

CONTRACTS AND NEGOTIATIONS TRAINING

FEBRUARY - MARCH 2012



MASTERING NEGOTIATION SKILLS
20 & 21 February 2012 - Wellington
27 & 28 February 2012 - Auckland

**ADVANCED CONTRACT LAW FOR
NON LAWYERS**
12 & 13 March 2012 - Wellington
19 & 20 March 2012 - Auckland

CONTRACT LAW FOR NON LAWYERS
14 & 15 March 2012 - Wellington
20 & 21 March 2012 - Auckland

Bright Star

MASTERING NEGOTIATION SKILLS

WELLINGTON

20 & 21 FEBRUARY 2012

AUCKLAND

27 & 28 FEBRUARY 2012



This is a 'hands-on' course which offers sound strategies to improve your business relationships and results in negotiation settings. It offers practical tips on effective questioning and listening techniques so that you can leverage your understanding of what the other side wants to achieve.

Key Learning Objectives

- Leverage your understanding of what the other side really wants by learning skilful questioning and listening techniques
- Confidently trade and bargain for what you want by building offers and counter-proposals that negotiate on total value
- Avoid premature concessions by knowing how to interpret offers and opening gambits
- Recognise and manage negative negotiation tactics with confidence and professionalism
- Understand when to close the deal by exploring ways to manage deadlocks and recognise closing signals
- Negotiate strategically for the long-term by building on past negotiations and optimising relationships

- Defining entry and exit positions, settlement range, variables for trade, and 'trip-wires'
- Realigning the 'at all costs mentality' for a more strategic negotiation

Activity Challenge: Using planning tools

Opening Negotiations and Creating Rapport

- Building trust and understanding – setting the tone for the interaction
- Managing boundaries, using agendas to uncover potential hooks and snares
- Maximising advantage and influence through your opening gambit
- Skilful questioning strategies and listening techniques to understand what your negotiating partners really want
- Recognising how body language and voice quality affect your negotiation

Activity Challenge: Designing and delivering powerful opening gambits

Influencing the Outcomes of Your Negotiation

- Testing the water - checking assumptions and avoiding premature concessions
- Using simple persuasion techniques to shape your argument and approach
- Understanding how to trade and bargain using your prioritised variables
- Leveraging the interplay between cost and value
- Handling negotiation ploys and 'dirty tricks' that can potentially cause conflict
- Using assertiveness to optimise and influence outcomes, and protect yourself along the way
- Recognising a true 'win/win': achieving the best possible outcome

Activity Challenge: Exploring the expand phase to uncover interests

Register any two people on any 2 day courses from your organisation and get a **\$500 discount** off the combined ticket price or register 3 people on any 2 day courses and **save \$1000**. Delegates must be from the same organisation and bookings must be made at the same time. For larger bookings call (09) 912 3610 or email mike@brightstar.co.nz to discuss further in-house or group training options.

COURSE OUTLINE

Mastering Negotiation Skills

The Art of Negotiation

- Getting clear on what negotiation really is in your mind and theirs
- Your beliefs and values about negotiation, and whether they help or hinder you
- Ensuring a productive and objective mindset to maximise your ability to influence
- Cementing the five stages of negotiation to clarify your "roadmap" and put you in the driver's seat

Activity Challenge: Arguing both sides of an issue

Planning for the Negotiation

- Understanding your own bargaining position
- Examining potential opposition and assumptions that need to be tested
- Rationalising and prioritising your interests and their's
- Recognising where the power lies and identifying the greater motivation for change

ADVANCED CONTRACT LAW FOR NON LAWYERS

An advanced version of Contract Law for Non Lawyers, this course addresses the most recent and more complex contract law issues faced by executives by Examining advanced elements of contract law and contractual obligations to manage risk, systematically audit contracts and improve dispute resolution methods.

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Key Learning Objectives

To ensure the clauses are used precisely to achieve their desired purposes in the drafting of contracts, the following clauses will be examined:

- Intellectual property
- Exclusions
- Variations
- Indemnities
- Liquidated damages
- Insurance clauses
- Termination

*Delegates are expected to have some knowledge of contract law. Otherwise it is advisable to attend Contract Law for Non Lawyers prior to Advanced Contract Law for Non Lawyers.

COURSE OUTLINE

Managing Issues on Formation

- Analysing the interpretation problems with formation documents, e.g. Letters of intent, MOUs, Letters of Comfort and Heads of Agreements
- Preliminary agreements and certainty of terms in contracts
- The problem of 'good faith' in contracts and what this means for contracting parties
- The formation of process contracts and the associated risks
- Issues surrounding electronic transactions—the Electronic Transactions Act 2002 – the status of electronic information and management of electronic communications, electronic signatures and the practical steps to manage contracting in an electronic form

Drafting a Watertight and Concise Contract

- The approach taken by judges in interpreting documentation
- The fundamentals of a modern approach to plain drafting
- Using appropriate grammatical structures and words to avoid
- Developing an appropriate structure for contracts and plain language vocabulary

- The incorporation of KPIs in contract drafting
- Case study analysis of poor drafting and how it can be improved to achieve a stronger and clearer outcome
- Review contracts and examine good and bad examples of contracts against the commercial objectives which the contract aims to support
- Development of an overall design framework for contract drafting
- The use of 'standard form' contracts and how to avoid exposure by using these contracts
- The problems surrounding the use of boilerplate clauses in contracts

Risk Management within the Contract

- How to design risk management processes for organisational contracting
- What is boilerplate and how should this be managed in contracts
- Assessing exposure from the contract
- Identification of appropriate clauses which can be used to manage risk, e.g. exclusion clauses, limitation of liability clauses, insurance, indemnities, 'best endeavours' clauses, entire agreement clauses, waivers
- The impact of the Contracts (Privity) Act 1982
- The judicial rules which govern the interpretation of the above clauses in contracts
- Drafting tips to avoid the pitfalls of risk management clauses
- The legal rules applicable to jurisdiction clauses and how to ensure jurisdiction risk is controlled
- The management of risk associated with variations in contracts
- Examining insurance arrangements and indemnities

Termination of Contracts

- The legal rules which govern termination in contracts
- Designing termination provisions in contracts to ensure they avoid any adverse judicial interpretation
- Statutory rights of cancellation and the Contractual Remedies Act 1979

- Identification of the practical response to termination rights in a contract

- Minimisation of the risk which arises on a right of termination being exercised
- Identification of conduct which amounts to wrongful termination and its impact on contracts

- The rules relating to repudiation in contract management

Damages Examined

- The legal principles which apply to contractual remedies
- Matters which affect the recovery of damages and recent cases where the courts have assessed damages
- The rules relating to liquidated damages in contracts
- The commercial and legal problems associated with liquidated damages clauses
- Drafting effective liquidated damages clauses
- Statutory remedies in a contractual context, the Contractual Remedies Act 1979, Fair Trading Act 1986, Sale of Goods Act

Dispute Resolution

- The modern approach to dispute resolution
- The pitfalls and traps of dispute resolution
- Drafting a dispute resolution process for contracting
- How to ensure the collection and maintenance of appropriate documentation within the contract process
- The legal view of clauses which provide for dispute resolution

Case Study

The course will underpin the legal rules which apply to contracts by using case examples and a detailed case study.

This case study 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.

CONTRACT LAW FOR NON LAWYERS

Contract Law for Non Lawyers is an intensely practical guide through the essentials of contract law, exploring such details as when a contract will be required, when you have a contract (and don't necessarily know it), what types of contract exist and the effect of statutes on your contractual arrangements.

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Key Learning Objectives

Effectively handle and develop legally astute and advantageous contracts

- Achieve effective, workable solutions for all your contracting needs Implement strategies to ensure your contracts are plainly expressed and risk-managed
- Protect your interests if things go wrong in the future
- Clearly understand the force of your contractual obligations
- Recognise the optimal times to exert the power of the clauses in your contracts

COURSE OUTLINE

What makes for a good contract?

The Essential Ingredients

- Offer and acceptance
- Certainty
- Intention to create legal relations
- Consideration
- Capacity
- Statutory provisions

Creating Contracts That Can Be Enforced

- When do contracts have to be in writing?
- How do you sign a contract?
- Impact of the Electronic Transactions Act 2002 on writing and signature requirements

What Kinds Of Contracts Are There?

- Deeds versus simple contracts — what's the difference?
- What are implied terms?
- Standard form contracts and other express forms of contract

- "Hands-On" Workshop: Constructing Good Contracts
- The real costs of "sloppy" contracts: learning from the mistakes of others
- Understanding the form and content of a contract
- What makes a good contract: details and consistency
- The advantages of "plain English" drafting
- Risk management in contract drafting: exemption clauses and limitations of liability
- Alternative Dispute Resolution (ADR) clauses
- The international dimension: jurisdiction and choice of law clauses
- Minimising misunderstanding: traps and pitfalls when drafting clauses
- Tips for effectively reading contracts

The Effect Of Estoppel And Statutes On Your Contract

Estoppel — A Double-Edged Sword

- What are the principles?
- Estoppel in practice
- How and when to use it or avoid it being used against you

Statutory Impact On Contract Law

Discussion includes:

- Fair Trading Act 1986
- Consumer Guarantees Act 1993
- Sale of Goods Act 1908
- Employment Relations Act 2000
- Commerce Act 1986
- Copyright Act 1994
- Construction Contracts Act 1992
- Privacy Act 1993

What happens when things go wrong?

Setting Aside Contracts

- Mistake
- Misrepresentation
- Duress
- Undue influence
- Unconscionability

Remedies for Breach or Repudiation

- Injunctions
- Specific performance
- Cancellation
- Damages
- Restitution

Assessing Damages

- How and when damages are assessed
- What if the contract provides for the way damages are assessed?
- Liquidated damages and penalty clauses
- Expectation, reliance and restitution 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

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INSTRUCTOR PROFILES



Pam Cronin

Pam Cronin is an experienced and highly regarded practitioner in the field of management and communications training.

Pam's reputation for achieving results through training makes her the ideal presenter for this course. Pam's professional and relaxed facilitation style helps participants to progress their skills and achieve insights relevant to their work.

She is an accredited Team Management Index (TMI) Facilitator, and is the author of the Brooker's New Zealand 'Guide to Training and Development'. Pam has a Masters in Business Administration (MBA), majoring in Service Management, Entrepreneurship and New Ventures and Tourism Marketing.

"Pam had great 'real-life' experience which added to the course content"

"Used good range of learning techniques"

"Felt very comfortable working with Pamela"



Terry Reid

Terry has over 22 years experience as a barrister and solicitor and in the delivery of courses on a variety of legal topics, covering a wide range of audiences.

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.

"Brilliant, loved the style & 'tone' of the session"

"Excellent and extremely learned"

"Very knowledgeable and engaging"



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Brochure Code: TE065 | TE066 | TE067 A B C D E F G H I J K L M N O P Q R S T U V W X Y Z

First Delegate

First Name (Mr/Ms/Mrs/Miss/Dr) _____

Last Name _____ Position _____

Email _____ Mobile _____

Mastering Negotiation Skills (TE065) Select City

Advanced Contract Law for Non Lawyers (TE066) Auckland

Contract Law for Non Lawyers (TE067) Wellington

Second Delegate

First Name (Mr/Ms/Mrs/Miss/Dr) _____

Last Name _____ Position _____

Email _____ Mobile _____

Mastering Negotiation Skills (TE065) Select City

Advanced Contract Law for Non Lawyers (TE066) Auckland

Contract Law for Non Lawyers (TE067) Wellington

SAVE \$500

Company Details

Company Name _____

Postal Address _____ City _____

Telephone _____ Fax _____

Name of Approving Manager _____

Position _____ Email _____

Booking Contact _____

Position _____ Email _____

FIVE EASY WAYS TO REGISTER TODAY!

ONLINE: Visit our website: www.brightstar.co.nz

BY PHONE: (09) 912 3616

BY EMAIL: Send to register@brightstar.co.nz including all of the information included on the registration form

BY POST: Return completed registration form together with payment to: Conferenz Ltd, Freepost 83430, PO Box 31 506, Auckland 0741

BY FAX: Fax completed registration form to (09) 912 3617

HOW TO PAY

Payment must be received before the course to guarantee your place. Individual registrations are unable to be shared.

Direct Credit payment to our bank account (please post advice of remittance)
Bank: The National Bank, North Shore Corporate
Account Name: Conferenz Ltd
Account Number: 06-0273-0228588-25

Post a crossed cheque payable to Conferenz Ltd

Please invoice my organisation the sum of \$ _____
 (GST No. 66-938-654)

My purchase order number is _____ (state if applicable)

You can also pay by credit card. Call our Customer Service Team on (09) 912 3616 if you wish to pay by this method, or register online at www.brightstar.co.nz

Bright*Star Training is a trading division of Conferenz Ltd.

What happens if I have to cancel?

You have several options:
 Send a substitute delegate in your place
 Confirm your cancellation in writing (letter, fax or email) at least ten working days prior to the event and receive a refund less a \$300+GST service charge per registrant. Regrettably, no refunds can be made for cancellations received after this date.

Delegates are responsible for their own travel/accommodation bookings and no compensation will be made should the conference be rescheduled or cancelled.

Incorrect Mailing

If you are receiving multiple mailings or would like us to change any details or remove your name from our database, please contact our Database Department on (09) 379 5892 quoting your customer number.

Your Privacy

Personal data is gathered in accordance with the Privacy Act. Your details may be passed to other companies who wish to communicate with you offers related to your business activities. If you do not wish to receive these offers, please tick the following circle.

Please Note: Bright*Star reserves the right to make any amendments that we may deem to be in the best interest of the seminar

Train the Team and Save

Register any two people on any 2 day courses from your organisation and get a **\$500 discount** off the combined ticket price or register 3 people on any 2 day courses and **save \$1000**. Delegates must be from the same organisation and bookings must be made at the same time. For larger bookings call (09) 912 3610 or email mike@brightstar.co.nz to discuss further in-house or group training options.

Course Details	EARLY-BIRD SPECIAL Registrations received / paid before 16 December 2011	STANDARD PRICE Registrations received / paid after 16 December 2011
Mastering Negotiation Skills (TE065)	\$1895 plus GST SAVE \$200	\$2095 plus GST
Advanced Contract Law for Non Lawyers (TE066)	\$1895 plus GST SAVE \$200	\$2095 plus GST
Contract Law for Non Lawyers (TE067)	\$1895 plus GST SAVE \$200	\$2095 plus GST