COMMERCIAL AND BUSINESS CONTRACTS



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GENTEX Training Center LLC | Orlando - FL, USA
Info@gentextraining.com

Introduction

Commercial and Business Contracts Training Course builds the practical legal and drafting skills that commercial teams rely on every day. Participants study how contracts form, what makes them enforceable, and how courts and tribunals interpret disputed terms. Furthermore, the course covers the clauses that decide outcomes: payment, warranties, indemnities, limitation of liability, force majeure and termination. In addition, learners review sales, distribution, services, agency and supply agreements, and practise drafting and reviewing each one. As a result, they leave able to negotiate terms, allocate risk and administer contracts with greater control.

Commercial and Business Contracts Course Objectives

- Explain contract formation, consideration, certainty and intention to create legal relations.
- Identify the documents that form a contract and their order of precedence.
- Apply the CISG, Incoterms 2020 and UCP 600 to international transactions.
- Draft payment, delivery, warranty and indemnity clauses.
- Draft limitation of liability, force majeure and termination provisions.
- Review sales, distribution, agency and services agreements against business needs.
- Distinguish conditions, warranties and innominate terms and their remedies.
- Analyse breach, misrepresentation, frustration and remedies available.
- Manage variations, waivers, notices and contract administration records.
- Assess dispute resolution options, governing law and jurisdiction clauses.

Course Methodology

- Instructor-led sessions built on contract law, standard forms and decided cases.
- Clause-by-clause drafting workshops with peer review.
- Case studies on supply, distribution and services disputes.

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- Negotiation exercises on liability, payment and delivery terms.
- Contract review simulations with structured feedback.
- Model clauses, checklists and drafting guides retained after the course.

Who Should Take This Course

- In-house counsel and commercial legal advisors.
- Contract managers and contract administrators.
- Procurement, purchasing and vendor managers.
- Sales, business development and commercial managers.
- Finance and credit control professionals.
- Project managers handling supplier agreements.

Commercial and Business Contracts Course Outlines

Day 1: Formation and Legal Foundations

- Sources of contract law and the role of precedent.
- Offer, acceptance, consideration and intention.
- Certainty of terms, capacity and legality.
- Conditions precedent and conditions subsequent.
- Standard terms, battle of the forms and incorporation.
- Contract documents and order of precedence.
- Interpretation rules and implied terms.

Day 2: Drafting Core Commercial Clauses

- Recitals, definitions and operative provisions.

- Payment terms, invoicing and interest on late payment.
- Delivery, acceptance and inspection clauses.
- Warranties, representations and guarantees.
- Indemnities and their relationship with warranties.
- Limitation and exclusion of liability clauses.
- Confidentiality and data protection provisions.

Day 3: Performance, Breach and Remedies

- Conditions, warranties and innominate terms.
- Breach, repudiation and the right to terminate.
- Remedies: damages, specific performance and injunctions.
- Liquidated damages and penalty clauses.
- Force majeure, frustration and hardship.
- Set-off, retention and suspension rights.
- Mitigation duties and remoteness of loss.

Day 4: Sales, Distribution and Services Agreements

- International sales under the CISG.
- Incoterms 2020 and allocation of risk and cost.
- Letters of credit under UCP 600 and payment security.
- Distribution, agency and franchising structures.
- Services agreements, SLAs and performance measures.
- Supply agreements, framework contracts and call-offs.
- Termination, exit planning and transition arrangements.

Day 5: Administration and Dispute Resolution

- Variation procedures and change control.
- Waivers, notices and time-bar provisions.
- Contract records, audit trails and document control.
- Governing law, jurisdiction and arbitration clauses.
- Negotiation, mediation and expert determination.
- Drafting and enforcing settlement agreements.
- Applied workshop: reviewing and negotiating a live contract.

Conclusion

By successfully completing Commercial and Business Contracts, participants will gain a confident working knowledge of contract formation, clause drafting, breach and remedies, and the main commercial agreement types. They will also have acquired the ability to allocate risk deliberately, negotiate balanced terms and administer contracts without losing control of obligations. Gentex Training Center delivers the programme through drafting workshops and negotiation exercises, so learners apply each clause as they study it.

FAQs for the Commercial and Business Contracts course

Q1 What is the "Commercial and Business Contracts" course about?

It covers how commercial contracts are formed, drafted, performed and enforced. Topics include essential clauses, payment and delivery terms, liability limits, breach and remedies, and the main agreement types used in sales, distribution and services.

Q2 What are the key benefits of the "Commercial and Business Contracts" course?

You learn to read and draft contracts with precision, which reduces exposure to disputes and unexpected liability. The course also strengthens negotiation positions, improves risk allocation and helps you manage variations and notices correctly.

Q3 What skills will I gain from the "Commercial and Business Contracts" course?

Commercial contract drafting and review, risk allocation and liability management, contract negotiation, and contract administration and dispute resolution.

Q4 What tools, methods, or standards are covered in the "Commercial and Business Contracts" course?

The CISG, Incoterms 2020, UCP 600 for letters of credit, standard clause sets for warranties, indemnities and limitation of liability, force majeure and liquidated damages provisions, service level agreements, and governing law and arbitration clause models.

Q5 How is the "Commercial and Business Contracts" course applied in real-world practice?

Professionals use it to draft supply and services agreements, review tender terms, set payment security, manage breach and termination, and resolve disputes. Participants review and negotiate a live contract in the closing workshop.