

Contract Management & Legal Drafting

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Introduction

Commercial contracts are essential pillars that ensure the success of any business transaction, clearly defining the rights and obligations of the parties involved. This comprehensive 5-day course is designed to provide participants with a deep understanding of the principles of preparing, negotiating, and drafting commercial contracts. It will also cover how to avoid and resolve disputes effectively. The course spans the entire contract lifecycle—from understanding what a contract is and its importance to mastering negotiation skills, drafting clear clauses, and handling disputes. Participants will gain the necessary tools and knowledge to create strong contracts that support sustainable business relationships and protect the interests of all parties involved. The course will also enhance participants' expertise in contract management and legal drafting.

Course Objectives

By the end of this course, participants will be able to:

- Understand the nature and legal foundations of contracts, including key components and terms, and recognize the crucial role of negotiation in contract formulation and drafting.
- Master negotiation and contract drafting skills, addressing complex situations and utilizing and modifying standard contract forms.
- Develop advanced legal drafting skills, drafting contracts in clear, enforceable language, identifying essential terms, and ensuring the contract's effectiveness and longevity.
- Manage and resolve disputes effectively by recognizing potential issues in contracts and addressing them through structured negotiation or external means like arbitration and mediation.
- Explore innovative commercial solutions, such as partnering agreements, BOOT contracts, and managing cross-border contracts, along with the associated challenges.

Course Outlines

Day 1: Understanding Contracts

- What constitutes a contract?
- The form, ingredients, and basic structure of a contract.
- The context of commercial arrangements.
- Innovative commercial solutions e.g., Partnering, BOOT contracts.
- The relationship between negotiation and contract drafting.
- Closing the deal: Authority to sign and agency principles.
- Formalities for finalizing the contract.

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Day 2: Negotiating and Drafting Contracts

- Principles of negotiation in contracting.
- Negotiating in difficult and complex situations.
- Structuring complex documents: Hierarchy of terms.
- Using and modifying standard forms.
- Precedent in international contracting.
- Dealing with contract qualifications and amendments.

Day 3: Legal Drafting and Preliminary Documents

- Legal drafting for organizations and factories.
- Signs of a well-drafted contract: The simple rules.
- Language of drafting: Will vs. Shall vs. Must.
- Identifying legal formalities for a binding contract.
- Structure and formation of a commercial contract.
- Importance of Boilerplate clauses.
- Using Heads of Terms effectively.
- Identifying vague terms and expressions in commercial contracts.
- Overview of cross-border contracts: Distribution vs. Joint venture vs. Agency agreements.
- Share Purchase Agreements: Allocating risks between buyer and seller.
- Troubleshooting: Tracing and correcting errors in contracts.

Day 4: Legal Writing and Specific Clauses

- Plain English in legal correspondence.
- Best practices for legal writing.
- Legal writing troubleshooting for different sectors.
- Drafting Specific Clauses in production and services contracts.
- Operative provisions and performance obligations.
- Title, risk, and payment provisions.
- Contract variations: Transfer of rights, amendments, and scope of work.
- Termination, suspension, and remedies for default.
- Limitation and exclusion of liability, force majeure, and waiver clauses.

Day 5: Dispute Resolution and Course Wrap-Up

- Dealing with disputes.
- Recognizing potential problems and addressing them as they arise.
- Distinguishing legal rights from commercial outcomes.
- Negotiation structures for internal dispute resolution.
- External dispute resolution: Litigation and Arbitration.
- Modern alternatives in dispute resolution: Adjudication, Expert Determination, Mediation.

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Why Attend This Course? Wins or Losses!

- Gain expertise in legal drafting to create clear, enforceable contracts that protect your interests.
- Develop negotiation skills to handle complex situations and achieve favorable contract terms.
- Master contract lifecycle management to ensure your contracts are managed effectively from start to finish.
- Learn how to apply contract risk management strategies to minimize legal risks and protect your organization.
- Discover innovative commercial solutions such as BOOT contracts, and enhance your ability to manage cross-border contracts.
- Equip yourself with the necessary tools to effectively resolve disputes through structured negotiation or external means like arbitration.
- Gain a deeper understanding of how to improve your contract management process, elevating the efficiency of your organization's operations.

Conclusion

This course offers an in-depth exploration of the critical aspects of commercial contracts, from drafting and negotiation to dispute resolution. Whether you're looking to enhance your legal drafting skills, deepen your understanding of contract management, or gain proficiency in handling contract disputes, this course will equip you with the practical knowledge and techniques needed for success. By attending, you'll not only refine your expertise in contract creation and negotiation but also empower your organization to manage and execute contracts with greater efficiency and legal integrity.

This is an essential course for anyone involved in the contract management process, from legal professionals to project managers and business leaders.

A graphic of a chessboard with several pawns. In the foreground, a large gold king piece stands prominently. Behind it, a silver pawn and a gold pawn are visible. The background shows concentric circles emanating from the center of the board.

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