JUPITER PRIME

Consulting • Training • Advisory

جوبيتر برايم للاستشارات والتدريب

COURSE BROCHURE

Advanced Legal Negotiation and Deal Term Control Training Course

jupiterprime.uk

info@jupiterprime.uk

Registered in the United Kingdom and Saudi Arabia

Advanced Legal Negotiation and Deal Term Control Training Course

Legal Negotiation and Deal Term Control is a 2-week advanced training course for in-house counsel, senior contract managers and commercial negotiators, in which each participant builds a negotiation and term control playbook for one high-value agreement. Counterparties now arrive with sharper data, tougher risk positions and longer approval chains, so the terms won at the table must survive drafting and years of performance. Jupiter Prime Training delivers legal negotiation and deal term control.

Why Legal Negotiation and Deal Term Control Matters Now

Three pressures meet at the negotiating table. Boards and finance teams expect liability caps, indemnities and payment terms to reflect a clear risk appetite rather than the persistence of the other side. Suppliers and customers bring specialist negotiators and their own paper, so the first draft carries real weight. Long contracts are also renegotiated more often as costs, technology and supply chains shift. Organisations that link preparation, drafting and post-signature control keep the value they bargained for; those that treat signature as the finish line give it back through amendments and disputes. The course draws on the contract lifecycle model of World Commerce & Contracting WorldCC.

Who Gains Most from Legal Negotiation and Deal Term Control

- Legal advisers who lead the drafting and negotiation of liability, indemnity and termination clauses
- Commercial leads accountable for price, payment and performance terms on major agreements
- Contract owners who manage amendments, renewals and renegotiation after award
- Specialists who prepare negotiation mandates and approval papers for senior sign-off
- Senior buyers and sellers who negotiate framework and long-term supply agreements

A legal department and its commercial counterparts gain most when they attend together and agree one mandate format, one concession log and one escalation route for disputed terms.

Legal Negotiation and Deal Term Control Capabilities

Participants learn to turn a risk appetite into negotiable positions, defend those positions across the table and then hold the counterparty to them in the signed text and its later amendments.

- Build a negotiation mandate with walk-away points and tradeable issues — executive approvers
- Calculate the value of BATNA and concession packages before each round — commercial sponsors
- Specify negotiated positions as precise clauses that leave no gap for later argument — drafting counsel
- Weigh liability, indemnity and termination trade-offs against the risk appetite — boards and insurers
- Design amendment and renegotiation controls for signed agreements — contract owners
- Apply a tiered escalation route to contractual disagreements before formal dispute — senior leadership

Key Legal Negotiation and Deal Term Control Terms

- BATNA — the best alternative to a negotiated agreement; the outcome a party falls back on if talks fail.
- Zone of possible agreement — the range between each party's walk-away points where a deal can be struck.
- Negotiation mandate — the approved limits, objectives and tradeable issues a negotiator may agree without further sign-off.
- Concession log — a running record of every point given or gained, with its value and the round in which it moved.
- Limitation of liability — a clause capping or excluding the damages one party can recover from the other.
- Variation by agreement — a signed change to contract terms made under the amendment procedure the contract sets.

Legal Negotiation and Deal Term Control Day by Day

Day 1: Negotiation in the Contract Lifecycle

- WorldCC Contract Lifecycle Model — Placing Negotiation Between Bid And Award
- Deal Value Drivers — Separating Price From Risk And Terms
- Counterparty Power Mapping — Judging Leverage On Each Issue
- Case Studies From Energy And Technology — Lessons From Lost Terms
- Negotiation Maturity Check — Setting Priorities For The Course

Day 2: Preparation and the Negotiation Mandate

- Interest And Position Analysis — Finding What Each Side Truly Needs
- BATNA Assessment — Testing The Strength Of Each Alternative
- Walk-Away Points And Targets — Agreeing Limits With Approvers
- Tradeable Issues Matrix — Ranking Points By Cost And Value
- Mandate Paper Drafting — Securing Executive Approval Before Talks

Day 3: Strategy, Tactics and Concessions

- Opening Offer Strategy — Anchoring The Range Without Losing Credibility
- Concession Planning — Trading Low-Cost Items For High-Value Ones
- Package Offers — Moving Several Issues In One Proposal
- Common Pressure Tactics — Recognising And Neutralising Them
- Concession Log Discipline — Tracking Every Point Given Or Gained

Day 4: Negotiating Risk Allocation Clauses

- Limitation Of Liability Caps — Linking Amounts To Contract Exposure
- Indemnity Scope And Carve-Outs — Deciding Who Bears Third-Party Loss
- Insurance Requirements — Aligning Cover With Indemnities Agreed
- Consequential Loss Exclusions — Defining What Falls Outside Recovery
- Force Majeure And Change In Law — Allocating Events Beyond Control

Day 5: Negotiating Commercial and Performance Terms

- Price Adjustment Mechanisms — Choosing Indexation Or Fixed Pricing
- Payment Terms And Security — Balancing Cash Flow And Protection
- Service Levels And Remedies — Setting Credits Instead Of Disputes
- Intellectual Property And Data Rights — Agreeing Ownership And Licences
- Termination Rights — Negotiating Triggers, Notice And Exit Costs

Day 6: Drafting the Negotiated Position

- Heads Of Terms — Recording Agreed Points Before Full Drafting
- Clause Drafting Precision — Turning Positions Into Unambiguous Wording
- Battle Of The Forms — Controlling Which Terms Govern
- Redline Management — Tracking Counterparty Edits Across Drafts
- Entire Agreement And Precedence Clauses — Protecting The Final Text

Day 7: Cross-Cultural and Multi-Party Negotiation

- Cultural Negotiation Styles — Adjusting Pace, Hierarchy And Formality
- Consortium And Joint Venture Talks — Aligning Partners Before Facing Clients
- Negotiating Through Interpreters — Protecting Meaning In Two Languages
- Virtual Negotiation Sessions — Managing Remote Rounds And Records
- Deadlock Breaking Techniques — Reframing Issues To Restart Talks

Day 8: Managing Negotiated Terms After Signature

- Contract Handover Briefing — Passing Negotiated Intent To Delivery Teams
- Obligation Register — Tracking Each Party's Promised Performance
- Amendment Control Procedure — Approving Variations Within Mandate
- Waiver And Estoppel Risks — Preventing Accidental Loss Of Rights
- Renewal And Extension Options — Deciding When To Exercise Them

Day 9: Renegotiation and Escalation of Disagreements

- Renegotiation Triggers — Responding To Cost And Market Shifts
- Commercial Relief Requests — Assessing Counterparty Hardship Claims
- Tiered Escalation Clauses — Moving Disagreements Through Senior Levels
- Mediation And Expert Determination — Choosing Non-Court Settlement Routes
- Settlement Agreement Drafting — Closing Disputes Without New Exposure

Day 10: Practising the Negotiation and Term Control Playbook

- Full Negotiation Simulation On A Supply Agreement — Applying Mandate And Tactics
- Risk Clause Trade-Off Exercise — Testing Positions Against Risk Appetite
- Post-Signature Amendment Scenario — Applying Control And Escalation Routes
- Peer Review Of Draft Clauses — Strengthening Wording Before Adoption
- Negotiation And Term Control Playbook — Presenting The Playbook For Challenge

Applying Legal Negotiation and Deal Term Control After the Course

- Prepare a negotiation mandate with BATNA, walk-away points and a tradeable issues matrix for the next high-value agreement in the pipeline.
- Audit one signed agreement for amendments made outside the amendment control procedure and close the gaps with its owner.

Legal Negotiation and Deal Term Control Questions FAQ

What is legal negotiation and deal term control, and why does it matter now?

Legal negotiation and deal term control is the discipline of preparing, negotiating, drafting and then controlling the terms of significant agreements. It matters now because counterparties negotiate harder and contracts are renegotiated more often, so value is easily lost after signature.

Which roles gain most from legal negotiation and deal term control training?

In-house counsel, senior contract managers and commercial negotiators gain most, because they set mandates, negotiate risk clauses and approve amendments. Senior buyers and sellers on long-term agreements also benefit when legal and commercial positions must align.

How does legal negotiation and deal term control training differ from a general negotiation skills course?

It ties every negotiating move to contract wording and post-signature control. A general negotiation course focuses on behaviour and tactics; this course follows each position into clauses, amendments, renegotiation and escalation, at a depth suited to legal and senior commercial roles.

What do you bring back from legal negotiation and deal term control training?

You bring back a negotiation and term control playbook for one of your own high-value agreements, covering mandate, concessions, risk clauses, drafting checks, amendment control and escalation. Your legal and commercial colleagues can apply it to the next deal.

Legal Negotiation and Deal Term Control: The Way Forward

The negotiation and term control playbook first informs the mandate for the next high-value agreement brought to executive approvers. Counsel, commercial leads and contract owners use it from preparation through renewal. After its first full negotiation, revisit the concession values and escalation tiers, because real rounds show which trade-offs cost more than expected and where disagreements stalled.