BLACKBIRD FOR TRAINING

Contract Management & Legal Drafting Advanced Course

10 – 14 May 2027
Cape Town (South Africa)



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Introduction

The Contract Lifecycle Management course is a comprehensive training programme designed for professionals involved in the contract management process. It covers the full spectrum of contract management, from negotiating the initial deal and drafting robust legal agreements to managing contractual performance, identifying contractual risks, and resolving disputes.

This course provides participants with practical insights into legal drafting, contract review, negotiation, and contract management best practices. It focuses on developing the ability to structure agreements clearly, review critical contractual provisions, identify and classify contractual risks, and ensure that contracts remain compliant and commercially effective throughout their lifecycle.

Participants will learn how to manage contracts from both parties' perspectives, understand the impact of key contractual clauses, and apply practical techniques to protect their organization's legal and commercial interests. The programme also addresses dispute resolution mechanisms, including governing law, jurisdiction, arbitration, litigation, and mediation.

Whether dealing with management agreements, property management contracts, service agreements, production contracts, or other commercial arrangements, participants will gain practical skills to manage contractual relationships effectively from negotiation through execution, performance, amendment, and termination.

Course Objectives

Upon completion of this course, participants will:



- Gain a thorough understanding of contract lifecycle management, from negotiation and drafting to contract termination.
- Learn how to draft legal agreements using clear, effective, and industry-specific practices.
- Understand the fundamentals of contract management and how to manage contracts throughout their lifecycle while ensuring compliance and performance.
- Use legal writing techniques to create clear, concise, and enforceable contractual documents.
- Master how to negotiate complex contracts, structure key terms, and manage amendments and qualifications.
- Review key contractual clauses, including payment terms, delivery obligations, warranties, indemnities, and limitation of liability provisions.
- Identify and classify contractual risks and assess their potential legal, financial, operational, and commercial impact.
- Learn strategies to avoid common legal pitfalls, including vague language, ambiguity, inconsistent provisions, and excessive contractual obligations.
- Evaluate governing law, jurisdiction, arbitration, litigation, mediation, and other dispute resolution provisions.
- Understand how contractual obligations, breaches, remedies, termination, and liability interact throughout the contract lifecycle.
- Develop practical approaches to managing contractual disputes internally and through external dispute resolution mechanisms.
- Apply effective contract review and risk assessment techniques to support stronger contractual decisions.

Course Outlines

Day 1: Understanding the Deal Behind the Contract and Negotiating Terms

Understanding Contracts and Commercial Arrangements



- What Constitutes a Contract? Understanding the basic ingredients and structure of a contract and what makes it legally binding.
- The Context of Commercial Arrangements: Understanding contract lifecycle management in different commercial and business contexts.
- Understanding the commercial objectives behind a contract and how they influence contractual terms.
- Identifying the rights, obligations, responsibilities, and expectations of each contracting party.
- Reviewing contracts from both parties' perspectives.
- Innovative Commercial Solutions: Exploring alternatives such as Partnering and BOOT contracts.
- Relationship Between Negotiation and Contract Drafting: Understanding how negotiation shapes the final agreement.
- Authority to Sign and Agency Principles: Ensuring that the correct parties are authorized to enter into agreements.
- Formalities to Finalize the Contract: Legal requirements and best practices for closing a deal.

Introduction to Contractual Risk

- Understanding contractual risk and its relationship to commercial objectives.
- Identifying potential legal, financial, operational, and commercial risks within agreements.
- Introduction to identifying and classifying contractual risks.
- Recognizing high-risk contractual obligations and unfavorable provisions.
- Understanding how contractual risks can be allocated between the parties.

Day 2: Legal Drafting Techniques and Critical Contract Clauses

Legal Drafting Techniques



- Signs of a Well-Drafted Contract: Identifying the characteristics of clear, effective, and enforceable contracts.
- Language of Drafting: Understanding the appropriate use of terms such as "Will," "Shall," and "Must."
- Legal Formalities for Binding Contracts.
- Structure and Formation of Commercial Contracts.
- Boilerplate Clauses: Understanding important standard provisions and their commercial significance.
- Heads of Terms: Understanding the role of preliminary documents in structuring agreements.
- Vague Words and Expressions in Commercial Contracts: Identifying and avoiding ambiguity.
- Cross-Border Contracts: Key considerations when managing international agreements.

Reviewing Critical Contractual Clauses

- Reviewing payment terms and financial obligations.
- Evaluating delivery obligations, milestones, and performance requirements.
- Reviewing warranties and representations and their impact on contractual protection.
- Understanding indemnities and allocation of liability between the contracting parties.
- Reviewing limitation of liability clauses and financial exposure.
- Identifying contractual risks arising from unclear, excessive, or one-sided provisions.
- Understanding the relationship between key contractual clauses and overall contract performance.

Day 3: Plain English, Contract Performance and Risk Management

Mastering Plain English in Legal Correspondence

- Good Legal Writing Practices: Creating clear and effective contractual and legal communications.
- Reducing Legalese: Moving towards Plain English for improved understanding.
- Pitfalls in Legal Jargon: Identifying unnecessary, archaic, or confusing terminology.
- Strategies for Writing Effective Emails and Contractual Correspondence.
- Common Mistakes in Legal Writing: Recognizing ambiguous words, phrases, and expressions.

Managing Contractual Performance



- Operative Provisions and Performance Obligations: Defining clear roles and responsibilities.
- Linking contractual obligations to measurable performance requirements.
- Managing payment and delivery obligations throughout contract performance.
- Monitoring warranties, indemnities, and other continuing obligations.
- Identifying potential contractual problems before they escalate.
- Managing contractual compliance and performance from both parties' perspectives.

Contractual Risk Identification and Classification

- Reviewing contracts using a risk-based approach.
- Identifying legal, financial, operational, and commercial risks.
- Classifying contractual risks according to severity and potential impact.
- Identifying gaps, inconsistencies, vague language, and conflicting provisions.
- Prioritizing risks that require negotiation, clarification, or mitigation.
- Developing practical approaches to reduce contractual exposure.

Day 4: Contract Variations, Termination and Dispute Resolution

Managing Changes and Contractual Protection

- Contract Variations and Amendments: Managing changes in contractual terms and scope.
- Change orders, extensions, qualifications, and modifications.
- Documenting contractual changes correctly.
- Managing waivers and deviations from contractual requirements.
- Understanding how amendments may create new contractual risks.
- Termination, Suspension, and Remedies: Structuring appropriate contractual protections.
- Force Majeure, Limitation of Liability, and Waivers.
- Managing unforeseen events and minimizing contractual exposure.

Governing Law and Jurisdiction

- Understanding the importance of governing law provisions.
- Evaluating governing law in domestic and cross-border contracts.
- Jurisdiction clauses and their impact on contractual disputes.
- Exclusive and non-exclusive jurisdiction.
- Identifying risks associated with unfamiliar or unfavorable jurisdictions.
- Relationship between governing law, jurisdiction, and contractual enforcement.

Dispute Resolution Provisions



- Evaluating dispute resolution clauses.
- Negotiation as an internal dispute resolution mechanism.
- Mediation and settlement procedures.
- Arbitration provisions and key considerations.
- Litigation provisions and court proceedings.
- Understanding arbitration, litigation, and alternative dispute resolution mechanisms.
- Drafting clear and effective dispute escalation procedures.

Day 5: Managing Contractual Disputes and Practical Contract Review

Managing Contractual Disputes

- Recognizing potential contractual problems before they develop into disputes.
- Internal Dispute Resolution: Developing effective negotiation structures.
- External Dispute Resolution: Understanding litigation, arbitration, and mediation.
- Modern Alternatives to Dispute Resolution: Adjudication and Expert Determination.
- Managing contractual disputes from both parties' perspectives.
- Linking contractual breaches, remedies, liability, and dispute resolution.
- Developing practical strategies to prevent disputes and minimize legal and commercial exposure.

Practical Contract Review Workshop

- Reviewing selected commercial contract provisions.
- Identifying and classifying contractual risks.
- Reviewing payment terms and delivery obligations.
- Evaluating warranties and indemnities.
- Reviewing limitation of liability provisions.
- Evaluating governing law, jurisdiction, arbitration, and litigation clauses.
- Identifying vague, ambiguous, inconsistent, or unfavorable contractual language.
- Assessing the relationship between contractual clauses and overall risk allocation.
- Recommending amendments and practical risk mitigation measures.
- Developing negotiation points based on the contract review.
- Applying legal drafting and contract management principles to real-world contractual scenarios.

Why Attend This Course?

This Contract Lifecycle Management training course is designed for professionals who need to manage contracts effectively from the initial negotiation through drafting, execution, performance, amendment, and termination.



Participants will gain practical skills to:

- Manage the complete contract lifecycle effectively.
- Draft clear, concise, and enforceable legal agreements.
- Review critical contractual clauses and understand their commercial impact.
- Identify and classify contractual risks before they become major issues.
- Assess payment, delivery, warranty, indemnity, and liability provisions.
- Strengthen contract negotiation and risk allocation skills.
- Improve contractual language and eliminate ambiguity.
- Manage amendments, variations, termination, and contractual remedies.
- Evaluate governing law, jurisdiction, arbitration, litigation, and mediation provisions.
- Prevent and manage contractual disputes more effectively.
- Apply practical contract review and risk assessment techniques in real-world situations.

Conclusion

The Contract Lifecycle Management course provides a comprehensive and practical overview of contract management, legal drafting, negotiation, contractual risk, and dispute resolution.

By combining contract lifecycle management principles with practical contract review and risk assessment techniques, participants will develop the ability to draft effective agreements, manage contractual obligations, identify and classify risks, and protect their organization's commercial and legal interests.

The course also provides practical guidance on reviewing critical contractual provisions, including payment terms, delivery obligations, warranties, indemnities, limitation of liability, governing law, jurisdiction, arbitration, and litigation.

Whether dealing with property management contracts, management agreements, production and service contracts, or complex commercial arrangements, participants will gain the knowledge and practical techniques required to manage contracts effectively from negotiation through performance, dispute resolution, and final termination.

Questions & Answers

1. What are the main stages of the contract lifecycle?



Answer:
The main stages include contract planning and negotiation, drafting, review and approval, execution, performance and compliance monitoring, amendments and variations, dispute management, and finally termination or renewal. Effective contract lifecycle management ensures that each stage is properly controlled and aligned with the organization's commercial and legal objectives.

2. Which key contractual clauses should be carefully reviewed during contract analysis?

Answer:
Important clauses include payment terms, delivery and performance obligations, warranties, indemnities, limitation of liability, termination, force majeure, governing law, jurisdiction, and dispute resolution provisions. Reviewing these clauses helps identify potential legal, financial, and operational risks before the contract is finalized.

3. How can contractual risks be identified and classified?

Answer:
Contractual risks can be identified by reviewing obligations, liabilities, performance requirements, unclear language, and unfavorable or conflicting provisions. They can then be classified according to their type and potential impact, such as legal, financial, operational, commercial, or reputational risk. This allows organizations to prioritize high-risk issues and develop appropriate mitigation strategies.

4. What is the importance of governing law, jurisdiction, arbitration, and litigation clauses?

Answer:
These provisions determine how and where contractual disputes will be handled. The governing law identifies the legal framework applicable to the contract, while jurisdiction determines which courts may hear a dispute. Arbitration provides an alternative private dispute resolution mechanism, whereas litigation involves court proceedings. Clear provisions help reduce uncertainty and manage the risks associated with contractual disputes.

5. How can effective contract drafting and negotiation help prevent disputes?



Answer:
Clear drafting reduces ambiguity by defining the parties' rights, obligations, responsibilities, payment terms, performance requirements, liabilities, and remedies. Effective negotiation ensures that risks are appropriately allocated between the parties. Together, clear drafting and balanced negotiation can prevent misunderstandings, reduce contractual exposure, and provide effective mechanisms for resolving issues before they escalate into major disputes.

