

A practical and insightful two-day seminar

Drafting and Negotiating International Agency & Distribution Agreements

7-8 November 2019 • 4-5 June 2020 **London**



**This intensive and interactive training seminar
will develop your skills to:**

- **Be aware** of the legal and commercial considerations for a successful international deal
- **Understand** the main legal instruments governing international contracts
- **Explore** the allocation of jurisdiction, and the choice of law in a cross-border dispute
- **Evaluate** the dispute resolution mechanisms available to resolve disputes in a sustainable manner
- **Use best practice** techniques to successfully negotiate your contracts
- **Examine** key types of international commercial agreements and their specific clauses
- **Assess** the strategic considerations associated with international commercial agreements
- **Plan** in order to better negotiate a value-added deal

**Praise for the expert trainer,
Michala Meiselles:**

'Excellent tutor, knowledgeable and very clear on complex topics.'

Tiffany Lathe, Rackspace Limited

'Speaker was perfectly prepared and a true specialist.'

Piotr Adam, Zakłady Farmaceutyczne Polpharma S.A.

'Michala was excellent. Her delivery of the course was outstanding.'

Lesley Beaton, James Hutton Ltd

Drafting and Negotiating International Agency & Distribution Agreements

7-8 November 2019 • 4-5 June 2020, London

This interactive seminar is targeted at those who draft, negotiate and advise on international commercial agreements and cross-border transactions. The programme reviews the sale of goods and the appointment of distributors and agents, as well as the licensing of intellectual property rights within the context of an international contract.

This event is not jurisdiction specific and is ideal for those working in international practice.

Why you should attend

This two-day seminar will give practical advice on the legal considerations and commercial concerns essential for securing a successful and sustainable international deal.

Day one provides a comprehensive overview of the main international legal instruments governing international contracts, the sale of goods, trade terms, documentary sale and letter of credit. Moreover cross-jurisdictional concerns will be explored generally and, in particular, the allocation of jurisdiction, choice of law, and the recognition and enforcement of judgments. The programme will look at the new Brussels Regulation (in force from 2015), the Hague Convention 2005 (in force from 2015), Incoterms® 2010, and the UCP 600 (Uniform Customs and Practice for Documentary Credits).

Day two provides delegates with the requisite knowledge and skills that they need to negotiate and draft international commercial deals generally, and specifically sales, distribution and agency agreements.

By the end of this seminar, delegates should be properly equipped with the essential skill-base and substantive legal and business knowledge needed in order to effectively advise on, negotiate and draft cross-border commercial agreements.

PRACTICAL INTERACTIVE LEARNING STYLE

This seminar incorporates a balanced mix of theory, group exercises, discussion and workshops. The practical exercises will help you apply the law to actual fact patterns. The agreement-specific workshops will give you an opportunity to discuss the commercial concerns and legal implications relevant to international agency and distribution agreements.

Who should attend?

Those with little or no experience of cross-border commercial agreements including:

- In-house lawyers
- Private practice legal advisers
- Commercial managers
- Contracts managers
- Business development managers

Key objectives

You will:

- **Acquire** knowledge of the law governing cross-border transactions
- **Gain** the ability to assess the strategic concerns of those operating a cross-border business
- **Learn** how to better negotiate and draft international agreements
- **Identify** pitfalls that should be avoided
- **Expand** your knowledge of the necessary tools to be able to provide legal and strategic advice
- **Assess** the tactics available to address the pitfalls that may be encountered when concluding a cross-border deal

Expert trainer



Michala Meiselles is a solicitor in England and Wales specialising in international business law, cross-border transactions and compliance. She has been working as a lawyer since 1994 and qualified as a solicitor in 1999.

Starting off her career at Berrymans Lace Mawer, she has since worked in private practice and as in-house legal counsel for local government. Over a decade ago, Michala created her own dedicated consultancy firm, which she presently directs, providing business and legal solutions to multinationals, public sector entities and international organisations. In her work as a solicitor and international lawyer (operating in the UK, France, Canada and the US), she advises on compliance (inter alia anti-bribery and corruption, anti-money laundering and sanctions), trade finance, import and export, licensing, distribution, agency and foreign direct investment.

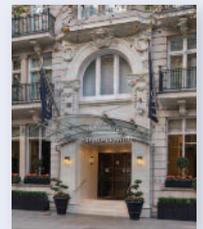
Michala is also a senior law lecturer at Derby Law School (University of Derby), where she teaches undergraduate and postgraduate law, and a visiting professor of law at Université Jean Moulin (France) and the Law School of University of Western Ontario (Western Law).

Her book, *International Licensing Agreements: IP, Technology Transfer and Competition Law*, published in 2018 by Kluwer, was co-authored with Hugo Wharton, a leading IP solicitor based in London. She has also authored a book entitled *International Commercial Agreements – An Edinburgh Law Guide*, published by Edinburgh University Press (2013). Michala has published several articles looking at private international law, franchising, European corporate law and corruption.

Dates and venue

7-8 November 2019
4-5 June 2020

The Rembrandt Hotel
11 Thurlow Place
London
SW7 2RS
Tel: +44 (0)20 7589 8100
Web: www.sarova-rembrandthotel.com



The Rembrandt Hotel is opposite London's Victoria and Albert Museum (V&A) and within a ten-minute walk of the Natural History Museum, Science Museum, Hyde Park, Harrods and the Royal Albert Hall. The location is superb – surrounded by restaurants, bars, shops and cultural attractions. The venue's beautifully modernised Edwardian rooms were originally apartments for Harrods. You can stroll to South Kensington underground station in five minutes. From here, District, Circle and Piccadilly Tube lines take you straight to the City of London, Heathrow Airport and mainline train stations including Paddington and Victoria.

Accommodation

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For information on alternative accommodation solutions, please visit our website: falconbury.co.uk/accommodation

Schedule

Registration will take place on day one from 09.00-09.30. The course will start at 09.30 on both days and finish at 17.30 on day one and 17.00 on day two. One hour for lunch and two 15-minute refreshment breaks will be scheduled during each day.

The programme

Day one

09.00 Registration and refreshments

09.30 International contractual disputes

- A review of the international instruments governing cross-jurisdictional matters
- Alternative dispute resolution
 - Mechanisms available and their pros and cons
- Arbitration agreements
 - New York Convention
- Jurisdiction and recognition and enforcement of foreign judgments
 - Brussels Regulation (Regulation (EU) No 1215/2012 of the European Parliament and of the Council of 12 December 2012 on jurisdiction and the recognition and enforcement of judgments in civil and commercial matters)
 - Hague Convention of 30 June 2005 on Choice of Court Agreements

10.30 Refreshments

10.45 Choice of law

- Rome I (Regulation (EC) No 593/2008 of the European Parliament and the Council of 17 June 2008 on the law applicable to contractual obligations)

12.30 Lunch

13.30 International contract law

- Key instruments governing international contracts (binding and non-binding)
- Choice of law in international contracts
- United Nations' Convention on Contracts for the International Sales of Goods 1980 (CISG)
 - Applicability and exclusions
 - Formation of a contract
 - Responsibilities of seller and buyer
 - Remedies of seller and buyer
 - Excuses for non-performance

15.30 Refreshments

15.45 Trade terms, documentary sales and trade finance

- Introduction
- Incoterms® 2010
- Documentary sales and bills of lading
- Letters of credit and the UCP 600

17.30 Close of day one

'Michala was very clear and knowledgeable.'

Jokotola Adebisi, Stanbic IBTC Holdings PLC

Day two

09.00 Refreshments

09.30 Distribution agreements

- Choosing between an agent and a distributor
- The key differences between the two relationships
- Regulation of distribution agreements (DCFR and EU competition law relevant to distribution agreements)
- Key terms in distribution agreements: exclusivity, term, licences, verification and termination

11.00 Refreshments

PRACTICAL WORKSHOP – PART 1

11.15 Drafting and negotiation

12.30 Lunch

13.30 Agency agreements

- Agency arrangements: when and why?
- Common types of agency relationships
- Concerns of principal and of agent
- Legal regulation of the agency relationship
 - Directive 86/653/EEC on self-employed commercial agents
 - Commercial Agents (Council Directive) Regulations 1993 (SI 1993, No 3053 as amended)
 - EU competition law

15.00 Refreshments

15.15 Agency agreements: key terms

- Appointment
- Exclusivity
- Term
- Payment
- Performance obligations
- Targets
- IPR protection
- Termination
- Indemnity
- Compensation

PRACTICAL WORKSHOP – PART 2

16.00 Drafting and negotiation

16.45 Summary and final questions

17.00 Close of seminar



Falconbury in-house training

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a price which suits your budget. Our approach to tailored learning and development consists of designing and delivering the appropriate solution for each client.

For your FREE consultation and to find out more about how we can work with you to solve your training needs, please contact **Aleksandra Beer** on **+44 (0)20 7729 6677** or email **inhouse@falconbury.co.uk**

Book before 18 September 2019
and SAVE £200 / €280!

Drafting and Negotiating International Agency & Distribution Agreements

To book online go to: falconbury.co.uk/2328

Dates and venue

7-8 November 2019 Ref: 10480
4-5 June 2020 Ref: 10706

The Rembrandt Hotel
11 Thurloe Place
London
SW7 2RS
Tel: +44 (0)20 7589 8100
Web: www.sarova-rembrandthotel.com

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1. Invoice which can be paid by bank transfer or credit / debit card.
2. Online through our secure website when registering.



Run this programme in-house for your whole team

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FREE
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CONSULTATION

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A little bit of 'Small Print'

FEE

The fee includes all meals and refreshments for the duration of the course and a complete set of course materials. If you have any particular requirements, please advise customer services when booking.

PLEASE NOTE

Falconbury Ltd reserve the right to change the content and timing of the programme, the speakers, the date and venue due to reasons beyond their control. In the unlikely event that the course is cancelled, Falconbury will refund the registration fee and disclaim any further liability.

The rest of the 'Small Print', the event cancellation policy and the terms and conditions are on our website, please visit falconbury.co.uk/content/terms-and-conditions



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