
Commercial Contract Law and Risk Training Course for Business Managers

14 – 18 December 2026
Geneva





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Programme Summary

Commercial contract law and risk for business managers is a one-week training course for senior non-lawyer leaders at strategic level, culminating in a contract legal risk screen for their organisation. Directors routinely approve agreements whose liability caps, indemnities and termination rights they have not tested. The approach builds enough legal fluency to read key clauses, judge exposure and decide what to escalate before signature. Mars Training Centre UK delivers this programme in commercial contract law for business managers.

The Business Case

Most contractual losses are fixed on the day of signature, when an uncapped indemnity, a vague scope or an unfavourable forum is accepted without challenge. Managers who recognise these terms early negotiate better positions, brief counsel with sharper questions and avoid disputes that consume time and relationships. The capability shifts legal risk management from reaction after breach to judgement before commitment.

- Contractual Liability Exposure: Falls when caps, exclusions and indemnities are reviewed against the value and risk of each deal.
- Dispute Frequency and Cost: Reduces when remedies, notice provisions and dispute resolution routes are agreed clearly at the outset.
- Legal Review Cycle Time: Shortens when managers escalate focused issues rather than whole documents.

Principles and Evidence Base

- Common Law Principles of Contract: Explain formation, consideration, implied terms and remedies, often chosen as governing law in international deals, in Sessions 1 and 3.
- UN Convention on Contracts for the International Sale of Goods CISG: Frames cross-border sale of goods, conformity and buyer remedies in Session 4.
- Incoterms Rules: Clarify delivery, risk transfer and cost allocation between trading parties in Session 4.
- ICC Arbitration Rules: Illustrate how arbitration clauses, seats and enforcement shape dispute strategy in Session 4.



Intended Participants

- Leaders who sign or approve commercial agreements within delegated authority limits.
- Heads of commercial and sales functions who negotiate customer terms and pricing commitments.
- Procurement and supply leaders who accept supplier paper or propose standard terms.
- Operations and project directors who carry delivery obligations defined by contract.

The programme serves energy and utilities, construction and engineering, technology services and public sector bodies.

Learning Outcomes

1. Participants will be able to diagnose when a binding agreement and its obligations begin.
2. Participants will be able to evaluate liability, indemnity, warranty and insurance clauses against deal risk.
3. Participants will be able to distinguish termination rights, force majeure and hardship provisions and their practical effect.
4. Participants will be able to assess remedies available after breach, including damages and liquidated damages.
5. Participants will be able to compare governing law, jurisdiction and arbitration options for cross-border agreements.
6. Participants will be able to prioritise issues for escalation to legal counsel with a clear risk rationale.

Programme Structure

Day 1: Commercial Contract Law Foundations

When does a negotiation become a binding commercial contract?

- Offer, Acceptance, Consideration and Intention to Create Legal Relations
- Letters of Intent, Heads of Terms and Pre-Contract Risk
- Battle of the Forms and Standard Terms of Business
- Authority to Sign and Delegation Limits
- Contract Formation Risk Checklist

Day 2: Allocating Risk Through Key Clauses

Which clauses decide who pays when something goes wrong?

- Limitation and Exclusion of Liability Clauses
- Indemnities, Warranties and Representations
- Insurance Requirements and Their Link to Liability Caps
- Confidentiality and Intellectual Property Ownership Terms
- Clause Risk Rating Matrix



Day 3: Performance, Termination and Breach

What happens legally when performance fails or circumstances change?

- Express and Implied Terms of Performance
- Termination for Breach, Convenience and Insolvency
- Force Majeure and Hardship Provisions
- Damages, Liquidated Damages and Penalty Distinction
- Notice Provisions and Waiver Risk

Day 4: Cross-Border Contracts and Dispute Routes

How do international deals change the legal picture?

- Governing Law and Jurisdiction Clauses
- CISG Application and Exclusion in Sale of Goods
- Incoterms Rules for Risk and Cost Transfer
- ICC Arbitration Clauses, Seat and Enforcement
- Negotiation, Mediation and Escalation Ladders

Day 5: Applying Commercial Contract Law to Live Deals

How are the legal tools combined into a pre-signature review?

- Applying the Formation Checklist to a Participant Agreement
- Rating Liability and Indemnity Terms in a Live Draft
- Testing Termination and Dispute Clauses Against Scenarios
- Briefing Counsel: Framing Questions and Escalation Thresholds
- Contract Legal Risk Screen Presentation

Methodology

The programme relies on clause analysis, with participants reviewing anonymised agreements from energy, construction and technology services and tracing how each term would operate after a dispute. Legal principles are introduced only where a clause needs them, so each concept is tied to a decision a manager makes before signing.

- Suggested activity: Rating the liability cap and indemnity package in a supplier services agreement.
- Suggested activity: Deciding whether a delayed delivery triggers force majeure or breach.
- Suggested activity: Choosing governing law and an arbitration seat for a joint venture term sheet.



Capstone Output

Each participant completes a contract legal risk screen for their organisation. It holds a formation checklist, a clause risk rating matrix, red-flag terms with fallback positions, a dispute route preference and escalation thresholds for counsel, ready for every agreement presented for approval.

Frequently Asked Questions

Is commercial contract law training suitable for managers with no legal background?

Yes. It is designed for senior non-lawyers who sign, approve or negotiate agreements. It assumes management experience but no legal training.

Which principles underpin commercial contract law in this programme?

It draws on common law contract principles, the UN Convention on Contracts for the International Sale of Goods, the Incoterms rules and the ICC Arbitration Rules.

How is the commercial contract law risk screen used at work?

You apply it before approving each agreement, rating key clauses, flagging terms needing fallback positions and deciding what goes to counsel.

How does commercial contract law training differ from contract administration training?

It concentrates on legal risk before signature, while contract administration programmes focus on obligations, changes and performance after award.