

A practical one-day programme

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off *Commercial
Contracts – Part 1:
Drafting Commercial
Contracts*
See inside for
details

Commercial Contracts – Part 2

Drafting & Understanding Boilerplate Clauses

PRACTICAL APPLIED TRAINING FOR LEGAL AND CONTRACTS PROFESSIONALS

Practical tips and techniques on the use and understanding of the main types of boilerplate clauses. A one-day guide to drafting clear and concise boilerplate clauses including:

- Transferring contractual benefits
- Waiver clauses, invalidity and severance
- Joint and several liability
- Notices and communications
- Force majeure clauses
- Payment and interest
- Confidentiality clauses
- Term and termination provisions
- Governing law and jurisdiction
- Dispute resolution clauses
- Entire agreements clause

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Training Partnership
Scheme*



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6

CPD Hours

Solicitors Regulation
Authority

Practical tips and techniques on the use and understanding of the main types of boilerplate clauses

Boilerplate clauses may appear unglamorous when the heat is on to get the deal done, but failure to include appropriate boilerplate clauses can come back to haunt you when the deal goes sour. They are key to making the contract work, they must be understood and drafted in a careful and measured way to ensure the basic contractual issues are not overlooked.

Drafting and Understanding Boilerplate Clauses takes an in-depth look at the practical and effective use of boilerplate clauses in your commercial contract. In just one-day the programme will review the main types of boilerplate clauses that are encountered in commercial contracts, providing an explanation of when and why they are needed and best practice tips and techniques for drafting them.

By attending this programme it will enable you to:

- **Understand** the key boilerplate clauses to ensure you can effectively govern the day-to-day management of their rights and obligations
- **Draft watertight** and effective clauses every time
- **Examine** assignment, and novation to ensure you are suitably protected in the case of transfer or sale of rights
- **Consider** the purpose and effect of typical boilerplate clauses
- **Understand** the practical use and application of boilerplate clauses through exercises under the guidance of the expert trainer
- **Discuss** any issues or disputes you are currently facing with colleagues from other organisations to gain new ideas and perspectives

Practical interactive learning style

This workshop style programme has been specifically designed to offer a practical, 'nuts and bolts' solution to your drafting challenges. Throughout the expert presenter will use a balanced mix of theory, group exercises, discussion, sample clauses and case studies to provide you with a comprehensive portfolio of practical tips and techniques to drafting watertight contracts by the end of the course.

Who should attend?

This course has been specifically developed for those who want to enhance their practical drafting skills, including:

- In house lawyers
- Commercial directors and managers
- Solicitors in private practice
- Contracts directors and managers

6
CPD Hours

Continuing Professional Development

This course is accredited for 6 CPD hours by the Solicitors Regulation Authority (CPD reference CSC/FALI). After successfully completing the course you will receive a certificate stating the amount of hours and type of training you have completed.

The presenter

RACHEL BURNETT is a Solicitor with her own legal firm. Her career combines law together with technical and business experience within the IT industry. Originally an IT professional after graduating from Exeter University, she worked for large corporate organisations in system development and project management. She qualified as a solicitor, and joined one of the first niche IT law practices. Following several years as a partner in City of London law firms, she now runs her own legal firm, acting for commercial clients. Her clients have always included start-ups and mid-range companies. Rachel is an experienced presenter both in the UK and abroad, delivering seminars and workshops on the practical management in business of law and intellectual property, contracts and compliance. She is author of Thorogood Professional Insights Reports *IT Contracts* and *Commercial Contracts*, She writes on IT law for journals and professional publications, including as a regular columnist for the *IMIS Journal* and *BCS IT Now*. Rachel has been awarded an Honorary Doctorate in Technology from Southampton Solent University, and works with the Open University Law Programme as an associate lecturer. Rachel was President of the British Computer Society 2007-2008. She is a Livery member of the City of London Information Technologists' Company.

Plus attend...

Book on *Commercial Contracts – Part 2: Drafting and Understanding Boilerplate Clauses* today and if you or a colleague book on the following support programme **at the same time SAVE £100/€125** off the programme's full price. *NB: This discount can apply to multiple delegates from the same organisation.*

**Commercial Contracts – Part 1:
Drafting Commercial Contracts**
5 October 2010, London

Reserve your places NOW on
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DRAFTING & UNDERSTANDING BOILERPLATE CLAUSES

0900 Registration and refreshments

0930 **Welcome**0945 **Introduction to boilerplate**1000 **Contractual capacity: parties, rights and interests, and transfers**

- Contractual capacity
 - Legal entity
 - Joint and several liability
- Third party rights
- Privity of contract and third parties
- Transferring rights
 - Assignment
 - Novation

1100 Refreshments

1115 **Typical standard boilerplate**

We shall discuss the purpose and effect of some typical clauses, and consider examples.

- Interpretation
 - Recitals, headings and schedules
 - Gender, singular and plural
 - References to legislation
 - Time expressions
 - Interpreting the meaning
- Notices
 - Purpose
 - Methods
 - Content
- Waiver
 - Purpose
 - Effect
- Severability
 - Purpose
 - Effect
- *Force majeure*
 - What is *force majeure*?
 - Purpose
 - Effect
 - Content

1245 Lunch

1400 **'Entire Agreement', confidentiality, charges and payment**

We shall discuss the purpose and effect of 'entire agreement', confidentiality and charges and payments clauses, and consider examples.

- 'Entire Agreement'
 - Purpose
 - Effect
 - Content
- Confidentiality
 - What is *confidential information*?
 - Purpose
 - Effect
 - Content
- Charges and payments
 - Purpose
 - Content
 - Expenses, VAT
 - Interest payments
 - Rates of interest and penalties
 - Passing risk and title

1515 Refreshments

1530 **Duration and termination; governing law and jurisdiction; dispute resolution**

- Duration/Term
- Termination
- Governing law
- Jurisdiction
- Dispute resolution

1645 **Bringing it all together**

- Final questions

1715 Close of seminar

COMMERCIAL CONTRACTS IN-HOUSE TRAINING

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INTERESTED IN THIS COURSE FOR YOUR LEGAL OR CONTRACTS DEPARTMENT?

This well established and popular programme has been successfully run in-house for many organisations in the past. To view a sample programme please go to our website: www.falconbury.co.uk/inhouse

For your FREE quote, please contact Caroline Glen on
+44 (0)20 7729 6677 or email inhouse@falconbury.co.uk

