecture and Schedules — Linking Clauses to Project Agreements
- Conditions Precedent and Commercial Operation — Setting the Revenue Start Point
- Risk Allocation Matrix — Mapping Each Risk to Its Best Holder

## Day 2: Tariffs and Payment Mechanics

- Capacity and Energy Charge Design — Fixed Versus Variable Revenue Balance
- Indexation and Escalation Formulae — Sharing Inflation and Fuel Exposure
- Fixed, Stepped and Floor-Ceiling Price Structures — Market Price Protection
- Metering, Billing and Invoice Disputes — Protecting Cash Collection Timelines
- Payment Security and Credit Support — Covering Offtaker Default Exposure

## Day 3: Volume, Dispatch and Curtailment

- Take-or-Pay and Minimum Offtake Clauses — Setting Buyer Payment Liability
- Dispatch Instructions and Availability Declarations — Operating Within Contract Rules
- Curtailment Categories and Compensation — Grid, Economic and Emergency Cases
- Deemed Energy Calculation Methods — Valuing Output the Plant Could Deliver
- Liquidated Damages for Shortfall — Pricing Availability and Delay Failures

## Day 4: Legal Risk, Exit and Disputes

- Change in Law and Tax Clauses — Reopening Price After New Rules
- Force Majeure Definitions and Relief — Suspending Duties During Extraordinary Events
- Termination Events and Payment Formulae — Valuing Early Contract Exit
- Assignment, Step-In and Direct Agreements — Lender Protection Rights
- Expert Determination and Arbitration Routes — Resolving Technical and Legal Disputes

## Day 5: Practising the Contract Term Sheet Review

- Clause Interaction Mapping — Tracing Tariff, Volume and Exit Links
- Negotiation Priority Ladder — Ranking Concessions Against Revenue Impact
- Mark-Up Simulation on a Sample Contract — Testing Positions Under Pressure
- Curtailment and Termination Scenario Tests — Stress Testing Agreed Wording
- Contract Term Sheet Review — Presenting Positions for Approval

## Applying Power Purchase Agreement Commercial and Legal Terms After the Course

- Lead a clause interaction review of a live or draft offtake contract.
- Run a negotiation priority session with commercial and legal colleagues to rank acceptable concessions.

## Power Purchase Agreement Commercial and Legal Terms Questions FAQ

### What are Power Purchase Agreement commercial and legal terms, and why do they matter now?

They are the clauses that set price, volume, dispatch, risk and exit in an electricity offtake contract. Variable generation and lender scrutiny now make curtailment and termination wording decisive for revenue.

### Which roles gain most from Power Purchase Agreement commercial and legal terms training?

Offtake negotiators, in-house counsel, project developers and contract administrators gain most. You benefit whenever you draft, negotiate or operate a generation contract.

## How does Power Purchase Agreement commercial and legal terms training differ from a financial modelling course?

It focuses on contract wording rather than spreadsheets. A modelling or project finance course builds forecasts and debt structures; here you draft and negotiate the clauses those forecasts depend on.

## What do you bring back from Power Purchase Agreement commercial and legal terms training?

You bring back a contract term sheet review. It sets out your position on each major clause and ranks the concessions available, ready for approvers.

## Power Purchase Agreement Commercial and Legal Terms: The Way Forward

The contract term sheet review gives negotiators and counsel one agreed position before the next round of talks. Its first use is deciding which tariff and curtailment concessions the organisation can accept. After the first negotiation, revisit how termination and change in law positions held up under the counterparty's pressure.