

Contract Drafting Seminar – Fall 2009
Mike Reeslund

SYLLABUS

Class Schedule*

September 14	Week One – Introduction; Fundamentals of Drafting at the Micro Level
September 21	Week Two – Defined Terms
September 28	Week Three – Pricing and Payment Terms
October 5	Week Four – Representations and Warranties
October 12	Week Five – Covenants; Conditions
October 19	Week Six – First In-Class Negotiation Exercise; Term of the Contract; Termination Provisions
October 26	No class (Conflicting meeting for Reeslund)
November 2	Week Seven – Contractual Remedies; Distribute Mid-Term Takehome Exam
November 9	Week Eight – Preamble and Recitals; Boilerplate
November 16	Week Nine – Drafting and Negotiating on the Fly In-Class Exercise (<u>bring your computer</u>); Ethics of Drafting
November 23	Week Ten – Contract Review Exercise (Loan and Security Agreement); Advanced Drafting Topics
November 30	Week Eleven – Contract Review Exercise (Common Stock Underwriting Agreement); Advanced Drafting Topics
December 7	Week Twelve – Contract Review Exercise (Commercial Lease Agreement); Advanced Drafting Topics; Concluding Remarks; Distribute Final Takehome Exam

* Subject to change.

Reeslund Contact Information

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Required Text

Fox, Charles M., Working with Contracts – What Law School Doesn't Teach You (2nd ed., Practising Law Institute 2008) – Copies should be available in the Bookstore.

Grading

Short take-home drafting assignments (due Weeks Two, Three, Four, Five and Seven)	5%
Mid-Term Take-Home Exam (draft an employment agreement from a sample agreement)*	40%
Contract Review Exercises (Weeks Ten through Twelve)	5%
Final Take-Home Exam (draft a lease agreement from a sample agreement)*	<u>50%</u>
	<u>100%</u>

* Collaboration on Exams will not be permitted.

I generally do not grade on a curve, but I reserve the right to distinguish as appropriate among different levels of performance.

Course Objective

The objective of this course is to teach the skills and concepts necessary for the formation of contracts, with the ultimate goal that each student, by the end of the course, will have developed at least a basic level of competence, as well as confidence, in drafting contracts that reflect the objectives, expectations and agreements of the parties.