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CONTRACTS MANAGEMENT | CON-035

Interpreting Contract Clauses: Principles of Contract Interpretation

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Course content

Why Attend

Many contract disputes arise not because parties disagree about what happened, but because they disagree about what the contract means. Ambiguous wording, inconsistent clauses, undefined terms and conflicting documents can all lead to sharply different readings, and the outcome of a dispute may turn on how a single sentence is interpreted.

This Interpreting Contract Clauses training course explains the principles that courts, arbitrators and experienced practitioners use to determine the meaning of contract terms. Participants learn about the objective approach to interpretation, the role of context and commercial common sense, rules on documents of different priority, implied terms, contra proferentem and other canons of construction, and how to draft to reduce ambiguity.

Course Methodology

• The course uses many short clause examples and case studies of interpretation disputes. Participants analyse ambiguous wording, apply interpretation principles to reach reasoned conclusions, compare their reasoning with decided outcomes and redraft problem clauses to make them clear.

Course Objectives

• Explain why interpretation disputes arise in contracts

• Apply the objective approach to contract interpretation

• Use context, background and commercial purpose appropriately

• Resolve conflicts between contract documents and clauses

• Understand when terms may be implied into contracts

• Apply common canons of construction

Target Audience

• Contract and commercial managers

• Procurement professionals

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Course content

- Project managers
- Quantity surveyors and claims professionals

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Course outline

Detailed course outline

Day-by-day outline for Interpreting Contract Clauses: Principles of Contract Interpretation.

Day 1 - Why Interpretation Matters

- 09:00-10:00 | How interpretation disputes arise in practice
- 10:00-10:30 | Ambiguity, vagueness and drafting errors
- 10:30-11:00 | The cost of unclear contract language
- 11:00-11:30 | Coffee break
- 11:30-12:00 | Different legal traditions and interpretation approaches
- 12:00-12:30 | The role of courts and arbitrators in interpretation
- 12:30-13:00 | Reading contracts as a whole document
- 13:00-14:00 | Exercise: identifying ambiguities in sample clauses

Day 2 - Core Interpretation Principles

- 09:00-09:34 | The objective meaning of words to a reasonable reader
- 09:34-10:08 | Natural and ordinary meaning of language
- 10:08-10:42 | Context, factual background and commercial purpose
- 10:42-11:00 | Commercial common sense and its limits
- 11:00-11:30 | Coffee break
- 11:30-11:46 | Commercial common sense and its limits (continued)
- 11:46-12:20 | Pre-contract negotiations and subsequent conduct
- 12:20-12:53 | Correcting obvious mistakes in drafting
- 12:53-14:00 | Workshop: applying principles to disputed clauses

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Day 3 - Contract Documents and Conflicts

• 09:00-09:34 | Order of precedence and priority clauses

• 09:34-10:08 | Entire agreement clauses and their effect

• 10:08-10:42 | Conflicts between specifications and conditions

• 10:42-11:00 | Special conditions overriding standard terms

• 11:00-11:30 | Coffee break

• 11:30-11:46 | Special conditions overriding standard terms (continued)

• 11:46-12:20 | Incorporation of documents by reference

• 12:20-12:53 | Amendments and side letters

• 12:53-14:00 | Exercise: resolving conflicts between documents

Day 4 - Implied Terms and Canons of Construction

• 09:00-09:30 | When terms are implied into contracts

• 09:30-10:00 | Business efficacy and obviousness tests

• 10:00-10:30 | Terms implied by statute and custom

• 10:30-11:00 | Contra proferentem and its modern application

• 11:00-11:30 | Coffee break

• 11:30-12:00 | Contra proferentem and its modern application (continued)

• 12:00-12:30 | Specific over general and listing rules

• 12:30-13:00 | Interpretation of exclusion and limitation clauses

• 13:00-14:00 | Workshop: analysing implied term scenarios

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Day 5 - Definitions, Drafting and Practical Application

- 09:00-09:34 | Interpreting definitions and defined terms
- 09:34-10:08 | Meaning of words such as including, reasonable and best endeavours
- 10:08-10:42 | Conditions precedent and time limits
- 10:42-11:00 | Drafting techniques to reduce ambiguity
- 11:00-11:30 | Coffee break
- 11:30-11:46 | Drafting techniques to reduce ambiguity (continued)
- 11:46-12:20 | Preparing interpretation arguments in disputes
- 12:20-13:27 | Final exercise: interpreting a complex clause
- 13:27-14:00 | Personal action plan for contract interpretation

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Seminar dates

Available seminar dates

Live dates and pricing for Interpreting Contract Clauses: Principles of Contract Interpretation generated from the course details page.

Date	Location	Format	Fee
21 - 25 December 2026	London	Classroom	**€2,915**
7 - 11 December 2026	Barcelona	Classroom	**€2,275**
14 - 18 December 2026	Frankfurt	Classroom	**€2,175**
18 - 22 January 2027	London	Classroom	**€2,915**
25 - 29 January 2027	Barcelona	Classroom	**€2,275**
4 - 8 January 2027	Frankfurt	Classroom	**€2,175**
11 - 15 January 2027	Munich	Classroom	**€2,425**
22 - 26 February 2027	London	Classroom	**€2,915**
1 - 5 February 2027	Barcelona	Classroom	**€2,275**
8 - 12 February 2027	Frankfurt	Classroom	**€2,175**

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Seminar dates

Available seminar dates

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Date	Location	Format	Fee
15 - 19 February 2027	Paris	Classroom	**€2,810**
1 - 5 March 2027	London	Classroom	**€2,915**
8 - 12 March 2027	Barcelona	Classroom	**€2,275**
15 - 19 March 2027	Frankfurt	Classroom	**€2,175**
22 - 26 March 2027	Rome	Classroom	**€2,830**
12 - 16 April 2027	London	Classroom	**€2,915**
19 - 23 April 2027	Barcelona	Classroom	**€2,275**
26 - 30 April 2027	Frankfurt	Classroom	**€2,175**
5 - 9 April 2027	Vienna	Classroom	**€3,425**
17 - 21 May 2027	London	Classroom	**€2,915**

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Date	Location	Format	Fee
24 - 28 May 2027	Barcelona	Classroom	**€2,275**
3 - 7 May 2027	Frankfurt	Classroom	**€2,175**
10 - 14 May 2027	Amsterdam	Classroom	**€3,215**
21 - 25 June 2027	London	Classroom	**€2,915**
7 - 11 June 2027	Barcelona	Classroom	**€2,275**
14 - 18 June 2027	Frankfurt	Classroom	**€2,175**
5 - 9 July 2027	London	Classroom	**€2,915**
12 - 16 July 2027	Barcelona	Classroom	**€2,275**
19 - 23 July 2027	Frankfurt	Classroom	**€2,175**
26 - 30 July 2027	Dubai	Classroom	**€2,845**

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Seminar dates

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Date	Location	Format	Fee
9 - 13 August 2027	London	Classroom	**€2,915**
16 - 20 August 2027	Barcelona	Classroom	**€2,275**
23 - 27 August 2027	Frankfurt	Classroom	**€2,175**
2 - 6 August 2027	Geneva	Classroom	**€3,315**
20 - 24 September 2027	London	Classroom	**€2,915**
6 - 10 September 2027	Barcelona	Classroom	**€2,275**
13 - 17 September 2027	Frankfurt	Classroom	**€2,175**
25 - 29 October 2027	London	Classroom	**€2,915**
4 - 8 October 2027	Barcelona	Classroom	**€2,275**
11 - 15 October 2027	Frankfurt	Classroom	**€2,175**

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Seminar dates

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Date	Location	Format	Fee
18 - 22 October 2027	Kuala lumpur	Classroom	**€2,425**
1 - 5 November 2027	London	Classroom	**€2,915**
8 - 12 November 2027	Barcelona	Classroom	**€2,275**
15 - 19 November 2027	Frankfurt	Classroom	**€2,175**
22 - 26 November 2027	Madrid	Classroom	**€3,400**
13 - 17 December 2027	London	Classroom	**€2,915**
20 - 24 December 2027	Barcelona	Classroom	**€2,275**
27 - 31 December 2027	Frankfurt	Classroom	**€2,175**
6 - 10 December 2027	Munich	Classroom	**€2,425**
21 - 25 December 2026	Online / Live	Online / Live	**€1,625**

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Date	Location	Format	Fee
7 - 11 December 2026	Online / Live	Online / Live	**€1,625**
14 - 18 December 2026	Online / Live	Online / Live	**€1,625**
18 - 22 January 2027	Online / Live	Online / Live	**€1,625**
25 - 29 January 2027	Online / Live	Online / Live	**€1,625**
4 - 8 January 2027	Online / Live	Online / Live	**€1,625**
11 - 15 January 2027	Online / Live	Online / Live	**€1,625**
22 - 26 February 2027	Online / Live	Online / Live	**€1,625**
1 - 5 February 2027	Online / Live	Online / Live	**€1,625**
8 - 12 February 2027	Online / Live	Online / Live	**€1,625**
15 - 19 February 2027	Online / Live	Online / Live	**€1,625**

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Date	Location	Format	Fee
1 - 5 March 2027	Online / Live	Online / Live	**€1,625**
8 - 12 March 2027	Online / Live	Online / Live	**€1,625**
15 - 19 March 2027	Online / Live	Online / Live	**€1,625**
22 - 26 March 2027	Online / Live	Online / Live	**€1,625**
12 - 16 April 2027	Online / Live	Online / Live	**€1,625**
19 - 23 April 2027	Online / Live	Online / Live	**€1,625**
26 - 30 April 2027	Online / Live	Online / Live	**€1,625**
5 - 9 April 2027	Online / Live	Online / Live	**€1,625**
17 - 21 May 2027	Online / Live	Online / Live	**€1,625**
24 - 28 May 2027	Online / Live	Online / Live	**€1,625**

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3 - 7 May 2027	Online / Live	Online / Live	**€1,625**
10 - 14 May 2027	Online / Live	Online / Live	**€1,625**
21 - 25 June 2027	Online / Live	Online / Live	**€1,625**
7 - 11 June 2027	Online / Live	Online / Live	**€1,625**
14 - 18 June 2027	Online / Live	Online / Live	**€1,625**
5 - 9 July 2027	Online / Live	Online / Live	**€1,625**
12 - 16 July 2027	Online / Live	Online / Live	**€1,625**
19 - 23 July 2027	Online / Live	Online / Live	**€1,625**
26 - 30 July 2027	Online / Live	Online / Live	**€1,625**
9 - 13 August 2027	Online / Live	Online / Live	**€1,625**

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16 - 20 August 2027	Online / Live	Online / Live	**€1,625**
23 - 27 August 2027	Online / Live	Online / Live	**€1,625**
2 - 6 August 2027	Online / Live	Online / Live	**€1,625**
20 - 24 September 2027	Online / Live	Online / Live	**€1,625**
6 - 10 September 2027	Online / Live	Online / Live	**€1,625**
13 - 17 September 2027	Online / Live	Online / Live	**€1,625**
25 - 29 October 2027	Online / Live	Online / Live	**€1,625**
4 - 8 October 2027	Online / Live	Online / Live	**€1,625**
11 - 15 October 2027	Online / Live	Online / Live	**€1,625**
18 - 22 October 2027	Online / Live	Online / Live	**€1,625**

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1 - 5 November 2027	Online / Live	Online / Live	**€1,625**
8 - 12 November 2027	Online / Live	Online / Live	**€1,625**
15 - 19 November 2027	Online / Live	Online / Live	**€1,625**
22 - 26 November 2027	Online / Live	Online / Live	**€1,625**
13 - 17 December 2027	Online / Live	Online / Live	**€1,625**
20 - 24 December 2027	Online / Live	Online / Live	**€1,625**
27 - 31 December 2027	Online / Live	Online / Live	**€1,625**
6 - 10 December 2027	Online / Live	Online / Live	**€1,625**