



An intensive two-day programme
16-17 March 2010, London
14-15 June 2010, London

BUSINESS AND CONTRACT LAW

*Mastering the legal aspects of commercial
contracts for business executives*



Visit our website: www.falconbury.co.uk

SAVE
£150/€189
off *Commercial Contracting*
– Part Two: *Understanding*
and *Drafting Standard*
Contract Clauses
See inside for
details

COMMERCIAL CONTRACTING FOR BUSINESS EXECUTIVES: PART I

A no-nonsense, plain English practical course covering:

- A step-by-step A-Z guide through the legal maze of commercial contracts
- Practical drafting workshop sessions to enable you to apply new skills under the guidance of an expert
- A tool-kit of legal terminology to use when drafting contracts
- Key tactics and tools of negotiation that will deliver 'win/win' results
- The major implications of new and existing EU competition law
- Legal considerations when drafting a cross-border contract
- Contractual disputes and contractual risk for your organisation
- Skills and knowledge to manage the risk
- Protection for your organisation from expensive litigation

*'Very clear, concise content. The speakers' knowledge
and expertise was evident and very useful for queries
and questions around subjects'*

Amanda Mayne, Commercial Advisor, The British Museum

BUSINESS AND CONTRACT LAW



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Day one

0900 Registration and refreshments

0930 **Welcome and introduction**

Effective contract negotiation

- Preparing for negotiation
- Developing winning strategies
- Understanding the rules of negotiation and culture
- Improving your communication skills
- Mapping routes to agreement

Offer and acceptance

- Defining the number of offers that can be on the table at any time
- Understanding what is a counter offer
- Examining what constitutes acceptance

Tools, techniques and terminology when creating a formal contract

- Informal contracts
- Standard terms
- Letters of intent
- Memorandum of Understanding
- Enforceable contracts

Getting-to-grips with how the law changes what you thought you had agreed to

- What are implied terms and where do you use them
- Working within government restrictions
- What is good faith and making it benefit your organisation
- Misrepresentation
- International convention

Understanding and effective drafting payment obligations

- Advance/stage payments
- Retention monies
- The role of bonds
- Credit insurance
- Letters of credit

Including constructive performance obligations

- Specific performance
- Condition precedents
- Delivery
- *Force Majeure*
- The Doctrine of Frustration

Implications of law and regulations for international agreements

- Incoterms
- Personnel

- Price and payment terms
- Disputes
- Exporting

When things go wrong – Limit contractual risk for your organisation

- Identifying the areas of potential claims
- Examining claims in contract
- Examining claims in tort
- What are the claims under other headings
- Insurance

Practical Drafting Exercise

In this session participants will draft standard contract terms based on the skills and knowledge developed during the day under the guidance of experts.

1700 Close of day

Day two

0900 Refreshments

0930 **Welcome and review of previous day**

Making defences to breach of contract

- Misrepresentation
- Duress

- Mistake
- Negligent misstatement

Termination – Understanding how and when contracts end

- Duration
- Liquidation
- Change of control

Successfully resolving contractual disputes

- Drafting key provisions to minimise the risk of disputes
- ADR clauses
- Arbitration – institutional or ad hoc

The impact of EU competition law

- What the rules say
- Prohibited agreements
- Areas to watch – pricing; quantity restriction
- Market sharing; public procurement rules; joint buying and selling
- When the rules apply – *De Minimis*
- Horizontal and vertical agreements
- The role of the Block Exemptions

Practical Drafting Exercise

In this session participants will practice drafting contract terms and receive practical advice and guidance on how they can develop in this area.

Some typical agreements

This session will review the terms and conditions of some typical agreements to illustrate how to avoid the legal pitfalls and challenges faced.

- Service
- Supply
- Manufacture
- Licensing

Practical Workshop

Drafting and understanding boilerplate clauses

- General provisions
- Confidentiality
- Costs
- Assignment
- Notices
- Law of the contract

1630 Close of course

‘Enjoyable, interesting and participative course with a knowledgeable and approachable presenter’

Isla Irvine, IP Admin Manager, Britannia Pharmaceuticals Ltd

4 easy ways to book

Tel +44 (0)20 7729 6677 Fax +44 (0)20 7729 6110 Email bookings@falconbury.co.uk Online www.falconbury.co.uk

Mastering the legal aspects of commercial contracts for business executives

What is this course about?

The law and regulations governing business and contract law are increasingly complex and now affect all industries and every type of commercial agreement; from entering into a contract, to validity of purchase conditions. If you are involved in commercial contracting or dealing with external parties at any level, you need to grasp the practical legal implications of these relationships to ensure you do not expose your organisation to unnecessary risk. Additionally you need to protect your company from litigation and anticipate legal pitfalls.

Part I of this series combines up-to-date commercial law with practical methods of translating this law into documentation. It identifies and analyses the different types of contract and how the various statutes affect them, ensuring that you fully grasp the impact of current legislation and case law. By the end of the course you will be able to recognise and deal confidently with the risks and benefits of commercial contracts.

Who should attend?

- Contracts and commercial managers and engineers
- Sales and marketing managers
- Project and procurement managers

All those involved in the management of commercial business contracts.

Why you should attend?

By attending this seminar, you will:

- **Gain** practical experience of effective contract negotiation
- **Grasp** the main issues impacting the early phase of offer and acceptance
- **Learn** how to create a formal contract
- **Understand** the legal background to common contract terms
- **Identify** and recognise the role of payment and performance obligations
- **Discover** how to limit risk and identify the areas of potential claims
- **Examine** ways to skillfully avoid disputes
- **Determine** how to deal with and make defenses to breach of contract
- **Get-to-grips** with EU competition law and its impact on business contracts
- **Study** some typical business agreements and learn to avoid the legal pitfalls and challenges they may present

'Thoroughly enjoyable and interesting, set at the right level for all to understand'

Lee Tanner, Procurement Manager, CB Richard Ellis

BUSINESS & CONTRACT LAW IN-HOUSE TRAINING

www.falconbury.co.uk/inhouse

DO YOU HAVE A TEAM OF CONTRACT, PROCUREMENT OR PROJECT MANAGERS WHO ARE INVOLVED IN COMMERCIAL CONTRACTING AND YOUR ORGANISATIONS CONTRACTS?

Challenges translate to risk and in today's environment of bespoke and standard contracts these risks can be mitigated with an understanding of the **practical legal implications** of a contract which can benefit both the Client and Supplier. Falconbury deliver business and contract law programmes In-House for a number of organisations in the UK and internationally. By focusing on **Your Contracts** terms and conditions we can tailor the course to your needs. To find out more please contact Caroline Glen on **+44 (0)20 7729 6677** or email caroline.glen@falconbury.co.uk

Expert training faculty

PROGRAMME LEADER

ARUN SINGH OBE is an international lawyer at Grundberg Mocatta and Rakison LLP. He was formerly a partner and head of commercial law at KPMG Legal. Arun is cited and ranked in Chambers Guide of the World's Leading Lawyers. He concentrates on international investment, joint ventures, licensing of technology, research and development, M&A, energy, outsourcing and corporate governance in developed and emerging markets (including Asia and the Middle East), and also handles international legal risk management matters. He advises a range of international organisations and is a senior associate of Oxford University Institute of Legal Practice. He teaches international negotiations at Cambridge University, he also teaches and trains as a member of the joint Duke University London School of Economics Corporate Education Network. He was appointed an OBE in January 1999 for services to international trade and investment and is a non-executive director of the Board of the UK Trade and Invest Office and of Cultural Dynamics.

EXPERT PRESENTER

SUSAN SINGLETON is a solicitor with her own London firm, Singletons which specialises in intellectual property law, including trade marks and competition law, Internet law and general commercial law. Articled at Nabarro Nathanson, she joined Slaughter and May's EC/Competition Law Department on qualifying in 1985, moving to Bristows in March 1988, where she remained until founding her own firm in 1994. Since then she has advised over 500 clients. According to the *Chambers and Partners Legal Directory* she is one of the UK's leading IT lawyers. In 2002 she acted for the claimant in the first damages action for breach of the EU competition rules to come before the English courts *Arkin v Borchard* and others. Her clients range from major plcs and institutions to small start-up businesses. She is author of over 30 law books on topics such as Internet and e-commerce law, competition law, commercial agency law, data protection legislation and intellectual property and writes twenty legal articles a month.

See also...

Understanding and Drafting Standard Contract Clauses – Part II

Effective drafting techniques and standard clauses for business executives 27-28 April 2010, London

This two-day practical programme follows on from our hugely popular Part I to ensure you understand and draft watertight clauses. **Book Part I and II at the same time and SAVE £150/€189 off Part II.**

Save up to 50%

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BOOK NOW!

Commercial Contracting for
Business Executives: PART I

BUSINESS AND CONTRACT LAW

Yes I wish to attend:

16-17 March 2010, London, UK
Reference: 1393

14-15 June 2010, London, UK
Reference: 1427

For more than two delegates please
photocopy this booking form

Please quote your Partnership Number to
receive your reduced rate _____

DATES AND LOCATIONS

This training course will be held on:

16-17 MARCH 2010
ETC – The Hatton
51-53 Hatton Garden
London EC1N 8HN
Tel: +44 (0)20 7242 4123

14-15 JUNE 2010
Central London, TBC

VAT RECLAIM – INTERNATIONAL DELEGATES

If you are attending the course from outside the UK you can reclaim the VAT payable through HM Customs and Excise please visit their website at www.hmrc.gov.uk for a downloadable form or contact our customer services on info@falconbury.co.uk for more information.

Please quote your reference number:

6091/

IT IS IMPORTANT TO FILL OUT ALL THE INFORMATION BELOW

First participants details

£999 + VAT = £1148.85 €1249 + VAT = €1436.35 Full Price
 £499 + VAT = £573.85 €625 + VAT = €718.75 Partnership Price

If booking **Part II** at the same time tick here and **SAVE £150/€189**

Mr/Mrs/Ms (surname) _____ First names _____

Job title _____

Tel _____

Email _____

Any special requirements _____

Second participants details

£849.15 + VAT = £976.52 €1061.65 + VAT = €1220.90 SAVE 15%
 £499 + VAT = £573.85 €625 + VAT = €718.75 Part I only
Partnership Price

If booking **Part II** at the same time tick here and **SAVE £150/€189**

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Any special requirements _____

Contact details (ALL INVOICES WILL BE ADDRESSED TO THIS CONTACT)*

Mr/Mrs/Ms (surname) _____ First names _____

Job title _____

Tel _____

Email _____

Organisation details

Company _____

Address _____

Postcode _____ Country _____

Tel _____ Fax _____

Payment details

NB Please note that payment must be made in advance of the event, Falconbury reserve the right to refuse admission if payment has not been received.

I enclose a cheque made payable to Falconbury Ltd PO Number _____

I would like to pay by bank transfer (BACS) payment:
 In GBP Sterling (£) to Nat West Sort Code 60-04-16 • Account No. 30212820
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Please charge my credit card Mastercard Visa

Card no. _____

Expires _____ Security number (last three digits on signature strip) _____

Alternatively book via our secure booking form on our website or call us with your card details.

Cardholder name _____

Signature _____

* Contact details above must be those of the cardholder

5 WAYS TO BOOK

Call +44 (0)20 7729 6677

Fax +44 (0)20 7729 6110

Email bookings@falconbury.co.uk

Online www.falconbury.co.uk

Post Falconbury Ltd., 10-12 Rivington Street
London EC2A 3DU, UK

FEE

The full fee for this programme includes all written material, lunch and refreshments.

HOW TO REGISTER AND PAY

A VAT invoice and booking confirmation will be sent within 7 days, please contact us if you have not heard anything after that time. Payment can be made by credit card, by bank transfer (for bank account details please see payment details section of booking form) or by cheque made payable to Falconbury Ltd and posted to the address above. VAT no. 770008751. Any questions please contact Customer Services on +44 (0)20 7729 6677.

ALL PAYMENTS MUST BE RECEIVED IN ADVANCE OF THE EVENT

MULTIPLE BOOKING DISCOUNTS

A multiple booking discount of 15% is available on the 2nd and subsequent delegates booked at the same time from the same organisation. This discount may not be used in conjunction with any other offer or the Falconbury Training Partnership Scheme unless otherwise stated.

ACCOMMODATION

Accommodation is **NOT INCLUDED** in the course fee but we are able to help you find accommodation in the area. Information will be sent through on the booking confirmation. If you require information in the meantime please contact customer services at info@falconbury.co.uk, call on +44 (0)20 7729 6677 or check our website for details www.falconbury.co.uk.

ALWAYS READ THE SMALL PRINT

CANCELLATIONS & TRANSFER: Once we have received your booking the place(s) are confirmed.

- | | |
|--|--|
| Up to 28 days before the course | <ul style="list-style-type: none">• Transfers – 10% fee• Cancellation – 10% administration fee• Substitutes – Free of charge |
| 27 to 14 days before the course | <ul style="list-style-type: none">• Transfers – Free of charge• Substitutes – Free of charge• Cancellations – 100% fee• Transfers – 100% fee• Substitutes – Free of charge |

A maximum of one transfer is allowed. After the transfer no cancellation can be accepted and the full invoiced fee will be charged. Transfers are subject to payment of the difference on higher value courses.

ALL CANCELLATIONS MUST BE RECEIVED IN WRITTEN FORM

PARTNERSHIP CONDITIONS: The Falconbury Training Partnership Scheme cannot be used in conjunction with any other discount offer, including multiple booking discounts, unless otherwise stated or negotiated.

PLEASE NOTE: Falconbury Ltd reserve the right to change the content and timing of the programme, the speakers and the date and venue due to reasons beyond their control. If in the unlikely event that the course is cancelled Falconbury will refund the full amount and disclaim any further liability.

DATA PROTECTION: The personal information provided by you on this form will be held on a database. Sometimes your details may be made available to external companies for marketing purposes. If you do not wish your details to be used for this purpose please write to: The Database Manager, Falconbury Ltd, 10-12 Rivington Street, London EC2A 3DU, UK.

ENQUIRIES: If you have any queries about registration or payment please do not hesitate to contact our customer services department on **+44 (0) 20 7729 6677**.

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