

## **CONTRACT & RISK MANAGER / LAWYER**

### **Main scope of competence**

- Bid and contract management on international, public and private programs and follow-up of the associated litigations and insurance (Private, public and international contract; Insurance and litigations in private, public, criminal, tax and arbitration law; Purchase on complex operations). FIDIC accredited Adjudicator.
- Private and public equity operations (company law and mergers & acquisitions)
- Design and completion of company and project financing
- Coordination and control of multi-disciplinary activities included into a « Secrétariat Général ». Audit and change management.

### **Business cursus**

1. From March 2011 : **Head of the Contract & Risk Service**

SYSTRA, Project Management Direction (worldwide infrastructure and transportation systems engineering activities)

- Creation of the standard forms of contracts for the Legal Direction and of the contract & risk management baseline of the Project Management Direction.
- Work, equipment and service contracts in the context of French public purchase contracts, private standard contracts, MDB and FIDIC contracts :
  - ✓ Drafting Requests for Proposals and Offers
  - ✓ Head office backup support in contract, risks and change management to propose, review, monitor and advise on the implementation of contracts under applicable rules (on a case by case basis, French law, standard contracts of SYSTRA's Customers, MDB and FIDIC contracts).
  - ✓ Claim & Litigation Management:
    - Contractor's claims analysis
    - Engineer's claims preparation
    - Involvement in adjudication procedures under FIDIC or ICC rules
    - Involvement in arbitration procedures
- Audit and consulting of operations (contract, risks, quality)
- Training :
  - ✓ Entrusted with the management of legal, contract and risks trainings in the SYSTRA Group on behalf of the Project Management Direction.
  - ✓ Lecturer in Contract Management under French law and under FIDIC conditions.

Business references :

- Jeddah Transportation Systems Program Reform - From July 2014  
Preliminary design to prepare the Request for Proposals under FIDIC Conditions of Contract (Design & Build or Engineer Procure Construct) for all the Contracts dedicated to Jeddah's Transportation Systems. (Metro, Tramway, buses, Commuter rail, Marine ferries and Water Taxi, Modal interchange facilities, Obhur Creek Bridge, Park and Ride automated Multi Storey facilities)  
Budget of Works: 46 billion €.  
Drafter of the configuration management plan. Drafter of the proposition and entrusted with the implementation of the industrial and procurement policy. Support to drafting of the Employer's requirements by taking into account the constraints of the General Conditions. Budget fees: 46 million €.

- KAFD From 2012  
 Contract administration of a Fidic Design-Build-Operate Contract dedicated to the tramway around the Financial District of Riyadh. Budget of Design-Build period: 225 million US\$.  
 Head office backup to the site supervision consultancy services and to analysis of the Contractor's claims. Budget fees for the DB period: 33 million SAR.
- Thailand - High speed line - 2013-2014  
 Preliminary design to prepare the Request for Proposals under FIDIC Design & Build Conditions of Contract for the System work package of the 3 futures HSL in Thailand and their future connection to Malaysia.  
 Budget of Works: 1 billion €.  
 Proposition and implementation of the industrial and procurement policy (breakdown of contracts, choice of the relevant form of contract).  
 Drafting the Appendix to tender, the Particular Conditions and the Management Protocol). Support to drafting of the Employer's requirements.
- Mecca's Metro (Saudi Arabia) December 2012 - September 2014  
 Preliminary design to prepare the Request for Proposals under FIDIC design & Build conditions for all the work packages of lines B and C.  
 Budget of Works : 3 billion €.  
 Analysis of the contractual risks in the context of the procurement plan of the Employer, proposal of work packages allotment and support to drafting of the Employer's requirements.
- Grand Paris Programme in 2012/2013  
 Budget of Works : 4 billion €.  
 Analysis of the different forms of projects through the contractual risks in the context of the Employer's procurement plan.  
 Draft of some parts of Systra's bids for the Red Line (design and supervision, consultancy) concerning life cycle cost, management of the product's life cycle and of the product's obsolescence, integrated logistic support, configuration management and procurement policy.
- Brussels metro (Belgium - STIB) 2012/2013  
 Automation of Brussels metro. Budget of Works : 650 million €.  
 Support to the Employer for design and supervision.  
 Analysis of the contractual risks in the context of the Employer's procurement plan.
- Alger Tramway (Algeria) from 2012  
 Design and supervision of Alger tramway system. Budget : 400 million €.  
 Head office backup to the management of work & equipment contract's supervision, for the taking-over of the works and equipment and to analyse the Contractor's claims.
- Alger metro (Algeria) 2011/2012  
 Design and supervision of Alger metro system. Budget : 600 million €.  
 Head office backup to the management of work & equipment contract's supervision, for the taking-over of the works and equipment and to analyse the Contractor's claims.
- Hanoi Metro (Vietnam) from 2011  
 Studies to prepare the Request for Proposals under FIDIC either Design & Build Conditions of Contract or Works-only Conditions of Contract MDB funded by Asian Development Bank then contract administration of these contracts until the end of the defect notification period.  
 Support to drafting of the Employer's requirements then head office backup to the management of work & equipment contract's supervision, for the taking-over of the works and equipment and to analyse the Contractor's claims.
- National Saudi Railways (Saudi Arabia) from 2011  
 Contract administration of several design and build contracts for a railway line of 2.500 km. Budget : 2,5 billion \$ of works and 200 million \$ fees.

Head office backup to the management of work & equipment contract's supervision, for the taking-over of the works and equipment and to analyse the Contractor's claims.

2. From September 2008  
to December 2010

: **Legal and Contract Director**

Oger International (activities: building engineering in France, Arabic peninsula and Maghreb countries) Saudi Oger Group

- General business law. Engineering, building, manufacturing and transportation contracts. PFI. IP transactions and licensing. Mergers & Acquisitions. Creation and management of the in-house standard contracts, clauses books and integrated management process for contract management.
- Work, equipment and service contracts :
  - ✓ Drafting Requests for proposals in French public and private purchase contracts, International contracts, MDB or FIDIC contracts
  - ✓ Head office backup support in contract, risks and change management to propose, review, monitor and advise on the implementation of French public purchase contracts, standard contracts of OGER's Customers, MDB contracts and FIDIC contracts (White, Red, Pink, and Yellow Books) .
- Administrative, commercial and social litigations.
- Companies and project insurance policies.
- Change management.
- In-house lecturer: "The relevant knowledge in law to work in a French engineering company". "The work contracts under FIDIC conditions".

Business reference:

- Jabal Omar Project (Mecca, Saudi Arabia) 2008/2010  
Design and build (FIDIC Yellow Book) of 14 towers and of their associated infrastructures, construction of 1.200 km<sup>2</sup>. Budget : 3000 million €.  
Manager of an 8 persons team dedicated to contract administration in France and in Saudi Arabia (Contract, change, cost, time, risk and claim management)
- King Abdullah University of Sciences and Technology Project (Jeddah, Arabie Saoudite) 2007/2010  
Design & Build for the University by Saudi OGER Group for ARAMCO Group.  
Several purchases and specifically those dedicated to laboratory equipments (Budget : 1 billion €) under the oil & gas rules.
- Orléans hospital (France)  
Design and supervision engineering mission for the Hospital of Orleans (France).  
Contract manager dedicated to the relationships to the Customer, the Partners, the engineer's subcontractors and the work and equipment Contractors on behalf of Oger International.  
Contract, risk, change and configuration management. Creation of the engineering's claim and analysis of the work and equipment contractors' claim.

3. From June 2006  
to June 2008

: **Deputy Legal Manager**

Coteba Group, activities of Coteba Développement (take-over of Thales engineering activities for building, industry and transportation activities)

- General business law. Engineering, building and manufacturing contracts.
- Administrative and commercial litigations.
- Companies and project insurance policies.
- Change management.

Business reference:

- Salsa program (France) awarded in 2007  
Design & Build with the French DoD for a chemical industrial process

and plant (budget: 15 M €)

Contract manager in the bid phase. (10 months) towards the client and the subcontractors: negotiations and specification counter-proposals.

- Orléans hospital (France)

Design and supervision engineering mission for the Hospital of Orleans (France).

Contract manager dedicated to the relationships to the Customer, the Partners, the engineer's subcontractors and the work and equipment Contractors on behalf of COTEBA.

Contract, risk, change and configuration management. Creation of the engineering's claim and analysis of the work and equipment contractors' claim.

4. From May 1995  
to May 2006

: **Lawyer and Contract Manager**

Thales Group, Service branch, Engineering and consulting Department, (Gathering of SODETEG, SRTI System and SOGELERG Ingénierie companies. Activities: engineering and consulting in industry [20%], high technologies [30%], building [20%], infrastructure and transportation systems [20%] and international cooperation [10%]) Legal Department, partly dedicated from January 1999 to June 2006 to bid and program contract management process and to purchases on turnkey operations.

- General business law. Engineering, building, manufacturing and transportation contracts. IP transactions and licensing. Property and facility management.
- Contract, claims, risks & opportunities and purchases management on turnkey and/or risky business.
- Work, Equipement & Services Contracts:
  - ✓ Drafting Requests for Proposals under French (public and private contexts), MDB and FIDIC International Contracts for Work, Equipement & Services
  - ✓ Contract, risks, change, configuration Management (back-office to propose, review, monitor and advise on the implementation of French public procurement contracts, in-house contracts and FIDIC contracts (white, red, yellow and silver books) for the projects prepared in accordance with Employer's or MDB rules; assist, support and train stakeholders in contract and claim management issues).
- Company law. Mergers & Acquisitions. Project financing.
- Entities and projects audits. Change management. Creation of a data baseline for purchase contracts.
- Administrative, criminal, commercial, arbitration and tax litigations.
- Companies and project insurance policies.

Business references:

- SOGELERG Ingénierie purchase  
Pre-acquisition audit, negotiation of the share purchase contract and drafting the warranty contract.
- SECOIA Program 2003-2006  
Design & Build contract (budget: 42 M€) with the French MoD for a chemical industrial process and plant dedicated to the destruction of the chemical weapons of the 1st world war for the French MOD.  
Contract manager in the bid phase (duration, 4 years from 1999 to 2003) & performance phase manager to the Customer, the partners and the sub-contractors.  
Management of contract, of risks, of changes, of configuration and of claims.
- UTL (Norbert d'Entressengle Group) 2000-2002  
Design & Build contract (budget: 62 M €) of an industrial process dedicated to selection-handling-storing of products for mass distribution including associated management software systems.  
Contract manager in bid phase (duration of the negotiation: 8 months) and then performance phase (3 years) towards the client and the

subcontractors.

Management of contract, of risks, of changes, of configuration and of claims.

- Stella, 2003-2006

Design-build contract (budget: 12 million to€) with the French Atomic Agency for the treatment of nuclear effluent from submarines.

Contract manager in the bid phase (duration, 4 years) & performance phase towards the Customer, the partners and the sub-contractors.

Management of contract, of risks, of changes, of configuration and of claims.

- Laser Mega Joule, from 2003

Design-build contract (budget : 40 million €) of the Supportage Work Package of the Laser Mega Joule plant for the French Atomic Agency.

Contract manager towards the Customer, the partners and the sub-contractors.

Management of contract, of risks, of changes, of configuration and of claims.

- Al Udeid Air Force base, 1995-2001

Design & supervision engineering mission for the Qatar, Al Udeid Air Force base (fees: 50M€)

Contract manager towards the Customer, the partners and the sub-contractors.

Head office backup for general contract management and specifically for the FIDIC aspects (Red Book, 4<sup>th</sup> edition).

5. From July 89

: **Deputy of the Executive officer Deputy** (From July 89) then **Head of Legal Department** (From December 91)

to July 94

Head Office of Printemps Group that became Pinault Printemps Redoute Group (Activities: large distribution stores and banking).

- Mergers & Acquisitions [40%]
- Banking. Financing of entities in equity, liabilities and cash-flow. Project financing. Companies and project insurance policies [30%]
- General business law. Distribution contracts. Purchase centrals contracts. Building contracts. IP management, transactions and licensing. Property and facility management. Commercial, arbitration and tax litigations. Internal and external audits [30%]

Business reference:

- Annual review and update of the affiliation and franchise contracts of the group.
- Last block of control take-over without public purchase procedure on Empire Stores (London Stock Exchange quotation) in 1989
- Sale of Euromarché in 1991 (400 M€)
- Acquisition of Conforama in 1991 (190 M€)
- Take-over then merger Pinault-Printemps in 1991-1992
- Sale of Discol (20 M€) and of Armand Thierry (25 M€) in 1993
- Merger Pinault-Printemps with Redoute in 1994
- Building promotion at Clichy in 1991 (62 M€ of works)
- Sale of Printemps buildings for Eole Station in 1992 (250 M€).

6. January to June 1989

: **Associate**

Mc Kenna & Co (now Cameron Mc Kenna), Solicitors (London) Member of the “Intellectual Property” and “Competition Law” groups.

- Intellectual property and distribution agreements.
- Intellectual property and competition consulting.
- Litigations on free movement of goods and free competition for products covered by intellectual property.

## Training cursus, publications and languages

- 2014           Trainings to FIDIC level 1 and 2 by a FIDIC accredited trainer
- 2012           Trainings then exam to finally become FIDIC accredited adjudicator
- 1995/2006     Several trainings in Project management at Thales University: Bid and Project Management, Contract Management, Project Planning Management, Monitor & Control Bid and Project Management, Opportunities and Risks Management, System Engineering, Configuration Management.
- 1989/94       Several trainings in tax, accountant and finance
- 1988           DEA (Master 2) Intellectual Property (Paris II)
- 1986           DESS (Master 2) International business lawyer (Paris V)
- 1985           Maîtrise (Master 1) International trade business (Paris XI)
- “Engineering contracts” (« Contrats de l’ingénierie », Encyclopaedia « Techniques de l’ingénieur », AG 3250, 3251, 3254 of January 2005 and 3255, 3256, 3257, 3259 of July 2005 instead of AG 3340, 3341 et 3342 of October 2003)  
« Les contrats de la grande distribution : Critères de distinction entre franchise et affiliation » (R.J.D.A. 7/93, pp. 514-523)  
« Marque, enseigne et survaleur » (Revue de droit comptable 1991-2, pp. 37-76)
- French        Mother language
- English       Read, written and spoken (business level)
- Spanish       Beginner

## Miscellaneous

- FIDIC accredited adjudicator
- Lecturer in business law at Paris XI University from 1986 to 1988.
- Legal Commission Member of the French Franchising Federation from 1992 to 1994.
- « Ancillary legal practice » commission Member of « SYNTEC Ingénierie ».