

CONFERENCE

NEGOTIATING, DRAFTING AND UNDERSTANDING INTERNATIONAL COMMERCIAL AGREEMENTS

9-11 November 2009 (London, UK)

8-10 March 2010 (London, UK)

A three-day conference giving practical guidance on the negotiation and drafting of international commercial agreements, and the skills required to secure business success.

Chairmen

Noel Byrne

Former Senior Fellow, Centre for Commercial Law Studies,
University of London

Rebecca Kelly

Solicitor, Attree & Co

Jane Wessel

Counsel, Crowell & Moring LLP

Conference presenters

Nelson Jung

Senior Associate, Clifford Chance LLP

Stuart Padgham

Senior Associate, Clifford Chance LLP

Jeremy Schrire

Partner, SJ Berwin

Allyson Stewart-Allen

Director, International Marketing Partners

Jonathan Watson

Partner, MFB Solicitors

 ACCREDITED CPD HOURS

18 hours: Solicitors Regulation Authority

18 hours: Bar Standards Board

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14 September 2009

'The seminar lived up to my expectations. Valuable information was made available and will be very useful in the day-to-day activities. The presentations on negotiating agreements and arbitration were excellent and most useful'
Francois Scholtz, Assistant General Manager, Business Partners Ltd

'Well organised, very interesting and educational programme'
Kunle Adejorin, First Bank of Nigeria Plc



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About this conference

Contracts are at the heart of nearly all business transactions and as business becomes increasingly globalised, more and more contracts are negotiated and drafted across international boundaries. This conference will give you a sound basic knowledge of the skills needed in this area and will focus on international negotiation techniques together with drafting guidelines and advice on the essential pre-contract issues. The approach taken will be practical and interactive with workshops and reviews of sample clauses throughout the three days.

Key benefits

This programme will help you:

- 1 Understand the essential issues to be analysed prior to negotiations
- 2 Understand the tactics commonly employed in international negotiations
- 3 Gain an insight into the negotiating styles prevalent in a number of countries
- 4 Ensure that you can identify, manage and turn cultural differences into commercial advantage
- 5 Understand competition law, how it can affect your commercial agreement and how to avoid common mistakes
- 6 Get a full overview of the most popular types of agreement with advice, sample agreements and workshop sessions to help enforce the knowledge
- 7 Select the most appropriate dispute resolution techniques
- 8 Avoid the pitfalls and common errors made when drafting international commercial agreements

Who should attend?

- Heads of legal departments
- In-house counsel
- Lawyers in private practice
- Commercial directors and managers
- Legal advisers
- Procurement directors and managers

Continuing professional development

Kaplan Hawksmere is approved as an external course provider by the Solicitors Regulation Authority (Solicitors Regulation Authority reference No. DI/HAWK). Attending this conference qualifies you for 18 CPD hours. This event is also accredited by the Bar Standards Board and qualifies you for 18 CPD hours. Certificates of attendance will be given to all delegates, so that they may claim appropriate credits in respect of other continuing professional development requirements.

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Day one

9.00 Coffee and registration

9.30 Welcome and Chair's introduction

Rebecca Kelly, Solicitor, Attree & Co

9.45 International negotiation skills (part I)

- Why (or why not) negotiate?
- Negotiating styles and techniques
- World class negotiating strategies
- The power of silence

Rebecca Kelly

10.30 Coffee

10.45 International negotiation skills (part II)

- Creative problem solving
- Negotiating with difficult people
- Techniques for negotiating face-to-face, by telephone and email
- Closing the deal

Rebecca Kelly

11.30 Legal aspects of negotiation – pre-contract issues

- Pre-contractual liability in civil and common law
- Rome II – which law applies to the negotiations?
- Types of non-binding documents
- Heads of agreement

Rebecca Kelly

12.45 Lunch

13.45 Comparative workshop: drafting techniques

- Differences between common law and civil law drafting
- Drafting techniques
- Common pitfalls and how to avoid them
- Interactive case study

Rebecca Kelly

15.00 Tea

15.15 Dealing with cross-cultural issues

- Identifying and managing cultural barriers
- Dealing in different business environments
- Turning cultural differences into commercial advantages
- Cross-cultural communication and negotiation

Allyson Stewart-Allen, Director, International Marketing Partners

16.30 Questions

17.00 Close of day one



Day two

9.00 Coffee

9.30 Chair's introduction

Jane Wessel, Counsel, Crowell & Moring LLP

9.35 Choice of law, jurisdiction and ADR

- How to choose the governing law and jurisdiction
- Selecting the forum
- Impact of international treaties and enforcement
- Use of arbitration
- Alternatives – mediation
- Sample clauses reviewed

Jane Wessel

10.45 Coffee

11.00 Commercial agents

- Comparison with distributors
- Review of key commercial terms
- Overview of EU Directive on commercial agents
- Compensation liabilities on termination

Stuart Padgham, Senior Associate, Clifford Chance LLP

11.45 Competition law (part I)

- Articles 81 and 82 and EU Treaty
- Horizontal agreements
- Vertical agreements
- Exceptions and block exemptions
- Effect of a dominant position on agreements

Nelson Jung, Senior Associate, Clifford Chance LLP

12.45 Lunch

13.45 Competition law (part II)

- What to look out for in agreements
- Drafting agreements to comply with EU and UK law
- Common mistakes and how to avoid them

Nelson Jung

15.00 Tea

15.15 Workshop: drafting agency and distribution agreements

- Exclusivity and minimum performance targets
- Definitions of products and territory
- Obligations of the parties
- Intellectual property rights
- Commencement and termination

Jeremy Schrire, Partner, SJ Berwin

16.45 Questions

17.00 Close of day two

Day three

9.00 Coffee

9.30 Chair's introduction

Noel Byrne, Former Senior Fellow with the Centre for Commercial Law Studies, University of London

9.40 Distribution agreements

- Pre-contract issues
- Sample clauses reviewed

Crispin Dick

10.45 Coffee

11.00 Technology licensing

- Overview of the applicable law
- The block exemption as amended
- Sample clauses reviewed
- Advice on drafting

Noel Byrne

12.30 Questions

12.45 Lunch

13.45 Drafting international joint venture agreements

- Choosing between the different forms of joint venture
- Initial agreements and considerations
- Key terms of the substantive joint venture documents
- Exit provisions
- Advice on drafting the agreements

Jonathan Watson, Partner, MFB Solicitors

14.45 Tea

15.00 Workshop: technology licensing agreements

- A review of a sample agreement

Noel Byrne

16.15 Questions

16.30 Chair's conclusion and close of conference

In-house learning and development solutions

If you have a group of five or more delegates you could benefit from our flexible in-house training programmes. For more information, an initial discussion and FREE quotation please call **Gary Mee** direct on **020 7960 5616** or e-mail gary.mee@hawksmere.co.uk

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