



**COURSE OUTLINE**  
**CONTRACT DRAFTING §423A**  
**SUMMER 2014**  
***Professor Anne Lanphar***

- Class Begins:** June 6, 2014.
- Dates & Time:** Fridays: June 6, 13, 20, 27, July 11, 18 & 25  
5 p.m. – 7 p.m.
- Location:** Room 105
- Instructor:** Professor Anne Nelson Lanphar, Esq. J.D. [alanphar52@yahoo.com](mailto:alanphar52@yahoo.com)
- Required Texts:** *Drafting Contracts – How and Why Lawyers Do What They Do (Second Edition)* (Aspen Publishers, 2014. Author: Tina L. Stark. **PLEASE BRING THIS TEXTBOOK TO EVERY CLASS.**  
*Plain English for Lawyers* (Carolina Academic Press, 2005). Author: Richard C. Wydick.
- Course Description:** The purpose of this course is to acquaint students with the fundamentals of drafting contracts and related documents. Students are introduced to multiple concepts including: interviewing clients, avoiding ambiguity, using common style and usage, working with definitions, considering legal consequences, understanding document typography and layout, and reviewing and revising based on negotiations. Students will learn to draft various forms of commercial documents. At the conclusion of the course, students should have a strong understanding of the myriad of issues faced by and resources utilized by a transactional attorney.
- Tests:** There will be no in class tests *per se*. The “final” will consist of 2 graded documents prepared by the student outside of class and must be turned in electronically by the date specified in the Course Syllabus at the end of this document.
- Assignments:** The assignments are due by 5 p.m. on dates in the Course Syllabus. All assignments must be **typed and submitted electronically with the student’s name included in the document header**. Assignments may be turned in early for full credit. All assignments that are turned in late, handwritten or not observing delivery requirements will not be considered and given a ‘0’ grade.
- Student’s Original Work:** Unless otherwise instructed, graded assignments and the “final” documents must be the student’s own work and completed without assistance or conferring with any other individuals, including other students. Students are subject to the Honor Code.
- Classes:** The student have read the assigned chapters and prepared, in writing, all assigned *Exercises* before each class and be prepared to discuss their work. Students must bring the Drafting Contracts textbook to each class.

- Attendance:** Attendance is subject to the School's attendance policy and will be taken at the beginning of each class.
- Course Requirements:** Each assignment will constitute 25% of the final grade. Extra credit will be awarded for class participation.
- Office Hours:** Office hours are by appointment only. A student may request an appointment by sending an email to the address noted above.
- Course Website:** **Students are required to enroll** on the Lexis/Nexis Web Courses at [www.lexisnexis/lawschool/webcourses](http://www.lexisnexis/lawschool/webcourses). Log on with your password, then click on Launch Web Courses. Click on the Courses tab. Click on the Browse Course Catalogue. Go to Professor Lanphar's "Drafting Contracts" course and click on "enroll" and follow the instructions. The website will be regularly updated with the required Assignments, sample documents, announcements, copies of Class PPT's and articles of interest. **Students are responsible for checking the Web Site regularly.**

COURSE SYLLABUS		
SESSION	TOPIC	ASSIGNMENT
Class 1	A Philosophy of Drafting; Contract Drafting; An Overview; General Formatting	Chapters 1, 2, 26 & 27 Prepare Exercise 26-2 & 27-1
Class 2	Getting Started; Drafting Clearly; Determining Substance	Chapters 18, 19, 20, 21, 22 & 23 Prepare Exercise 18-1 thru 18-7 <b>Assignment 1<sup>1</sup> Due</b>
Class 3	Contract's Parts; Introduction & Definitions;	Chapters 5, 6, 7, 8 & 28 Prepare Exercise 28-1
Class 4	Translating a Deal into a Contract; Adding Value; Reviewing a Contract	Chapters 3, 4, 9, 10, 11 & 12
Class 5	Drafting Issues; Ethical Considerations	Chapters 8, 13, 14, 15 & 30 <b>Assignment 2<sup>1</sup> Due</b>
Class 6	General Provisions and Signatures; Drafting Clearly; Adding Value	Chapters 16, 17 & 25 Prepare Exercise 17-1
Class 7	Amendments, Consents & Waivers Discussion of Final Assignments	Chapter 29 <b>Final Assignments 3 &amp; 4<sup>1</sup> are due by 5 pm *Friday August 4, 2014</b>

**NOTE:** Any changes to the foregoing syllabus or requirements will be noted on the Course Website.

<sup>1</sup> All assignments will be discussed in the class when assigned and posted on the Course Website. However, information will be provided in class which will be necessary to complete the assignments.