

SUBJECT DETAILS

Data on the subject	
Name	Advanced Legal Writing: Drafting Business Transactions
Degree	Postgraduate in Master in International and European Business Law
Year	2015-16
Nature	Spring
ECTS Credits	20 HOURS = 2 CREDITS
Department	Law
Area	Law
Teaching staff	Cristina Calvo

Data on the teaching staff	
Teaching staff	CRISTINA CALVO ORTEGA
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Office	Ashurst LLP, Calle Alcalá 44, 28014 Madrid
Tutoring Schedule	Upon request from students

SPECIFIC DATA ON THE SUBJECT

Pre-requisites
None
Contribution of the degree to the professional profile
Writing legal documents in a clear and commercially sound manner is a key skill in the professional world these days.

COMPETENCES TO BE IMPROVED

What skills you'll gain from this class:
You will learn the mains aspects to be taken into account when drafting legal documents and, most importantly, how market trends impact on your options as a lawyer.

THEMATIC AREA AND CONTENT

AREA 1: ADVANCED LEGAL WRITING: DRAFTING BUSINESS TRANSACTIONS	
Theme 1: INTRODUCTION TO CONTRACT DRAFTING	
1.1	Preamble
1.2	Recitals
1.3	Words of Agreement
1.4	Definitions
1.5	Actions sections
1.6	Other substantive provisions (representations, warranties, covenants, rights, conditions, etc.)
1.7	Endgame provisions
1.8	General provisions
1.9	Signature lines
AREA 2: ADVANCED LEGAL WRITING: DRAFTING IN THE CONTEXT OF REAL ESTATE TRANSACTIONS	
Theme 1: INTERNATIONAL RE INVESTMENTS	
1.1	What are the international RE investments taking place at the moment: market evolution as a driver for transactions and the effects of the RE crisis on investors' appetite.
1.2	Assessing a RE investment: recurring income and appreciation of the asset over time.
1.3	Preparing for an asset purchase: NDA, Exclusivity, Due diligence.
1.4	The Purchase Agreement: key provisions.
Theme 2: DRAFTING AN ASSET PURCHASE AGREEMENT – WORKSHOP	
2.1	Parties and Recitals
2.2	Object and price.
2.3	Conditions precedent, conditions subsequent (third party consents, authorisations)
2.4	Representations and Warranties.
2.5	Debate
Theme 3: REAL ESTATE TRANSACTIONS	
3.1	International Real Estate Transactions: real estate as an asset class
3.2	International Real Estate Investment Funds: who they are and what they do
3.3	A bit of background: what has RE meant for the Spanish economy and where we are now.
3.4	RE Investment Funds targeting Spain: what they are looking for and why

BIBLIOGRAPHY AND RESOURCES

Basic Bibliography
Text books
Derecho Mercantil Inmobiliario – Editorial Bosch
Chapters of books

Articles
Spain re-enters the game – Property EU Bargain Hunters turn to Spain – Property EU Retail investors head south – Property EU Europe's distress is a US game – Property EU Joint ventures entre promotores españoles y fondos de inversión extranjeros – Irea inmobiliario
Websites
Urbanland.ULI.org
Notes
Teacher's internal materials on legal writing Teacher's own practice precedents regarding asset acquisitions and disposals
Other material
Revista Funds People España
Additional Bibliography
Text books
Chapters in books
Articles
Websites
Notes
Other material

TEACHING METHODOLOGY

General methodological aspects of the subject
Contact hours methodology: Activities
Independent study methodology: Activities

SUMMARY OF STUDENT WORK HOURS			
Activity	Number of class hours	Number of independent study hours	Total number of hours
Lecture	4		
Practical class	2		
Debate	4		
In class presentation	3		
Individual work	3		
Work in collaboration	2		
Evaluation: one minute paper			
Evaluation: class test			
Evaluation: exam	2		
Evaluation: exam review			
Others		30	
ECTS Credits:	2	3	

GRADE EVALUATION AND CRITERIA

Evaluation Activities	Generic Competences	Indicators	Evaluation Weighting
Individual work		Attendance, having read materials in advance	12%
Work in collaboration		Participation in practical cases in class with designated team	10%
Debate		Participation in class debates	5%
Class presentation		Presentation of designated negotiating position	13%
Evaluation: one minute paper			
Evaluation: class test			
Evaluation: exam (final)			50%
Attendance			10%