

# The Hong Kong Polytechnic University

## Subject Description Form

<b>Subject Code</b>	LGT5046
<b>Subject Title</b>	Contract Management
<b>Credit Value</b>	3
<b>Level</b>	5
<b>Normal Duration</b>	1-semester
<b>Pre-requisite / Co-requisite/ Exclusion</b>	Nil
<b>Role and Purposes</b>	To equip students with the knowledge and understanding of the forms and management of contractual relationships, specific emphasis being placed on ways to realize purchasing objectives through legal contracting, negotiation and management.
<b>Subject Learning Outcomes</b>	<p>Upon completion of the subject, students will be able to:</p> <ol style="list-style-type: none"><li>a. Recognize the different stages of a standard contract, from contract formation to its conclusion (full performance, termination, or novation).</li><li>b. Understand the key concepts related to contract law, with special attention to that of the Uniform Commercial Code (UCC) and the Vienna Convention on International Sales of Goods.</li><li>c. Understand the basic legal concepts in drafting commercial agreements [recognizing key points of drafting a “Joint Letter of Intent” by analyzing the legal issues discussed in <i>SCS Communications, Inc. v. Herrick Co., Inc.</i>, 360 F.3d 329 (2d Cir. 2004)].</li><li>d. Develop and review hands-on knowledge and understanding about Contract Management and Enterprise Contract Management, including but not limited to the review of the contemporary issues of Contract Management.</li><li>e. Comprehend the practical approaches, applications and skills that are required for managing contracts from their inception (pre-contract negotiation) to the conclusion of the contract; organizing, discharging and executing the duties and responsibilities in Contract Management; and finally resolving disputes between the contracting parties.</li><li>e. Examine major issues of legal risk exposure and risk management under the contract management spectrum.</li><li>f. Familiar with contract management to a level that is adequate for continued self-enhancement of knowledge and practical applications of the subject.</li></ol>

<p><b>Subject Synopsis/ Indicative Syllabus</b></p>	<p><b>Legal aspects of contracting:</b> what are the different stages of a standard contract? (from contract formation to its conclusion (full performance, termination, or novation); what are the key concepts that can commonly find in contract law? (with special attention to that of the UCC and the Vienna Convention on International Sales of Goods); how to draft commercial agreement, with a focus on “Joint Letter of Intent”.</p> <p><b>Dispute resolution and relationship strategies:</b> making and defending a claim, dispute resolutions.</p> <p><b>Overview of the management of contract:</b> definitions and common types of business contract, understanding and importance of contract management, contract life cycle, general guidelines for contract management, major threats and critical success factors of contract management, and specific roles and responsibilities under contract management.</p> <p><b>Pre-Contract Negotiation:</b> understanding, objectives and phases of contract negotiation; contract negotiation power and skills; roles of negotiator and negotiation tactics.</p> <p><b>Contract Management Framework and Practices;</b> contract management framework and practices in context and actions.</p> <p><b>Dispute Resolution and Management:</b> conflict and disputes, dispute handling, alternative dispute resolution, and dispute negotiation skills.</p> <p><b>Current Issues of Contract Management:</b> legal risks and management, legal remedies, standard form contract, relationship management, and enterprise contract management software solutions.</p>																																																						
<p><b>Teaching/Learning Methodology</b></p>	<p>The lectures cover the basic concepts and theories. Tutorial sessions allow students to discuss the lectures and present the application of different methods to manage contracts in smaller groups.</p>																																																						
<p><b>Assessment Methods in Alignment with Intended Learning Outcomes</b></p>	<table border="1"> <thead> <tr> <th rowspan="2">Specific assessment methods/tasks</th> <th rowspan="2">% weighting</th> <th colspan="6">Intended subject learning outcomes to be assessed (Please tick as appropriate)</th> </tr> <tr> <th>a</th> <th>b</th> <th>c</th> <th>d</th> <th>e</th> <th>f</th> </tr> </thead> <tbody> <tr> <td><b>Coursework</b></td> <td><b>50%</b></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Group Presentation</td> <td>25%</td> <td>✓</td> <td>✓</td> <td>✓</td> <td>✓</td> <td>✓</td> <td>✓</td> </tr> <tr> <td>Group Written Report</td> <td>25%</td> <td>✓</td> <td>✓</td> <td>✓</td> <td>✓</td> <td>✓</td> <td>✓</td> </tr> <tr> <td><b>Final Examination</b></td> <td><b>50%</b></td> <td>✓</td> <td>✓</td> <td>✓</td> <td>✓</td> <td>✓</td> <td>✓</td> </tr> <tr> <td>Total</td> <td>100 %</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>	Specific assessment methods/tasks	% weighting	Intended subject learning outcomes to be assessed (Please tick as appropriate)						a	b	c	d	e	f	<b>Coursework</b>	<b>50%</b>							Group Presentation	25%	✓	✓	✓	✓	✓	✓	Group Written Report	25%	✓	✓	✓	✓	✓	✓	<b>Final Examination</b>	<b>50%</b>	✓	✓	✓	✓	✓	✓	Total	100 %						
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<b>Student Study Effort Expected</b>	Class contact:	
	Lectures / Tutorials	39 Hrs.
	Other student study effort:	
	Preparation for lectures and tutorials	45 Hrs.
	Preparation for coursework and final examination	42 Hrs.
	Total student study effort	126 Hrs.
<b>Reading List and References</b>	<p><b><u>Main Reference Textbooks</u></b></p> <p>The Chartered Institute of Purchasing and Supply (2002), Project and Contract Management, CIPS</p> <p>Peter Siviglia (2013) Commercial Agreements: A Lawyer's Guide to Drafting and Negotiating, Part I. Drafting Commercial Agreements, Chapter 1. The ABC's of Drafting (COMAGREE § 1:1)</p> <p>West Law Database (2014), Law of Purchasing re “The obligation to negotiate in good faith” (LPURCH § 49:28); <i>Flight Systems, Inc. v. Electronic Data Systems Corp.</i> (1997) 112 F.3d 124; <i>SCS Communications, Inc. v. Herrick Co., Inc.</i> (2004) 360 F.3d 329</p> <p>Burt, D., Petcavage, S. and Pinkerton, R. (2010). ‘Supply management’. 8<sup>th</sup> Edition, McGraw-Hill/Irwin.</p> <p>Costantino, C.A. and Merchant, C.S. (1996). ‘Designing conflict management systems: A guide to creating productive and healthy organizations’. San Francisco: Jossey-Bass.</p> <p>Oliver, D. (2010). ‘How to negotiate effectively’. 3<sup>rd</sup> edition, Kogan Page.</p> <p>Saxena, A. (2008). ‘Enterprise contract management. A practical guide to successfully implementing an ECM solution’. J. Ross Publishing Inc., Florida.</p> <p>Yarn, D. H. (1995). ‘Dictionary of conflict resolution’. San Francisco: Jossey-Bass.</p> <p><b><u>Main Reference Journals</u></b></p> <p>The International Association for Contract &amp; Commercial Management National Contract Management Association – Journal of Contract Management Institute for Supply Management – Journal of Supply Chain Management</p> <p><b><u>Legislations</u></b></p> <p>Sale of Goods Ordinance (Cap 26) (Hong Kong) Uniform Commercial Code (U.S.) Vienna Convention on International Sales of Goods (international)</p>	