

course director
Trisha Low

US Contract Law for International Lawyers

22 - 25 March 2010

London

An intensive four day training courses covering:

- US law general overview
- Formation of contract – offer and acceptance
- Consideration
- Enforceability and interpretation of contracts – statute of frauds
- Defenses
- Rules of the construction of contract
- Modification
- Performance and breach of contract – interpretation and enforcement of the contract
- Warranties
- Breach of the contract and remedies
- Other parties to a contract – rights and duties of nonparties to a contract
- MAC clauses
- Major differences in UK and US contract law

**Plus practical and interactive
workshops and case studies**



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course overview

Many international commercial agreements are subject to US law and often non-US lawyers are faced with unfamiliar legal concepts and requirements. To overcome these hurdles, become truly international, and remain competitive, lawyers need to have a sound understanding of the principal elements of US contract law.

This recently revised and updated course, organised in association with Trisha Low, offers an unequalled opportunity for legal and financial professionals from around the world to learn the principles and practices of US law. Regularly updated, the course aims to provide you with the principle elements of US contract law. It is highly participative with several practical case studies and workshops throughout the four days.

how this course will help you

- Become familiar with the fundamentals of the American legal system
- Understand how to form a contract under US law
- Gain a thorough understanding of the enforceability and interpretation of contracts
- Learn about defenses to the formation of a contract
- Improve your knowledge of the construction of a contract
- Understand warranties
- Gain an overview of breach of contract and its remedies
- Explore MAC clauses under US law
- Evaluate the difference between US and UK law

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Day 1

Monday 22nd March

- US law general overview
- Contracts in general – general overview
 - What is a contract?
 - What law governs contracts?
 - What are the different types of contracts?
 - How do you create a contract?
- Formation of contract – offer and acceptance
 - What are offer and acceptance and what role do they play in contract creation?
 - What are the elements of an offer?
 - How do you terminate an offer?
 - What are the elements of acceptance?
 - How do you determine the moment a contract was formed?
 - Unilateral or bilateral contract?

Workshop 1: Participants analyze various situations to determine whether there was valid offer and acceptance. Also, offer/acceptance case studies: Participants examine cases involving problems with offer and acceptance.

- Consideration
 - What is consideration?
 - What are the elements of consideration?
 - What are mutual and illusory promises?
 - What are the substitutes for consideration?

Workshop 2: Participants analyze various situations to determine whether there was valid consideration. Also, consideration case studies: Participants examine cases involving consideration.

Day 2

Tuesday 23rd March

- Enforceability and interpretation of contracts – statute of frauds
 - What are the requirements of the statute of frauds?
 - Which contracts fall within the scope of the statute?

Workshop 3: Participants analyze various situations to determine whether the statute of frauds applies.

- Defenses
 - What is a defense?
 - What are the defenses to the formation of a contract?
 - What are the defenses based on a lack of capacity?
 - What are the defenses to enforcement of a contract?

Workshop 4: Participants analyze situations to determine whether there was a valid defense.

- The parole evidence rule
 - What is the parole evidence rule?
- Rules of the construction of contract
 - How does a court determine what a contract means?
 - What are the general rules to follow in drafting a contract?
 - What are some practical tips for contract drafting?

Workshop 5: Participants review clauses and re-draft clauses to make them valid under US law. Also, Case studies – Participants examine cases involving drafting problems.

Biography

Trisha Low
Course Director

Trisha Low is an international corporate lawyer that has worked both in the US and the UK at major international law firms. Trisha has worked on a wide variety of contractual matters for blue-chip companies and has extensive experience drafting and negotiating contracts under both US and English law. She has developed precedents and training materials for the corporate department and has written client alerts.

Enquire or register your interest today!

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22 - 25 March 2010

London

Day 3

Wednesday 24th March

- **Modification**
 - How do you modify a contract?

Workshop 6: Participants examine scenarios to determine whether a contract was validly modified.

- **Performance and breach of contract – interpretation and enforcement of the contract**
 - In what order do contractual duties need to be performed?
 - What conditions give rise to or extinguish a contractual duty?
 - When is that duty discharged?

Workshop 7: Participants examine scenarios to determine whether a contractual duty was extinguished.

Workshop 8: Participants examine various situations to determine whether there was a breach of contract and if it was material or minor.

- **Remedies**
 - What are the various remedies for a breach of contract?
- **Applicable law and jurisdiction**
 - What law governs a contract?
 - How to determine the applicable law in the presence of a conflict of laws

Workshop 9: Participants examine scenarios to determine the applicable law.

- **Other parties to a contract – rights and duties of nonparties to a contract**
 - How do third parties benefit from a contract?
 - What are a third party's rights?
 - What are assignment of rights and delegation of duties?
 - What is novation?

- **MAC clauses**
 - What are they?
- **Major differences in UK and US contract law**

who should attend

- In-house lawyers in financial institutions
- Bankers concerned with the negotiation of loans
- Bank executives involved in the documentation of loans
- Lawyers in private practice
- Corporate counsel

in-house training

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Head of Legal Training
Tel: +44 (0)20 7779 8005
Fax: +44 (0)20 7779 8599
Email: skavanagh@euromoneyplc.com

Day 4

Thursday 25th March

- **Warranties**
 - What is a warranty?
 - When can you disclaim or modify a warranty?
- **Breach of the contract**
 - What constitutes a breach of contract?
 - Is the breach material or minor?
 - How does the breach affect each party's ability to perform?
 - What are the remedies for a breach?
 - What events discharge contractual duties?

24 CPD Hours
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US Contract Law for International Lawyers

22 - 25 March 2010
London, UK

venue

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Due to the variation of delegate numbers, confirmation of the venue, full address and details of how to get there can only be sent to you approximately three weeks prior to the course start.

4 easy ways to register

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1. Web
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Registration form

- Yes, please register me for **US Contract Law for International Lawyers - London, UK** on 22 - 25 March 2010

Fees £2,995.00 + (VAT @ 17.5%) Total £3,519.13

Fees include tuition documentation, lunch and refreshments. Delegates are responsible for their own accommodation.

An invoice will be sent upon receipt of registration form. Please note, payment must be received prior to course start.

Delegate details

Surname _____ Mr/Mrs/Ms

First name _____

Position _____ Department _____

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Address _____

Telephone _____ Fax _____

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I have read and understood the booking terms and conditions

Signature _____ Date _____

Sponsor details we wish to register

Surname _____ Mr/Mrs/Ms

First name _____

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recommend this course to a colleague and ensure they too are up-to-date with the latest techniques.