

## Advanced Business Contracts: Secrets Only the Top Attorneys Know...

Live Webinar

**December 6, 2021**

### **Event Sponsor: National Business Institute**

**Alan S. Pralgever**, a partner in the firm's Litigation Department, will be a presenter at the live webinar "Advanced Business Contracts: Secrets Only the Top Attorneys Know..." on Monday, December 6, 2021 from 9:00am – 4:30pm. The program will be presented by the National Business Institute (NBI).

This full-day program goes beyond the "nuts and bolts" to explore business contracts at an advanced level. The faculty will demonstrate how to take vital contract language, terms, conditions, and clauses, refine them, and customize them to meet the clients' unique needs and situations. Topics will include:

- Avoiding liability and indemnification traps that only seasoned attorneys are sentient to
- Reading between the contract lines to identify hidden liability landmines
- Understanding how to use "term sheets" in preliminary negotiations to minimize up-front costs, paperwork, and multiple "contracts"
- In-depth and often overlooked provisions that avert future disputes
- Proven, concrete negotiation methods when discussions come to a halt
- Negotiating price adjustments with skilled finesse
- Ambiguous contract language that may potentially provide ammunition for claims
- Real-world examples and personal war stories regarding liability limiting provisions
- Using set liquidated damages to deter breach of non-compete
- The far-reaching consequences of insurance provisions gone wrong

### **Attorneys**

Alan S. Pralgever

- Ferreting out all possible issues at the contract review stage with advanced technique
- Advanced language methods for drafting enforceable, airtight confidentiality and non-compete clauses

Mr. Pralgever will lead three sessions, the agenda for which are as follows:

1. **Covering Your Tail and Strategically Negotiating Risk: Indemnification, Limitations of Liability, and Insurance**

*11:15am - 12:00pm*

1. Duties to Defend, Indemnify, and Hold Harmless (Enforceability Issues)
2. Effective Indemnification Provisions (w/ Examples)
3. Sophisticated Drafting Tips
4. High-Level Review Techniques
5. Top Mistakes Made by Attorneys During Negotiations
6. Availability of Recovery under Common Law Indemnity and Contribution Theories
7. How to Strategically Negotiate Liability Limitation Provisions
8. Statutory and Public Policy Constraints to Indemnity and Risk Allocation
9. Insurance Clauses That Work
10. Case Law Review and Real-World Examples

2. **Evading Enforceability Issues and Effectively Negotiating Conditions**

*1:00pm - 1:45pm*

1. Negotiating Conditions That Trigger Liquidated Damage Clauses
2. Representations and Warranties: Traps for the Unwary
3. Advanced Drafting Secrets to Ensure Enforceability
4. Boilerplate Integration Clause Examination
5. Severability Clauses - Pitfalls to Avoid
6. Real-Life Examples of Confidentiality Clauses
7. Top Mistakes Made in Non-Compete Clauses
8. Use of Set Liquidated Damages to Deter Breach of Non-Compete
9. Intangible Asset and Intellectual Property Problems
10. How Context Affects a Court's View of the Covenant
11. Case Law Review

3. **Complex Contract Dispute Issues and Remedies**

*3:45pm - 4:30pm*

1. Advanced Drafting Techniques of Arbitration Clauses
2. Picking Your Battles: Claims Between Owners vs. Designers, vs. General Contractors, Subcontractors, and Suppliers
3. Advanced Remedies for Breach
4. Large Multiparty Contract Dispute Do's and Don'ts
5. Who's Responsible? Recent Case Law and Current Trends

Mr. Pralgever concentrates his practice in business and commercial litigation, with a special focus in corporate, partnership and LLC split-ups and dissolutions, condominium matters and representation of associations, estate litigation, employment issues, consumer fraud act litigation, real estate and intellectual property disputes. He has handled a wide variety of complex commercial and corporate litigation in state and federal courts, as well as arbitrations in both New Jersey and New York. He is certified by the New Jersey Superior Court as a civil mediator.

Additional program details and registration on NBI's website.