



## FICHA TÉCNICA DE LA ASIGNATURA

Datos de la asignatura	
Nombre completo	Redacción legal avanzada: Documentación de transacciones comerciales /Advanced Legal Writing: Drafting Business Transactions
Código	E000001236
Título	<a href="#">Máster Universitario en Derecho Internacional y Europeo de los Negocios (International and European Business Law)</a>
Impartido en	Máster Universitario en Derecho Internacional y Europeo de los Negocios [Primer Curso]
Créditos	2,0 ECTS
Carácter	Obligatoria
Departamento / Área	Máster Universitario en Derecho Internacional y Europeo de los Negocios

Datos del profesorado	
Profesor	
Nombre	Cristina Calvo Ortega
Departamento / Área	Centro de Innovación del Derecho (CID - ICADE)
Correo electrónico	ccalvo@icade.comillas.edu

## DATOS ESPECÍFICOS DE LA ASIGNATURA

### Contextualización de la asignatura

### Competencias - Objetivos

Competencias	
GENERALES	
CG02	Capacidad de comunicación oral y escrita
CG04	Capacidad de resolución de problemas
CG05	Capacidad de toma de decisiones
CG06	Capacidad de trabajo en equipo
CG07	Capacidad de trabajo en un contexto internacional
CG09	Conciencia de la relevancia del compromiso ético
CG12	Capacidad de aplicar los conocimientos teóricos a la práctica



<b>CG13</b>	Capacidad de negociación
<b>ESPECÍFICAS</b>	
<b>CE04</b>	Dominar las principales normas de derecho comunitario y de derecho internacional con relevancia para el desarrollo de negocios internacionales
<b>CE09</b>	Ser capaz de diseñar estrategias pre-contenciosas (o preventivas) adecuadas a la tutela del buen desarrollo de negocios internacionales en el ámbito de la UE
<b>CE10</b>	Ser capaz de diseñar estrategias contenciosas y procesales ante órganos jurisdiccionales nacionales, comunitarios y/o de resolución alternativa de disputas comerciales internacionales (así como su coordinación)
<b>CE11</b>	Conocer la estructura de las cuentas e informes financieros y ser capaz de extraer sus implicaciones jurídicas, tanto en el ámbito tributario como en el marco de cualquier litigio comercial o societario
<b>CE12</b>	Dominar las técnicas avanzadas de redacción de documentación jurídica en inglés, especialmente en el ámbito contractual y societario
<b>CE13</b>	Dominar las normas éticas y deontológicas aplicables en un entorno internacional, especialmente en materia de confidencialidad y secreto profesional

## BLOQUES TEMÁTICOS Y CONTENIDOS

## BIBLIOGRAFÍA Y RECURSOS

## METODOLOGÍA DOCENTE

**Aspectos metodológicos generales de la asignatura**

## RESUMEN HORAS DE TRABAJO DEL ALUMNO

<b>HORAS PRESENCIALES</b>
<b>HORAS NO PRESENCIALES</b>
<b>CRÉDITOS ECTS: 2,0 (0 horas)</b>

## EVALUACIÓN Y CRITERIOS DE CALIFICACIÓN

En cumplimiento de la normativa vigente en materia de **protección de datos de carácter personal**, le informamos y recordamos que puede consultar los aspectos relativos a privacidad y protección de datos



# COMILLAS

UNIVERSIDAD PONTIFICIA

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**GUÍA DOCENTE  
2019 - 2020**

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## SUBJECT DETAILS

Data on the subject	
Full Name	Advanced Legal Writing: Drafting Business Transactions
Code	E000001236
Degree	Postgraduate in Master in International and European Business Law
Year	2019-20
Nature	Spring
ECTS Credits	2
Department	Law
Area	Law
Teaching staff	Cristina Calvo Ortega

Data on the teaching staff	
<b>Teacher</b>	
Name	Cristina Calvo Ortega
Department / Area	
e-mail	<a href="mailto:ccalvo@comillas.edu">ccalvo@comillas.edu</a>
Telephone	+34 91 364 98 00
Tutoring Schedule	Upon request from students

## SPECIFIC DATA ON THE SUBJECT

Framework of the subject
<b>Pre-requisites</b>
None
<b>Contribution of the degree to the professional profile</b>
The class is a lesson on legal writing, but within a very specific business context: the real estate market. Students will learn not just how important it is to structure contracts properly and use the right legal terms, but will do so from a business perspective, focusing on how to protect their client's interest better depending on the market situation they are in and how much leverage they have as a result. The class also includes practising negotiation skills and how to reach a satisfactory deal for all parties involved

## Competences - Goals

## Competences to be developed

### Generic Competences

GC 2: Ability to communicate orally and in writing

GC 4: Problem-solving skills

GC 5: Decision-making skills

GC 7: Ability to work in an international context

### Specific Competences

SC 12 Mastering advanced techniques of drafting legal documents in English, especially in the contract and corporate field.

## COURSE SYLLABUS AND CONTENT

### 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

##### Theme 2. International re investments

- 2.1 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.
- 2.2 Assessing a RE investment: recurring income and appreciation of the asset over time.
- 2.3 Preparing for an asset purchase: NDA, Exclusivity, Due diligence.

2.4 The Purchase Agreement: key provisions.

Theme 3. Drafting an asset purchase agreement – workshop

3.1 Parties and Recitals

3.2 Object and price.

3.3 Conditions precedent, conditions subsequent (third party consents, authorisations)

3.4 Representations and Warranties.

3.5 Debate

Theme 4. Real estate transactions

4.1 International Real Estate Transactions: real estate as an asset class

4.2 International Real Estate Investment Funds: who they are and what they do

4.3 A bit of background: what has RE meant for the Spanish economy and where we are now.

4.4 RE Investment Funds targeting Spain: what they are looking for and why

**AREA 2. Test**

## TEACHING METHODOLOGY

### General methodology of the subject

#### Contact hours methodology: Activities

Class will be highly practical. Students are expected to actively participate and be proactive in the different activities and discussions we undertake in class.

#### Outside class methodology: Activities

Students are expected to complete all out of class activities and come to class prepared to participate.

## SUMMARY OF STUDENT WORK HOURS

NUMBER OF CONTACT HOURS						
Lecture	Practical class	Debate	In class presentation	Individual work	Work in collaboration	Evaluation : exam
8	5	3	1	1	1	1

### NUMBER OF INDEPENDENT WORK HOURS

Lecture	Practical class	Debate	In class presentation	Individual work	Work in collaboration	Evaluation : exam
10	15			5		
<b>ECTS CREDITS: 2 (50,00 hours)</b>						

## GRADE EVALUATION AND CRITERIA

Evaluation Activities	Indicators	Evaluation weighting
Individual work	Reading materials in advance	5%
Debate	Participation in class debates	5%
Class presentation	Presentation of designated negotiating position	10%
Evaluation: class test		20%
Evaluation: exam (final)	There are three questions related to the same case study, each question is worth 33.3%.	50%
Attendance	Regular attendance to classes – control by signature of a daily sheet	10%

## BIBLIOGRAPHY AND RESOURCES

### Basic Bibliography and Resources

**TEXT BOOKS**

Derecho Mercantil Inmobiliario – Editorial Bosch

**SUGGESTED 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**

[www.Urbanland.ULI.org](http://www.Urbanland.ULI.org)

**OTHER MATERIAL**

Revista Funds People España