Course title: Contracts Law and Management			
Course Code: MPL 127	**No. of credits : 3**	**L-T-P Distribution** : 26-19-0	**Learning Hours**: 45
Pre-requisite course code and title (if any): None			
Course coordinator : Dr. Kavita **Course Instructor**: Dr. Manini Syali			
Contact Details:			
Course type: Core **Course offered in: Semester 2**			
Course Description : Contract gives the foundation of infrastructure projects. This course provides an advanced understanding of contract laws with respect to the infrastructure projects. Students will be exposed to foundations of contractual liability. The course will look into specific infrastructure contracts to get an understanding as to how different industries work. Infrastructure contracts of big projects need proper contract management. Students will be given an in depth understanding of contract management and the various processes attached with it. The course will go into professional understanding of possible conflict scenarios in project cycle and conflict resolution through case studies. The course taught through various case studies expose students to various sets of contract laws in infrastructure business.			
Course objectives 1. To provide an advanced understanding of contract law and its implications. 2. To analyse specific types of infrastructure contracts and its various forms. 3. To understand contract management and dispute resolution			

Course Content	**L**	**T**	**P**
Module 1: Principles of Contract Law	**8**	**2**	
a. Basic principles for Formation of Contract; b. Implied terms of Contract: Nabha Power Ltd. vs. PSPCL and Ors. (2018); c. Discharge of contracts: Force Majeure, Change Order, Change of Law, Jurisprudence on 'Time is of the Essence'; d. Compensation in Infrastructure Contracts; e. Specific Contracts; Agency, Indemnity, Guarantee, Bailment			
Module 2: Infrastructure Contracts	**6**	**8**	
a. Public Private Partnership Models(PPP); b. Joint Ventures; c. Management Contract; d. Work & Cost Contracts; e. Leasing out; f. Model Concession Agreements; g. Fee- Sharing Agreements; h. State Support Contracts; i. Security Trust Contracts; j. Share Pledge Contracts k. Powe Purchase Agreements (PPA) l. Green and Sustainable Infrastructure Contracts m. Drafting Specific Contracts : Types of Contract Clauses n. Mock Activity (Negotiating Contracts)			
Module 3: Contract Management	**5**	**5**	

a. Importance of Contract management b. Contract Management Theory: processes from a conceptual perspective c. Success Criteria for processes d. Upstream or Pre-award activities e. Creating Functional Team(s) for Risk Analysis & Contract Management f. Creating Templates for Contracts g. Creating Contract Management Processes h. Contract exit strategy –			

i. Dispute Resolution Planning and Processes j. Contract Training k. Hypothetical Case Scenarios			
Module 4:Conflict Resolution	**7**	**4**	
a. Alternative dispute resolution mechanisms – Arbitration, Mediation, Conciliation and Negotiation b. Arbitration and Conciliation Act, 1996 c. Arbitral Award d. Appeal e. Conciliation f. Forum Inconvenience (multijurisdictional issues) g. International Arbitration in Infrastructure Contracts: UNCITRAL, ICC, or LCIA rules h. Multi-Tiered Dispute Resolution Clauses i. International Investments and Infrastructure Projects			
Total	**26**	**19**	

Evaluation criteria:

1. Minor Test: Written Examination- 20% [Syllabus: Module 1 and 2]
2. Written Assignment: Drafting Specific Contracts- 20 % [Entire Syllabus]
3. Mock Negotiation-20 % [Entire Syllabus]
4. Major Test: Written Examination-40 % [Syllabus: Module 3-4]

Learning Outcomes:

Understand and Recall fundamental principles of contract law, particularly as applied to infrastructure projects, including key contractual concepts such as formation, discharge, and performance. [Minor Test, Major Exam]

Apply contract law principles to real-world scenarios, effectively using legal reasoning to draft, negotiate, and manage infrastructure contracts, taking into account risk allocation, regulatory requirements, and commercial interests.[Minor Test, Major Exam, Contract Drafting Exercise, Role Play]

Analyze various types of infrastructure contracts (e.g., PPP models, EPC contracts) and critique their strengths and weaknesses in achieving project goals. Identify potential legal issues and areas for improvement within contract management frameworks. [Research Paper, Presentation]

Evaluate contract management practices and dispute resolution mechanisms within infrastructure projects, considering the implications of contractual frameworks on project success, stakeholder interests, and legal compliance. [Minor Test, Major Exam, Case Study Analysis, Presentation]

Create structured, well-supported legal arguments and contract management strategies, formulating solutions to complex issues such as dispute resolution, risk mitigation, and regulatory compliance in infrastructure projects. [Research Paper, Contract Drafting Exercise, Presentation]

Pedagogical approach:

A combination of lecture based and problem based learning would be used. Case studies would be used for initiating discussions in the module on specific sectors.

Materials:

Module 1: Principles of Contract Law

Key Readings:

1. Anson's Law of Contract – Sir Jack Beatson FBA, Andrew Burrows FBA QC (Hon), and John Cartwright, 30th edn, OUP, 2016.
   Chapters on Formation of Contracts and Discharge of Contracts
2. Law of Business Contracts in India – Sairam Bhatt, Sage, 2009.
   Chapters on Specific Contracts (Agency, Indemnity, Guarantee, Bailment)
3. Keating on Construction Contracts – Stephen Furst & Sir Vivian Ramsey, 9th edn, Sweet & Maxwell, 2012.
   Section on Contractual Clauses and Dispute Mechanisms
4. Chitty on Contracts – H.G. Beale, 33rd edn, Sweet & Maxwell, 2018.
   Relevant sections on General Principles of Contract Law

Module 2: Infrastructure Contracts

Key Readings:

1. Law Relating to Infrastructure Projects – Piyush Joshi, Butterworths, 2003.
   Chapters on Public-Private Partnership Models and Joint Ventures
2. FIDIC Contracts: Law and Practice – Ellis Baker, Ben Mellors, Scott Chalmers, Anthony Lavers, Informa Law, 2019.
   Sections on EPC and BOT contracts
3. The Law and Business of International Project Finance – Scott L. Hoffman, 4th edn, Cambridge University Press, 2017.
   Relevant sections on concession agreements and financial structuring in infrastructure projects
4. Public-Private Partnerships: Principles of Policy and Finance – E. R. Yescombe, 2nd edn, Butterworth-Heinemann, 2011.
   Chapters on various PPP models and contractual frameworks

Module 3: Contract Management

Key Readings:

1. Contract Management: Core Business Competence – Ralf Steger and Bert Verworn, Springer, 2013.
   Chapters on Contract Creation, Templates, and Contract Management Processes
2. The NEC4 Contract – Nicholas Gould, ICE Publishing, 2017.
   Chapter on Contract Management and Risk Allocation
3. Contract and Commercial Management: The Operational Guide – International Association for Contract and Commercial Management (IACCM), Van Haren Publishing, 2013.
   Section on Contract Performance, Risk Management, and Claim Management
4. Building Contract Claims – David Chappell, 5th ed, Wiley Blackwell, 2018.

Chapter on Claims Management in Infrastructure Projects

Course Reviewers:

1. Dr. Ghazala Abidin, Associate Professor, School of Law, Manav Rachna University
2. Ms. Bunu Ghimire, Assistant Director (Legal), Nepal Insurance Authority, Government of Nepal