COURSE BROCHURE

# Contract Risk and Liability

An advanced course on identifying and allocating contractual risk and analyzing liability, indemnity, limitation, security and insurance clauses, with hands-on contract review and redrafting.

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| Code | HT-LGL-115 |
| Category | Contracts & Legal Affairs |
| Duration | 1 week |
| Level | Advanced |
| City | Amsterdam |

## Introduction

A single poorly judged limitation or indemnity clause can turn a profitable contract into a loss many times its value. As contracts grow larger and supply chains more complex, contract teams have to read beyond the price: who carries each risk, up to what limit, and what the insurance really covers.

## Objectives

- Identify the sources of risk in a contract and allocate each to the party best able to manage it
- Analyze the consequences of breach and the categories of recoverable loss
- Draft and review limitation and exclusion clauses and their carve-outs
- Distinguish indemnities, warranties and liquidated damages and use each where it belongs
- Align contractual obligations with insurance policies and financial securities

## Who should attend

- Contract managers and legal counsel
- Risk and insurance managers in companies and government entities
- Project and commercial managers
- Procurement officers responsible for high-value contracts

## Skills you will develop

- Analyzing contractual risk and estimating its financial impact
- Reviewing and redrafting liability and indemnity clauses
- Aligning contracts with insurance and securities
- Managing notices and claims to contain exposure

## Learning Outcomes

- Build a contract risk register for a real contract with estimated exposure and a named risk owner
- Redraft a liability cap and an indemnity clause to protect the organization's position
- Identify gaps between what a party undertakes in the contract and what its insurance covers
- Prepare a short risk memo for the decision maker before contract signature

## Course Outline

### Day 1: A Method for Identifying and Allocating Contract Risk

- Sources of risk in a contract: scope, price, time, performance, counterparty and regulatory

environment

- Allocation principles: who controls the risk, who can bear or insure it, and what it costs to transfer
- Building the contract risk register and estimating exposure by probability, impact and expected value

### Day 2: Breach of Contract and Its Consequences

- Obligations of means and obligations of result, and express and implied warranties
- Remedies for breach: damages, specific performance, withholding performance, termination and the duty to mitigate
- Categories of loss: direct, indirect and consequential loss, loss of profit, and how legal systems treat them differently

### Day 3: Limitation of Liability and Indemnities

- Liability caps: aggregate and per-event caps, linking the cap to contract value, and carve-outs such as fraud and gross negligence
- Indemnity and hold harmless clauses: third-party claims, intellectual property, injury and property damage, and conduct of claims
- Knock-for-knock regimes in oil and gas service contracts and mutual waivers of consequential loss

### Day 4: Liquidated Damages, Supervening Events and Securities

- Liquidated damages and penalty clauses: pre-estimate of loss, caps, and the power of courts in some systems to adjust the amount
- Force majeure, hardship and change in law: definition, notice, effect on time and cost, and the right to terminate
- Financial securities: on-demand guarantees, parent company guarantees, retention and set-off rights

### Day 5: Insurance and Managing Risk During Performance

- Aligning the contract with insurance: third-party liability, professional indemnity, contractors' all risks, additional insured status and waiver of subrogation
- Managing risk after signature: time-bar notices, record keeping and early handling of claims
- Applied workshop in which each team reviews a services or supply contract, redrafts its liability and indemnity clauses and presents a risk memo to management

## Training methodology

Side-by-side analysis of alternative liability cap and indemnity wordings and the effect of each
Excel exercises to build a contract risk register and calculate financial exposure
Case studies of claims that arose from weakly drafted liability clauses
Workshop to redraft contract clauses and negotiate them between two teams

## Certification

Participants receive a Harbor Training Center certificate of attendance on completing the course.

## Upcoming dates

| City | Dates | Language | Fee |
|---|---|---|---|
| Amsterdam | 8 – 12 February 2027 | EN | EUR 5,500 |
| Amsterdam | 9 – 13 August 2027 | AR | EUR 5,500 |

Fees are per participant.

## Contact us


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To register and for details, scan the code or visit:

https://harbor4training.com/en/courses/contract-risk-liability