

# CONTRACT LAW FUNDAMENTALS FOR NON-LAWYERS

## Live Online Training Course

Build confidence around legal terminology & contractual obligations to help protect your commercial interests, assist in contract development & avoid disputes. Better equip yourself to understand the legal advice you receive, interpret it correctly & generate true value for your business.

May	June	August	September
Course Parts will commence at 09:00 and end at 13:00 (AEST). There will be short breaks during each course Part.			
Part 1: 4 <sup>th</sup> May	Part 1: 1 <sup>st</sup> June	Part 1: 3 <sup>rd</sup> August	Part 1: 7 <sup>th</sup> Sept
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**3 Part Series**



### Our Expert Course Faculty



#### Terry Reid

Terry has over 27 years' experience as a barrister, solicitor and lecturer. Combining an exceptional legal mind with business experience, Terry's courses are delivered with a very high degree of interaction with participants gaining an insightful view of how the law can be beneficial in their business.



#### Sean McCarthy

Sean offers over 20 years of expertise in contract management, claims management, procurement and contract law.

## Key Learning Objectives

- ▶ Examine and address current topical issues in contract law
- ▶ Review statutory and common law obligations that must be incorporated into contracts
- ▶ Develop processes to ensure contract objectives are delivered while mitigating risk
- ▶ Review a select sample of contracts clauses to identify responsibility and liability
- ▶ Implement drafting changes that improve contract clarity and structure
- ▶ Discover how various contract clauses achieve maximum risk management by analysing drafting and testing techniques
- ▶ Understand and initiate a review of contractual governance in your organisation
- ▶ Examine insurance arrangements and indemnities
- ▶ Design effective methods of dispute resolution and documentation collection

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## ABOUT THE COURSE

First in our contract law series and our CMP Certification, this course is designed to address the foundations of contract law in the workplace.

Commercial arrangements sealed with signatures or handshakes are part of daily life for most professionals, across all industries and sectors. They remain good business practice because they're built on enforceable principles of contract law. Yet with vaguely expressed contracts, unclear offers or acceptance, or even with questions of consideration or undue influence, contractual disputes are still common place.

This course will explore such details as when you need a contract, what type of contract exists and the effect of statutory law on your contractual arrangements.

It covers the crucial ingredients required for a good contract, provides tips for understanding contractual material, and looks at the traps and pitfalls of contract drafting.

The instructor will spend detailed time teaching participants how to interpret examples, and scrutinize what happens when things go wrong.

## WHO WILL BENEFIT

- This practical fundamental course is relevant for ALL those who have dealings with contracts in their everyday business environment and is an excellent grounding for professionals new to dealing with contracts as part of their role – in any industry sector.
- This is for people with no or and very little understanding of contract law. It covers fundamentals therefore is designed to give people an introduction to contract law and how it fits into their daily contract management practice.
- People with many years of practical experience but no substantive knowledge of the law would find this course very useful as it provides them with a framework in which to place their existing knowledge.
- People can also use this course as a refresher if they have studied some law earlier in their career.

## OUR EXPERT COURSE FACULTY



### Terry Reid

Terry has over 27 years' experience as a barrister and solicitor and in the delivery of courses on a variety of legal and commercial topics, covering a wide range of audiences.

Terry graduated in arts and law with first class honours from the University of Auckland and subsequently completed his post graduate qualification at the University of Melbourne. After a period in the banking and finance sector advising banks on a range of financing transactions he entered legal practice working in the corporate/commercial areas. During this time in legal practice he was engaged in teaching at universities and he now mixes teaching with legal consultancy.

Terry's legal practice has focused on business law, contracts and corporations' law, and has been involved in providing advice on a wide range of business transactions. His clients have ranged from small businesses owned by individuals to large publicly listed companies.

Terry regularly advises the Asian Development Bank, World Bank and Governments' on business law reform. As well as working in Australia and New Zealand he has worked extensively in South East Asia and the Pacific.

Combining an exceptional legal mind with business experience, Terry's courses are delivered with a very high degree of interaction with participants gaining an insightful view of how the law can be beneficial in their business.



### Sean McCarthy

Prior to the study and practise of law, Sean spent over 20 years in building and construction in various roles featuring project management.

He ran his own successful building company in Melbourne for 7 years. Here he navigated contract and site management as well as dealing with planning and regulatory issues.

Over the last decade, Sean has focused on construction, procurement, contracts and general property and commercial law in both his studies and in legal practice. He has been "in-house" legal practitioner for a major ACT government directorate providing advice across all facets of operations, and dealing with infrastructure disputes for the latter part of 2012.

Sean teaches part time at both ANU and the University of Canberra law faculties, and is currently a director at the Society of Construction Law Australia. He has written awarded papers on the role of "ethics" within the construction industry.

## WHAT OUR CLIENTS SAY

*"Terry is a very engaging presenter and provides a rich array of examples to aid understanding. My experience with Informa was positive from beginning to end... Terry was an excellent presenter and the course content was well constructed and relevant. Terry took what was potentially a dry topic and brought it to life."*

Project Manager, KBR

## Learn Anywhere, Learn Anytime

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- Get **high quality** practical training from our expert instructors
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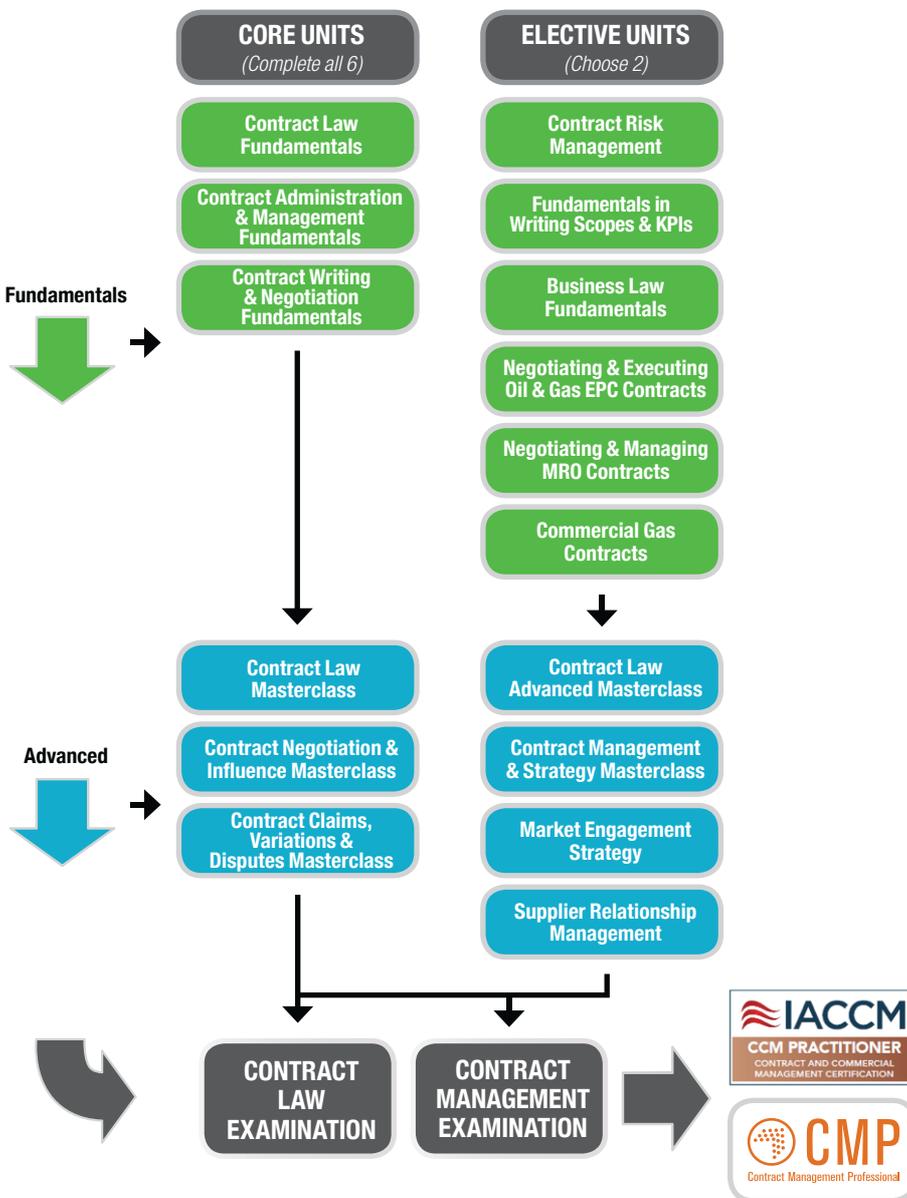
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## THE CMP CERTIFICATION FRAMEWORK

The CMP provides a robust method of up-skilling and recognising an individual's expertise and experience in contract management and procurement. Our combination of in-class teaching, facilitation, knowledge based testing and workplace evidence based examinations has been carefully crafted to not only teach knowledge and skills, but to also demonstrate how individuals can apply their knowledge to work based situations. This Certification is recognised by IIBT and IACCM.

Contact us to see how we can help you:

Visit [www.informa.com.au/training](http://www.informa.com.au/training), email [training@informa.com.au](mailto:training@informa.com.au) or phone +61 (02) 9080 4395



Informa Corporate Learning is a Learning Partner of the International Association for Contract and Commercial Management (IACCM), which promotes the international standards and practices for defining and managing trading relationships.

### ABOUT IIBT



The International Institute of Business & Technology Aust (IIBT) is a highly respected,

Government approved, Australian provider of higher education and VET programs. Their suite of programs includes a University level **Diploma of Business Administration**, equivalent to the first year of a business related undergraduate degree at Australian Universities. [www.iibt.wa.edu.au](http://www.iibt.wa.edu.au)

### THE IIBT / INFORMA CORPORATE LEARNING ALLIANCE

IIBT and Informa Corporate Learning joined together to provide a pathway for those who complete Informa's CMP at the Master level. All CMP Masters will receive Recognised Prior Learning (RPL): 2 units of credit in the 12 month, Higher Education, University level Diploma of Business Administration.

- Business Law (BL101)
- Management in Organisations (MGT101)

**\*This is a Higher Education Diploma equivalent to first year university NOT a Vocational Education Diploma.**

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## Course Outline

### The essential ingredients

- Offer and acceptance
- Consideration
- Intention – identify issues with Memoranda of Understanding, letters of intent and letters of comfort
- Certainty of terms – express and implied, agreements to agree
- Contingent conditions
- Consider the impact of 'good faith' requirements in contracting practice

#### Exercise:

A practical problem which highlights how the formation process can lead to problems within an organisation

### Capacity issues

- Rules relating to commercial entities
- Agency issues
- Statutory provisions
- Practical steps to overcome capacity issues

### Creating legal contracts

- Do contracts always have to be in writing?
- Consequences of non-compliance
- Part performance
- Variations and the rules
- How do you sign a contract?

### What kinds of contracts are there?

- The real costs of 'sloppy' contracts: learning from the mistakes of others
- Deeds vs. Agreements – what's the difference?
- What are implied contracts?
- Standard form contracts and other express forms of contract
- Tenders and the legal issues which impact on the tender process

#### Exercise:

A case study considering problems in a tender situation. This will involve designing a process which avoids the legal and commercial pitfalls in tendering

### Constructing good contracts

- Understanding the form and content of a contract
- What makes a good contract: details and consistency
- The advantages of 'Plain English'
- Risk management in contract drafting: exemption clauses and limitations of liability

- Legal issues surrounding indemnities and warranties
- Consider the problems with intellectual property clauses and how to overcome them
- Minimising misunderstanding: traps and pitfalls with drafting clauses
- Tips for effectively reading contracts

#### Exercise:

Examples of 'Plain English' drafting together with a case study which involves an approach to practical drafting

### Estoppel – knowing when and how to use it

- What are the principles?
- Inducement and detrimental reliance
- Exploring when and how to use estoppel
- Estoppel in practice – discussion of case law
- Practical tips to manage estoppel in contracting practice

#### Exercise:

Case study problem examining estoppel issues in a commercial setting

### Statutory impact on contract law

- Consumer & Competition Act 2010
- Sale of Goods Act 1908
- Corporations Act 2001
- Workplace Relations Act 1996

### Setting aside contracts

- Mistake
- Misrepresentation
- Misleading and deceptive conduct
- Fraud
- Duress and undue influence
- Unconscionability – statutory unconscionability

#### Exercise:

This features a case study examining a contractual negotiation which leads to a contract but which contains clauses based on misrepresentation and mistake. How the law will treat these statements and the impact for the contracting parties is discussed

### Termination

- Types of termination
- Breach
- Repudiation
- Delay
- Consequences of affirmation and termination

### Remedies for breach

- Injunctions
- Specific performance
- Cancellation
- Damages
- Actions for debt and relief against forfeiture
- Restitution
- Alternative dispute resolution

### Assessing damages

- How and when damages are assessed
- What if the contract provides for the way damages are assessed?
- Liquidated damages and penalty clauses
- Reliance and expectation losses: damages resulting from 'loss of a chance'
- Damages for disappointment, distress and psychological injury arising from breach of contract
- Matters affecting the recovery of damages: mitigation and contributory negligence

#### Exercise:

This is a case study on damages together with drafting a liquidated damages clause which will avoid the legal pitfalls and encourage use and compliance by contracting parties

### Contractual issues in an E-commerce environment

- The contractual implications of e-commerce
- On-line trading, encryption and electronic signatures
- Jurisdiction issues
- The impact of e-commerce on contractual practice

### Case study analysis Throughout the course

- The course will underpin the legal rules which apply to contracts by using case examples and a detailed case study to suit the participant's specific needs on the day
- All case studies and examples will provide an excellent opportunity for participants to apply the legal principles which will assist in the development of organisational systems to promote better use of contracts

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## Easy Ways to Register

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Course Code	Location	Course Parts	Month	Standard Price	4+ Dels Discount
P20GL01PE	Live Online Training	All 3 Parts	May 20	\$2,076 + \$207.60 GST	<b>\$2,283.60</b>
P20GL01ME	Live Online Training	All 3 Parts	June 20	\$2,076 + \$207.60 GST	<b>\$2,283.60</b>
P20GL01CA02	Live Online Training	All 3 Parts	August 20	\$2,076 + \$207.60 GST	<b>\$2,283.60</b>
P20GL01HB	Live Online Training	All 3 Parts	September 20	\$2,076 + \$207.60 GST	<b>\$2,283.60</b>

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### Informa Corporate Learning – On-site & Customised Training

Informa Corporate Learning has a long-standing track record of delivering very successful customised learning solutions achieving real and measurable value for our clients through our senior training consultants.

If you have 8+ interested people, an on-site course can be the ideal solution – giving you the opportunity to customise our course content to your specific training needs, as well as attracting significant savings compared to public course costs.

### Why Choose On-site With Informa Corporate Learning?

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- 2. Quality Assured** – We design market-leading training programs, concepts and methodologies, with a 400+ course portfolio. Our rigorously selected 900+ instructor faculty are recognised experts in their field. Quality of their content and delivery methods is assured through continuous monitoring and evolution.
- 3. On-site training** is a cost effective way to train your people and achieve your defined outcomes.

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Speak with **Anton Long** or **Holly Baldwin** on **+61 (02) 9080 4455** to discuss your customised learning solution, or email [training@informa.com.au](mailto:training@informa.com.au)