

# LEGAL ISSUES IN SUPPLY CHAIN MANAGEMENT

**Category:** Legal Issues in Supply Chain Management

**Course Name:** Legal Aspects of Supply Management

**Course Length:** 2 or 3 Days

**Instructor:** Helen M. Pohlig

## About this Course:

This course is intended to give those in supply management a comprehensive look at various aspects of contract law and their application to the supply management function as well as what happens after a contract has been formed – each party’s respective responsibilities for performance of the contract and rights to legal remedies in the event of non-performance. In addition, it provides an overview of the U.S. legal system and other non-contract laws and legal principles that affect the supply professional’s day-to-day job responsibilities.

Included in this course are discussions of:

- Sources of Law
- Contract Formation
- Unenforceable Contracts
- Contract Performance
- Warranties and Product Liability
- Remedies
- Law of Agency
- Other Laws Affecting Purchasing

\*Note: It is recommended that this course cover 3 days because of the amount of material covered. Most students taking it in 2 days are overwhelmed; many students taking it in 3 days wish it had been 5.

*Recommended for: Buyers, purchasing managers and other supply professionals wishing to enhance their understanding of the law as it affects supply management.*

## Objectives:

- Familiarize supply professionals with various aspects of law that affect their responsibilities
- Apply basic requirements of contract formation and enforcement

- Recognize rights and responsibilities of each party to a contract
- Identify issues relating to exercise of contracting authority and the lack thereof

**Benefits:**

- Improved communication between supply professionals and their lawyers
- Minimized risk of entering into unenforceable contracts
- Minimized risk of commitment to unreasonable contractual obligations and increased confidence in asserting contractual rights
- Improved control over unauthorized contracting

**Category:** Legal Issues in Supply Chain Management

**Course Name:** Basics of Contracting (for Goods & Services)

**Course Length:** 1 Day

**Instructor:** Helen M. Pohlig

**About this Course:**

Anyone whose work touches on contracts should know at least a little about contract law. This class will provide an overview of the law that governs contracting and an explanation of what it takes (and doesn't take) to form a contract, including a discussion of authority and the law of agency. (This course is similar to the Legal Aspects of Supply Management but with much less detail.)

*Recommended for: Supply chain professionals seeking an overview of laws affecting procurement.*

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**Category:** Legal Issues in Supply Chain Management

**Course Name:** Legal Aspects of Purchasing Services

**Course Length:** 1 Day

**Instructor:** Helen M. Pohlig

**About this Course:**

All procurement professionals should recognize the significant differences between buying goods and acquiring services – the timing is different, the issues are different and the law is different. This program focuses on some of the more important legal aspects of contracting for services, from contract formation to specific terms and conditions such as limitations of liability and indemnification.

The following topics, as they relate to services contracts, are included:

- Sources of Law
- Basic Contract Elements
- Interpretation of Contract Language
- Specific Terms and Conditions
- Remedies

*Recommended for: Supply chain professionals seeking greater understanding of the law affecting the acquisition of services, including required and recommended contract terms and conditions.*

**Objectives:**

- Recognize important differences between contracting for services and contracting for goods
- Apply basic requirements of contract formation and enforcement
- Increase understanding of common terms used in services contracts

**Benefits:**

- Improved service-contracting abilities
- Minimized risk of entering into unenforceable contracts
- Ability to identify and include critical terms in services contracts

**Category:** Legal Issues in Supply Chain Management

**Course Name:** UCC for Purchasing Professionals

**Course Length:** 1 Day

**Instructor:** Helen M. Pohlig

**About this Course:**

The Uniform Commercial Code provides much of the law that governs the purchase of goods. Although many of its terms can be over-ridden by agreement of the contracting parties, purchasing professionals should be familiar with this law and understand how it affects the acquisition of goods. This class will review the basic provisions of UCC Article 2 covering contract formation, contract performance and the remedies available in the event of a contract breach. Proposed revisions to UCC Article 2 will be highlighted.

*Recommended for: Buyers, purchasing managers and other supply professionals whose primary responsibilities involve the acquisition of goods.*

**Objectives:**

- Understand application of the UCC to goods contracts
- Apply basic requirements of contract formation and enforcement
- Identify UCC-based “gap-filler” provisions for goods contracts

**Benefits:**

- Improved goods-contracting abilities
- Minimized risk of entering into unenforceable contracts
- Ability to identify and include critical terms in goods contracts

**Category:** Legal Issues in Supply Chain Management

**Course Name:** Contracting 101 – The Basics

**Course Length:** 2 Days

**Instructor:** Helen M. Pohlig

**About this Course:**

Because purchasing professionals must ensure that contracts protect the interests of their organizations, the ability to understand contract clauses is a key skill. After a review of basic contract law, this class will address many of the standard terms found in most contracts. When offered as an on-site class, discussion will include key terminology and clauses taken from the sponsoring organization’s own contract language.

*Recommended for: Buyers, purchasing managers and other supply professionals seeking familiarity with and greater understanding of the standard terms and conditions found in most supply contracts.*

**Objectives:**

- Understand the legal context for contracting in the U.S.

- Explain basic requirements of contract formation and enforcement
- Increase understanding of common terms used in most contracts

**Benefits:**

- Greater confidence in and awareness of the role of contracting
- Minimized risk of entering into unenforceable contracts
- Improved ability to discuss and negotiate contract terms

**Category:** Legal Issues in Supply Chain Management

**Course Name:** Contracting 201

**Course Length:** 2 Days

**Instructor:** Helen M. Pohlig

**About this Course:**

After a brief review of contract law basics and a discussion of the various aspects of the solicitation process, this course will address issues that arise with different types of contracts as well as specific terms and conditions that may be appropriate for each. Included are discussions of the following types of contracts:

- Contracts for Goods
- Employment, Consulting & Other Service Agreements
- Software Contracts
- Design Professionals – Architects and Engineers
- Construction Contracts
- Confidentiality/Non-Disclosure Agreements

*Recommended for: Experienced supply professionals looking to gain a better understanding of solicitation procedures and additional knowledge of contracting issues affecting specific types of contracts.*

**Objectives:**

- Increase understanding of solicitation procedures (RFPs, RFQs, RFIs, etc.)
- Recognize differences between and among various contract types
- Increase understanding of critical terms for different types of contracts

**Benefits:**

- Improved ability to develop more complex contracts
- Minimized risk of inappropriate use of contract language
- Ability to identify and include critical terms in various kinds of contracts

**Category:** Legal Issues in Supply Chain Management

**Course Name:** Construction Law

**Course Length:** 2 Days

**Instructor:** Helen M. Pohlig

**About this Course:**

This course focuses exclusively on the legal environment and the legal aspects of contracting for construction projects. It begins with an overview of the law including general contract law and construction-specific legal provisions as well as the application of tort (personal injury) law to construction. Basics of contracting – contract formation, contract performance, contract remedies and agency relationships – are reviewed in the context of construction contracting.

The course also addresses the various contracts likely to be a part of any construction project, including agreements between the Owner and the Architect or Engineer, between the Owner and the Prime Contractor and between the Prime Contractor and any subcontractors. Specific contract terms, such as responsibilities of the respective parties, lien provisions, indemnification, and change orders, and their particular importance to construction contracting are emphasized.

*Recommended for: Supply professionals whose responsibilities currently or may in the future include construction projects.*

**Objectives:**

- Familiarize supply professionals with various aspects of law that affect construction contracting
- Identify legitimate contracting authority of various parties involved in a construction project
- Increase understanding of contract terms and documents commonly used in construction contracts

**Benefits:**

- Improved communication between supply professionals and their lawyers
- Improved control over unauthorized contracting
- Improved quality of contract documents resulting in better administration of construction projects