

Western State University College of Law

CONTRACTS DRAFTING

Course # 423A, CRN # [1045]

Spring semester 2013; classroom # [105]; one credit

Fridays, 5:00 – 7:00 p.m., see scheduled below

Prof. Steven E. Shube

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Office hours: By appointment

Required text: Tina L. Stark, *Contracts Drafting: How and Why Lawyers Do What They Do* (Aspen Publishers / Wolters Kluwer, 2007).

Course description / Learning Objectives: This course instructs the student, through written exercises, drafting assignments and real life examples, in applying the principles of contract law to planning, organizing, and preparing a written agreement that effectuates a client's intentions. It also provides instruction on issues of legal ethics related to transactions.

Prerequisites: Civil Procedure I & II, Contracts I & II, Criminal Law, Professional Skills I & II, Torts I & II, Property I & II, and Professional Responsibility

Required reading, with suggested approximate reading schedule:

<u>Class</u>	<u>Date</u>	<u>Topics</u>	<u>Read Textbook</u>
1	Jan. 25	Introduction; Translating the Business Deal into Contract Concepts; Parts of a Contract	Chapters 1-5
2	Feb. 1	Drafting Contract Parts: Preambles, Recitals, Words of Agreement; Definition Sections	Chapters 6-7
3	Feb. 8	Drafting Contract Parts: Action Sections, Representations and Warranties	Chapters 8-9
4	Feb. 22	Drafting Contract Parts: Covenants; Conditions; Discretionary Authority; Declarations	Chapters 10-12
5	March 1	Drafting Contract Parts: Will vs. Shall; Review Chart; Endgame Provisions	Chapters 13-15
6	March 8	Drafting Contract Parts: General Provisions; Signatures; Organizing Contract Provisions	Chapters 16, 17, 26
7	March 22	Drafting Clearly, Unambiguously and Ethically; Review	Chapters 18-21, 30

Grades: Your grade will be based on: (1) your statistically scaled score on the final examination (50%), and (2) your statistically scaled total score on six weekly written assignments (50%). However, I require attendance, preparation, and participation, so your grade may be reduced by up to 10% if you do not prepare for, attend and actively participate in class. You will be dropped from the course if you miss more than the equivalent of two full class sessions; missing any portion of any session will adversely affect your grade. You must personally sign the attendance sheet at each class session for your attendance to qualify.

Biweekly assignments: I will hand out an assignment at the end of each class session, and the assignment is due at the beginning of the next class session, beginning with the second class. Please do your own work (i.e., do not work in groups).

Final examination: The final examination will be a take-home exercise due by 12:00 p.m. P.S.T. on a date to be announced at the last class session. I will describe it further in the first class session, and will make the assignment available to you after the last class session but at least one week in advance of the due date.