



Presented by
Falconbury

Understanding and Drafting Specifications and Scopes of Supply

15 October 2024

An indepth, practical look at best practice for drafting specifications and scopes of supply. Specifically designed for all those whose knowledge is vital to providing clarity to legal obligations.



Format:
Live online



CPD:
6 hours for your records



Certificate of
completion

Course overview

A Specification / Scope of Supply is a medium of communicating between buyers and suppliers. It details the buyers needs and the promises / obligations of both parties. A buyer may draft it for incorporation into a Request for Quotation (RFQ) / Invitation to Tender (ITT), a supplier may need to respond to a buyer's proposed specification, or draft their own for inclusion within their quotation to the buyer. It is critical that you understand the starting position of any specification - the Sale of Goods Act (Implied terms). From here you can determine how best to write your express term specification to clarify, amend or deviate from the starting position in statute.

This course will enable delegates to draft and evaluate a specification to ensure that the written communication, that legally binding agreement between the contracting parties, is effective and achieves optimum outcome at the keenest price. Appreciating the independent nature of the relationship between buyers and suppliers is critical for a successful outcome. Remember, if a supplier fails, the buyer's project fails:

"A company is as strong as its weakest supply chain partner" (Cousins 2003).

Our expert trainer has designed this course specifically to show delegates how to extract the information necessary from those stakeholders who have the knowledge and expertise which provides the necessary clarity of the contractual obligations. To ask the right questions of them. It also advocates practical solutions enabling a project to move forward when a risk materialises, rather than monetary compensation and litigation.

This course focuses on the promotion of teamwork when drafting a specification to ensure consistency across all the documents which make up the legally binding contract.

Drawing on the trainer's real-life experiences and using case studies and exercises, the topics are approached in a practical manner to embed learning.

Benefits of attending

By attending this course, you will:

- **Get to grips** with the elements of a contract
- **Learn** about the benefits of express terms
- **Understand** the extent of promise: best endeavours v reasonable endeavours
- **Evaluate** good governance in supply chain management
- **Boost** your knowledge of risk management
- **Appreciate** the importance of good drafting to achieve best value for money

Who should attend?

This course has been specifically designed for:

- Contract and commercial managers and engineers
- Project and procurement managers
- Business development managers
- Contract administrators, officers and specialists

Programme

Introduction

Components of a contract and benefits of express terms

- Implied terms (statute)
- Express terms (negotiated terms agreed verbally, in writing or by conduct)
- Benefits of express terms:
 - Clarity
 - Governance / Supply Chain Management (SCM)
 - Proactive risk management
- *Exercise – Silence exercise on Sale of Goods Act*

Drafting a specification: for clarity of obligation and liability

- To comprehensively capture and clarify ALL contractual promises and ownership of them.
 - Use of exclusions, disclaimers, assumptions and caveats.
- To clarify extent of promise:
 - 'Best endeavours v reasonable endeavours'.
 - Ownership of 'fitness for purpose' obligation, the difference between a Conformance and Performance specification
- To define the measurement criteria 'satisfactory quality' (Sale of Goods Act).
 - Quantitative not qualitative measurement mechanisms, SMART measures.
 - Using Key Performance Indicators (KPIs)
 - How to use KPIs to reflect the type of specification: input (conformance specification) v output (performance specification)
- To appreciate the significance of terminology used: 'shall/will' v 'could/may/ recommend' and the associated risk
- To understand intent behind buyer's involvement: visibility or liability. Understanding when and why an indemnity may be requested
- *Exercise – review of a real life scope of supply using 'word search' methodology to identify ambiguity*
- *Exercise – Completing proforma table identifying what promises have been made, whether they are ambiguous, and ownership of them, plus consequences / liability if a promise is broken and ownership of that liability (reflecting the disclaimer, exclusion, assumptions, caveats and indemnity express term clauses)*
- *Exercise – drafting clear output KPIs for a performance specification*

Drafting a specification: for good governance and supply chain management

- Proactive inclusion of express terms for transparency and control:
 - Change control, waiver / concessions, notices, authorised representative
 - Subcontracting
 - Progress reports, meetings, reviews etc.
 - Rights of transparency and associated cost.
 - Use of this information to incentivise or to merely recoup losses, carrot v stick.
 - Relationship objectives
 - Realising opportunities / value engineering
- *Exercise – drafting KPIs – carrots v sticks*

Programme

Drafting a specification: for proactive risk management

- Solutions not money. Monetary compensation v practical solutions / remedies / Plan Bs / contingency plans to move the project forward. Avoiding litigation
- Benefits of incorporating proactive risk management solutions into the legally binding contract at the outset, at time of signing, to promote a harmonious relationship and avoid unnecessary delays
- *Exercise – identifying practical solutions*

Drafting a specification: cross checking

- Cross checking the specification with all other documents which make up the complete agreement for consistency
- Order of precedence express term clause

Drafting a specification: to achieve best value for money

- Exercise – Price v Scope or Risk

Final questions

Presenter



Catherine Hurst

Catherine Hurst BSc(Hons), CIMDip, PgDL, is an independent consultant in the contract and commercial fields. She was formerly a Commercial Manager at BAe Systems, following previous contract/commercial roles with GEC and Siemens. She has extensive practical experience of bid management, contract drafting and negotiation, contract and subcontract management as well as commercial risk management, both with UK and overseas customers and suppliers, in the private and public sectors.

She is a highly experienced trainer, having a style which brings a subject to life, creating interest and stimulating the enthusiasm of delegates. She combines academic best practice with real world experience.

She lectures Chartered Institute of Procurement and Supply (CIPS) diploma, levels 4, 5 & 6 at Chichester college. As well as being a member of CIPS, Catherine has a degree in Management Studies, a Chartered Institute of Marketing diploma and more recently achieved a distinction in her Common Professional Examination (CPE)/Post-grad diploma in law, winning the prize for the highest achieving student in the contract law module.

Catherine has successfully provided training to organisations across a wide variety of industries, including:

Transport / utilities / energy / construction / engineering / IT / telecons: Network Rail, ScotRail, Balfour Beatty, London Underground, Westinghouse Springfields Fuels, General Dynamics, Siemens, Metronet, Thales, ABB, Hitachi, Jungheinrich, Honeywell, PALL Europe, Senior Aerospace BWT, RES (Renewable Energy Systems), AGI, Silvertown, QinetiQ, Clyde Pumps / Weir Pumps, Scottish Power, NCOC (North Caspian Operating Company), Computacentre, CISCO, BT, United Utilities

Health / pharmaceutical / education: Nuffield Health, Surrey PCT, Bristol Myers-Squibb, Newcastle University, Exeter University

Public: Forensic Science Services, Office for National Statistics, DARA (Defence Aviation Repair Agency), Metropolitan Police

Charity: Phoenix Futures, Homegroup

Retail: Co-op

Course date

15 October 2024

Live online

09:30-17:00 **UK (London)** (UTC+01)

Course code 14219

GBP ~~499 599~~

EUR ~~719 859~~

USD ~~823 979~~

Until 10 Sep

How to book



Online:

ipi.academy/2686

Alternatively contact us to book, or if you have any queries:



Email:

info@ipi.academy



Phone:

[+44 \(0\)20 7749 4749](tel:+442077494749)

Discounts

- Booking more than one delegate on any one date qualifies for a **15% discount** on the second and subsequent places.
- Most events qualify for an **early booking discount** prior to 6 weeks before the course date. Be sure to check on our website, where the latest discounts will be shown.

Further information

Fee

The fee includes all meals and refreshments for the duration of the course (for venue-based courses) and a complete set of course materials (provided electronically). If you have any particular requirements, please advise customer services when booking.

Please note

IPI Academy (and our training partners) 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, we will refund the registration fee and disclaim any further liability.

Terms and conditions

The rest of our terms, the event cancellation policy and the terms and conditions are on our website, please visit ipi.academy/content/terms-and-conditions

Run this programme in-house for your whole team

Coming to IPI Academy for your in-house training provides an all-inclusive service which gives you access to a wide variety of content, learning platforms and delivery mechanisms as well as your own personal training adviser who will work with you from the initial enquiry through to feedback and follow-up after the programme.

With over 600 trainers, all practitioners and experts across a huge range of fields, we can provide the training you need, where you need it, when you need it, and at 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 our training advisers:



ALEKSANDRA BEER

Tel: +44 (0)20 7749 4749

Email: inhouse@ipi.academy



YESIM NURKO

Tel: +44 (0)20 7749 4749

Email: inhouse@ipi.academy



IPI
Academy

IPI Academy is a training initiative of Falconbury and Management Forum; leading providers of industry training for over 30 years, based in the UK.

10-12 Rivington Street
London EC2A 3DU

ipi.academy

Tel: +44 (0)20 7749 4749

Email: info@ipi.academy