

An intensive two-day programme

# Business & Contract Law

Mastering the legal aspects of commercial contracts  
for business executives



COMMERCIAL AND CONTRACT MANAGEMENT SERIES

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

save  
**50%**

See inside for details  
of The Falconbury  
Training Partnership  
Scheme



Visit our website: [www.falconbury.co.uk](http://www.falconbury.co.uk)

*'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

# 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.

This programme 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



## SAVE UP TO 50%

Join **THE FALCONBURY TRAINING PARTNERSHIP SCHEME** and **SAVE UP TO 50%** off all public and distance learning training courses.

To find out more telephone: **+44 (0)20 7729 6677** or visit our website: [www.falconbury.co.uk/public/content/training-partnership-scheme](http://www.falconbury.co.uk/public/content/training-partnership-scheme)

## Expert training faculty

### PROGRAMME LEADER

**ARUN SINGH (PROF) OBE, FRSA** is an international lawyer and consultant to an international law firm. He was formerly a partner and Head of Commercial Law at KPMGLegal. 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. He also handles international legal risk management matters. Arun advises a range of international organisations. He is a Visiting Professor in International Business, Leadership and Negotiations at Salford University Business School, Senior Associate at Oxford University's Institute of Legal Practice and teaches international leadership and negotiations at the University of Cambridge. He has facilitated programmes in Europe, Asia, the Middle East and the U.S and has worked with clients such as BA, BP, CMSLegal, Orange, Diageo, KPMG, Motorola. He was appointed an OBE by HM the Queen in January 1999 for services to international trade, investment and intercultural management. Arun is an editor and contributor to a number of publications, including Thorogood's Special Report on *Business and Contract Law*, facilitator for company programmes and corporate speaker to conferences.

### EXPERT PRESENTER

**VERONICA ROBERTS** is a partner and solicitor-advocate in the London office of Herbert Smith LLP specialising in EU and UK competition law. Veronica is based in the London office, having previously worked in the firm's Brussels office for eight years. She regularly deals with the OFT, Ofcom, the Competition Commission and the European Commission, on behalf of companies under investigation and complainants. She also has experience of antitrust litigation, before both the Competition Appeal Tribunal and the European Court of First Instance.



## Other commercial and contract management programmes

In order to help you to reduce the cost of travel, enhance the intensity of your commercial contracts training, and make better use of your time away from the office Falconbury have scheduled their most popular commercial contracting courses over the course of a week where you can benefit from a weekend in London.

**Business and Contract Law 2-3 December 2010, London**

**Effective Contract Management 6-7 December 2010, London**

**Effective Contract Negotiation 8 December 2010, London**

This week provides a unique opportunity to bring yourself and other members of your team up-to-date with current best practice in the legal and commercial aspects of managing contracts.

**For more information on how you can make savings contact [info@falconbury.co.uk](mailto:info@falconbury.co.uk) or visit [www.falconbury.co.uk](http://www.falconbury.co.uk)**

### 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

- Overview of the key provisions
- Horizontal and vertical agreements
- Role of the block exemption regulations
- Areas to watch: pricing, market sharing, joint sales and purchasing, information sharing
- Consequences of infringement
- Compliance

#### 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

### BUSINESS & CONTRACT LAW IN-HOUSE TRAINING

[www.falconbury.co.uk/inhouse](http://www.falconbury.co.uk/inhouse)

**DO YOU HAVE A TEAM OF CONTRACT, PROCUREMENT OR PROJECT MANAGERS WHO ARE INVOLVED IN YOUR COMMERCIAL 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. 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 [inhouse.glen@falconbury.co.uk](mailto:inhouse.glen@falconbury.co.uk)

Please quote your reference number:

6141/

Book now for

# BUSINESS AND CONTRACT LAW

Yes I wish to attend:

21-22 September 2010, London

Reference: 1469

2-3 December 2010, London

Reference: 1470

For more than two delegates please photocopy this booking form

Please quote your Partnership Number to receive your reduced rate

## IT IS IMPORTANT TO FILL OUT ALL THE INFORMATION BELOW

### First participant's details *Please tick as appropriate*

£999 + VAT = £1173.83     €1249 + VAT = €1467.58

Full Price

£499 + VAT = £586.33     €625 + VAT = €734.38

Partnership Price

Mr/Mrs/Ms (surname) \_\_\_\_\_

First names \_\_\_\_\_ Job title \_\_\_\_\_

Tel \_\_\_\_\_

Email \_\_\_\_\_

Any special requirements \_\_\_\_\_

### Second participants details

£849.15 + VAT = £997.75     €1061.65 + VAT = €1247.44

SAVE 15%

£499 + VAT = £586.33     €625 + VAT = €734.38

Partnership Price

Mr/Mrs/Ms (surname) \_\_\_\_\_

First names \_\_\_\_\_ Job title \_\_\_\_\_

Tel \_\_\_\_\_

Email \_\_\_\_\_

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:

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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

## DATES AND LOCATIONS

### 21-22 September 2010

Charing Cross Hotel, The Strand, London WC2N 5HX  
Tel: 0871 376 9012 • Web: www.guoman.com

### 2-3 December 2010

Central London, TBC

## 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**

## 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](http://www.hmrc.gov.uk) for a downloadable form or contact our customer services on [info@falconbury.co.uk](mailto:info@falconbury.co.uk) for more information.

## 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](mailto:info@falconbury.co.uk), call on +44 (0)20 7729 6677 or check our website for details [www.falconbury.co.uk](http://www.falconbury.co.uk).

## Always read the small print

### CANCELLATIONS AND TRANSFER:

Once we have received your booking the place(s) are confirmed.

#### Up to 28 days before the course

- Cancellation – 10% administration fee
- Transfers – Free of charge
- Substitute delegates – Free of charge

#### 27 to 14 days before the course

- Cancellations – 100% fee
- Transfers – 10% fee
- Substitute delegates – Free of charge

#### 13 to 0 days before the course

- Cancellations – 100% fee
- Transfers – 100% fee
- Substitute delegates – 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 3DY, 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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