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COURSE BROCHURE

# Advanced Legal Drafting and Document Review Training Course

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# Advanced Legal Drafting and Document Review Training Course

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Legal Drafting and Document Review is a 2-week advanced training course for in-house lawyers, contract managers and legal reviewers who build commercial agreements and mark up counterparty paper, and it ends with a contract review playbook for the department. Rising contract volumes, AI-assisted review tools and leaner legal teams now demand faster turnaround without missed risk. Jupiter Prime Training treats Legal Drafting and Document Review as a repeatable, evidence-based discipline.

## Why Legal Drafting and Document Review Matters Now

Three forces shape contract work today: business units expect agreements reviewed in days rather than weeks, automated review and generative drafting tools are entering legal departments, and counterparties increasingly table their own templates first. A legal function with clear positions, fallback wording and disciplined mark-up practice closes deals faster and allocates risk deliberately; one that reviews ad hoc repeats the same concessions and misses buried liabilities. The course rests on established contract drafting conventions, playbook-based review and structured due diligence practice, presented in general terms rather than through any national contract code.

## Who Gains Most from Legal Drafting and Document Review

- In-house counsel who own template agreements and approve deviations from standard positions
- Contract managers who negotiate commercial terms and track agreed changes across versions
- Legal reviewers who triage incoming counterparty paper and flag non-standard clauses
- Transaction support staff who run document review rooms during acquisitions and financings
- Procurement and sales partners who escalate contract questions under approval matrices

A legal department that sends drafters and reviewers together gains most, because the playbook then reflects shared fallback positions and one escalation route.

## Legal Drafting and Document Review Capabilities

Participants move from drafting single clauses to running a consistent review process across a whole contract portfolio.

- Design clause structures for scope, payment, liability and termination that read cleanly — the business owner signing the deal
- Specify preferred, fallback and walk-away positions for each risk clause — the negotiators working under time pressure
- Apply redlining conventions and comment etiquette to counterparty drafts — the opposing counsel receiving the mark-up
- Weigh risk allocation through caps, carve-outs and insurance requirements — the finance and risk functions accepting exposure
- Build a clause library with approved wording and usage notes — the junior drafters reusing it
- Test a due diligence data room against a structured review checklist — the deal team pricing the transaction

## Key Legal Drafting and Document Review Terms

- Redline — a marked version of a contract showing insertions and deletions proposed against the previous draft.
- Contract review playbook — a guide setting standard, fallback and unacceptable positions for each clause, with escalation rules.
- Clause library — a curated collection of approved clause wording with notes on when and how to use each variant.
- Boilerplate — standard closing provisions such as notices, assignment, counterparts and governing law found in most agreements.
- Liability cap — a contractual ceiling on the total amount one party can recover from the other.
- Due diligence review — a structured examination of a target's documents to identify legal risks before a transaction.

## Legal Drafting and Document Review Day by Day

## Day 1: The Contract Lifecycle Context

- Contract Lifecycle Map — Request, Draft, Negotiate, Sign and Manage
- Template Versus Counterparty Paper — Strategic Choice of First Draft
- Review Triage Matrix — Risk Tiers and Turnaround Targets
- AI-Assisted Review Tools — Uses, Limits and Verification Duties
- Approval Matrices — Who Can Accept Which Deviations

## Day 2: Architecture of a Commercial Agreement

- Agreement Skeleton — Parties, Recitals, Operative Terms and Schedules
- Definitions Section Design — Capitalised Terms and Cross-Reference Discipline
- Scope and Deliverables Clauses — Avoiding Gaps With Statements of Work
- Payment and Price Adjustment Mechanisms — Milestones, Retentions and Indexation
- Conditions Precedent and Effective Date — When Obligations Begin

## Day 3: Risk Allocation Clauses

- Liability Caps and Exclusions — Direct, Indirect and Consequential Loss
- Indemnity Drafting — Triggers, Procedures and Defence Control
- Insurance Requirements — Matching Cover to Contractual Exposure
- Warranty Periods and Remedies — Repair, Replace or Refund Options
- Service Credits and Liquidated Damages — Pre-Agreed Compensation Mechanisms

## Day 4: Exit, Change and Continuity

- Termination Rights — Convenience, Cause and Insolvency Triggers
- Change Control Procedures — Variations Without Renegotiating the Whole Deal
- Step-In and Transition Assistance — Continuity of Critical Services
- Suspension Rights — Leverage Short of Termination
- Survival Clauses — Obligations That Outlast the Agreement

## Day 5: Boilerplate That Matters

- Notices Clauses — Methods, Addresses and Deemed Receipt
- Assignment and Change of Control — Protecting Counterparty Identity
- Entire Agreement and Non-Reliance — Limiting Pre-Contract Statements
- Governing Law and Dispute Clauses — Matching Forum to Enforcement
- Counterparts and Electronic Signature — Valid Execution Formalities

## Day 6: Systematic Document Review

- Review Checklist Construction — Clause-by-Clause Risk Questions
- Issues List Format — Ranking Points by Commercial Weight
- Reading Counterparty Paper — Spotting Hidden Asymmetries
- Version Comparison Tools — Catching Unflagged Changes Between Drafts
- Consistency Sweep — Definitions, Numbering and Schedule Alignment

## Day 7: Redlining and Negotiating Mark-Ups

- Redlining Conventions — Clean, Marked and Composite Versions
- Comment Bubbles Versus Text Changes — Signalling Intent Clearly
- Preferred and Fallback Wording — Ladders of Acceptable Positions
- Negotiation Call Preparation — Agenda From the Issues List
- Sector Examples — Technology Licensing and Construction Subcontracts

## Day 8: Due Diligence Document Review

- Data Room Structure — Indexing and Access Controls
- Red Flag Categories — Change of Control, Exclusivity and Uncapped Liabilities
- Review Grid Design — Capturing Findings Consistently Across Reviewers
- Disclosure and Warranty Interplay — Feeding Findings Into the Deal Terms
- Due Diligence Report Writing — Executive Summary and Risk Ratings

## Day 9: Clause Libraries and Knowledge Assets

- Clause Library Architecture — Taxonomy, Variants and Usage Notes
- Template Maintenance Cycle — Owners, Review Triggers and Version Logs
- Precedent Bank Curation — Selecting Negotiated Outcomes Worth Reusing
- Training Junior Drafters — Annotated Models and Common Errors
- Metrics for Contract Review — Cycle Time, Escalations and Deviations

## Day 10: Practising the Contract Review Playbook

- Clause Drafting Sprint — Applying Day 3 Risk Allocation to a Live Template
- Counterparty Draft Review — Applying Day 6 Checklists and Issues List
- Mock Negotiation — Applying Day 7 Fallback Ladders Under Time Pressure
- Escalation Rules Design — Linking Deviations to Approval Matrices
- Contract Review Playbook — Positions, Fallbacks, Clause Wording and Escalation Paths

## Applying Legal Drafting and Document Review After the Course

- Draft preferred and fallback positions for the five most negotiated clauses in the department's highest-volume agreement and circulate them for sign-off.
- Run a two-week review sprint using the triage matrix and issues list format, then compare turnaround and escalation counts with the previous month.

## Legal Drafting and Document Review Questions FAQ

### What is legal drafting and document review and why does it matter now?

Legal drafting and document review is the craft of writing commercial agreements and examining contracts and transaction documents for risk. It matters now because contract volumes, automated tools and leaner teams demand faster, consistent review without missed liabilities.

### Which roles gain most from legal drafting and document review training?

In-house counsel, contract managers and legal reviewers gain most. They own templates, mark up counterparty drafts and run due diligence, so consistent positions and checklists directly shorten negotiations and reduce unplanned exposure.

### How does legal drafting and document review differ from a legal English course?

A legal English course builds language and style. This course concentrates on contract architecture, risk allocation, redlining practice, due diligence grids and playbooks, treating language as one tool within a structured commercial review process.

## What do you bring back from legal drafting and document review training?

You bring back a contract review playbook with standard and fallback positions, approved clause wording and escalation paths, plus checklists and an issues list format your team can use on the next agreement.

## Legal Drafting and Document Review: The Way Forward

The contract review playbook lets reviewers respond to counterparty paper with agreed positions instead of individual judgement calls. Its first use is setting which deviations a contract manager may accept without counsel, a decision for the head of legal. After a quarter of use, revisit the fallback ladders against negotiated outcomes, since real deals show which positions hold.