



International Commercial Agreements

The Firm's attorneys regularly counsel US and non-US businesses in expanding the reach of their products, services, and technologies around the globe through preparing, reviewing, and negotiating a wide range of international commercial agreements that are fairly balanced and in compliance with US and applicable foreign laws, regulations, and standards. We are routinely engaged by companies for matters involving buying agent, commercial agency, confidentiality and non-disclosure agreements (NDAs), consignment, distribution, executive, representative, reseller, managed inventory, manufacturing, occasional intermediary, selling agent, services, testing and evaluation, termination, toll manufacturing, and other commercial agreements. In addition to preparing agreements, we provide practical, business-focused advice on the underlying transactions and often guide clients from early-stage planning, due diligence research, risk assessment, and negotiations to enforcing or terminating international commercial agreements.

The Firm's attorneys are well-versed in issues that are routinely negotiated in international commercial agreements such as Incoterms®, the UN Convention on Contracts for the International Sale of Goods (Vienna Convention), and the rules of major arbitral forums including the International Chamber of Commerce (ICC), the International Centre for Dispute Resolution (ICDR), the London Court of International Arbitration (LCIA), and the Singapore International Arbitration Centre (SIAC), among others.

The Firm's International Commercial Agreements practice is led by our Founder and Managing Member, Jon P. Yormick, who has more than 30 years of experience handling international commercial agreements, including pre-dispute negotiations, as well as mediating, arbitrating, and litigating contentious matters arising from international commercial agreements, terms and conditions of purchase and sale, purchase orders, and transportation agreements. He is a member of the Torino-based International Distribution Institute (IDI), serving as the US Country Expert on Agency and a panelist at the IDI's 2024 annual conference held in Prague, Czechia, discussing the topic of *Managing the Relationship Between the Framework Distribution Agreement and the Contracts of Sale*. Mr. Yormick has also conducted seminars on topics such as *Writing and Negotiating International Commercial Agent and Distributorship Agreements* and *Expanding Globally: A Survey of International Contract Legal Issues*. The Firm is also involved with the American Bar Association, Section of International Law, International Contract Committee (ICC).

We prioritize each client's unique needs and objectives and address compliance with US, EU, UK, and other country import and export control laws and regulations, global trade sanctions, competition laws, and the specific requirements of each jurisdiction, including certified translation, execution formalities, apostille, and document legalization.

Our Experience

INTERNATIONAL COMMERCIAL AGREEMENTS

Drafted and revised various international commercial agreements incorporating the latest sanctions and global trade requirements, such as the EU “No Russia” clause and UK “No Re-Export to Russia” clause

Advised a Pennsylvania company and prepared an Exclusive Distribution Agreement to appoint a counterparty in Cote d'Ivoire to import and distribute agricultural drones throughout Africa

Advised a leading Italian fine pastry company and its US subsidiary on issues relating the US FTC rule prohibiting non-competition provisions and prepared an Employment Agreement for the US company president

Advised a North Carolina company and prepared a Non-Exclusive Reseller Agreement for the sale of its vulnerability assessment software and SaaS application to a major customer in the Kingdom of Saudi Arabia

Advised an Ohio chemical manufacturer and prepared a Purchase Agreement for the sale of chemical products to a distributor in Ukraine, including robust international trade sanctions compliance provisions

Advised an Ohio manufacturing of technical products for the energy sector and giving notice of repudiation by a Mexican counterparty of a multiyear Goods Framework Agreement and the client's rejection of pending orders, without liability to the client

Advised leading Amazon aggregator in the US and prepared standard International Supply Agreement and related Supplier Declaration for international trade compliance due

Advised an Australian communications equipment supplier and its New York subsidiary and prepared an Equipment Lease and Services Agreement for the lease of portable VHF radio sets to a Canadian lessee for the sublease of the radio sets to the Canadian Department of National Defence under a Public Works and Government Services Canada contract award and for the New York subsidiary, prepared an Authorized Strategic Reseller Agreement for a Chilean telecommunications counterparty

Advised a New York trading company and prepared Non-Exclusive Buying Agent Agreement, conforming to US Customs valuation rules, for the purchase and importation of goods from a Moroccan company

Advised an Ohio company in the negotiation and preparation of an Exclusive Distribution Agreement for the importation and distribution of Romanian natural gold mineral water

Advised an Ohio medical training device manufacturer and prepared an Exclusive Distributorship Agreement for the distribution of products in the People's Republic of China

Advised an Ohio window covering manufacturer on the consignment of products to a Canadian distributor under a Non-Exclusive Distributorship Agreement for Vendor-Owned Inventory

Advised a German private company regarding negotiations of a Joint Technology Development Agreement with a US partner

Advised an Ohio company and prepared a Distributorship Agreement for the importation and distribution of welding equipment from Finland

Advised a US technology company and prepared a Business Process Outsourcing (BPO) Agreement for services in Pakistan

IF YOU NEED REPRESENTATION IN AN INTERNATIONAL TRADE INVESTIGATION, ENFORCEMENT ACTION, OR COMPLIANCE ASSISTANCE, PLEASE CONTACT US AT INFO@YORMICKLAW.COM