# Introduction

Contracts are essential in business, ensuring procurement, tendering, and commissioning processes run smoothly. Effective contract drafting is crucial for identifying risks and mitigating potential legal disputes. This **Procurement, Tendering, and Contract Drafting Management** course provides an in-depth understanding of contract drafting and advanced techniques, alerting participants to common pitfalls that can hinder project performance or lead to failure. It is designed to equip professionals with the skills necessary to excel in global procurement and tendering processes, ensuring robust contracts that maximize organizational benefits.

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## Targeted Groups

This course is ideal for:

- **Contract Administrators**, **Contract Professionals**, and **Project Coordinators**
- **Procurement Managers** and **Purchasing Managers**
- **Specifiers**, **Buyers**, **Purchasing Professionals**, and **Procurement Officers**
- **Contracts Managers** and **Project Managers**

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## Course Objectives

By the end of this course, participants will:

- Gain a solid understanding of **contract structures** and why specific drafting methods are used.
- Recognize the **commercial impact** of key contractual provisions.
- Develop an understanding of the **interaction between contract provisions** and their need for consistency.
- Learn how to avoid common contract issues and how to manage them when they arise.
- Examine the **legal effectiveness** and **formation of contracts**.
- Assess the **appropriate contract types** and **tender processes**.
- Focus on **key contract clauses**, such as risk, remedies, and insurance.
- Understand how to secure a **party’s performance** and **resolve disputes** effectively.

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## Targeted Competencies

Upon completing the course, participants will be proficient in:

- **Allocating contractual risks** effectively.
- **Selecting appropriate contract types** and understanding tendering processes.

- **Managing and administering contracts** with skill and efficiency.
- Interpreting **contract wording** for clarity and accuracy.
- **Drafting and negotiating contracts** confidently.

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## Course Content Outline

**Unit 1: The Importance of Contracts**

- Understanding the **importance of contracts** in business.
- Controlling the **contract process** and recognizing the value of due diligence.
- Defining the **deal** and controlling the **negotiation** process.
- Understanding **contract formation**, including **offer and acceptance**.
- Navigating **battle of the forms** and **consideration** in contract law.
- Exploring **oral vs. written contracts** and the rise of **electronic contracts**.
- The significance of **financial stability** in contract formation.

**Unit 2: Tender Process and Different Contract Types**

- Understanding the **auction** and **bidding** process.
- Key elements of the **tender process**, including **invitation to tender**, **requests for proposal**, and **pre-qualification**.
- The role of **letters of award** and **heads of terms**.
- Choosing the **appropriate contract type** based on the nature of the project:
    - Fixed fees, **Economic Price Adjustment** clauses, and **bonds/guarantees**.
    - Addressing **compliance with law** and the impact of changing laws.

**Unit 3: Main Contract Clauses**

- Defining **obligations to deliver** and ensuring performance.
- Controlling **subcontractors** and monitoring **milestones**.
- Securing **payment** terms and using **letters of credit**.
- Addressing **time and place of delivery**, **ownership**, and **risk** (including **ICC Incoterms**).
- Understanding **retention of title clauses** and why **“time of the essence”** is crucial.
- Dealing with **insurance**, **indemnities**, and **liquidated damages/penalties**.

**Unit 4: Other Key Considerations During the Commissioning Process**

- Managing **variations** and changes to the contract.
- Handling **liability beyond the contract**.
- Valuing **intellectual property** and managing related clauses.
- Determining when contracts **end** and performing a **final contract review**.
- The process for **contract closeout**.

**Unit 5: Dealing with Disputes**

- Approaching **compromise** and **settlement** in dispute scenarios.
- Understanding **dispute resolution clauses**, including **litigation**, **arbitration**, and **mediation**.
- Exploring **modern dispute resolution** methods:
    - **Conciliation**, **early neutral evaluation**, and **expert determination**.

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## Conclusion

The **Procurement, Tendering, and Contract Drafting Management** course is essential for professionals looking to develop their skills in contract creation and management. It focuses on practical techniques for drafting effective contracts, understanding the nuances of tendering processes, and managing risk. Participants will leave with the knowledge to structure contracts that maximize value and minimize risk, while being equipped to handle disputes effectively when they arise.