

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	2024-25
Nature	Spring
ECTS Credits	2
Department	Law
Area	Law
Teaching staff	Cristina Calvo Ortega

Data on the teaching staff	
Teacher	
Name	Cristina Calvo Ortega
Department / Area	
e-mail	ccalvo@comillas.edu
Telephone	+34 91 364 98 00
Tutoring Schedule	Upon request from students

SPECIFIC DATA ON THE SUBJECT

Framework of the subject
Pre-requisites
None
Contribution of the degree to the professional profile
<p>The class is a lesson on legal writing within a very specific business context: the real estate market. Students will learn not just how important it is to draft and structure contracts and advice properly as well as to use the right legal terms, but will do so from a business perspective, focusing on how to protect their client's interests 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.</p>

Competences - Goals

Competences to be developed

Generic Competences

CG 2: Ability to communicate orally and in writing, making legal documents understandable for non-lawyers

CG 4: Initiative and problem-solving skills

CG 5: Decision-making skills

CG 7: Ability to work in an international context

CG09: Conscience of the relevance of an ethical compromise

Specific Competences

SC 12 Mastering advanced techniques of drafting legal documents in English, contracts and advice in particular, within the corporate field.

COURSE SYLLABUS AND CONTENT

Content

Area 1. Advanced legal writing: Drafting business transactions

Part 1. Drafting agreements

- Preamble
- Recitals
- Words of Agreement
- Definitions
- Actions sections
- Other substantive provisions (representations, warranties, covenants, rights, conditions, etc.)
- General provisions
- Signature lines

Part 2. Drafting advice

- Legal writing principles based on the neuroscience on how the human brain absorbs and processes information: 5 main guidelines and 5 tips to de-clutter language.

Part 3. The importance of incorporating context

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

- International Real Estate Investment Funds: who they are and what they do
- A bit of background: what has RE meant for the Spanish economy and where we are now.
- RE Investment Funds: what they are looking for and why

Drafting an asset purchase agreement – workshop

- Parties and Recitals
- Object and price.
- Conditions precedent, conditions subsequent (third party consents, authorisations)
- Representations and Warranties.
- Negotiation training.

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	Negotiation	In class presentation	Individual work	Work in collaboration	Evaluation : exam
8	4	1	0	4	1	2
NUMBER OF INDEPENDENT WORK HOURS						
Lecture	Practical class	Negotiation	In class presentation	Individual work	Work in collaboration	Evaluation : exam
10	2			10	1	2
ECTS CREDITS: 2 (50,00 hours)						

GRADE EVALUATION AND CRITERIA

Evaluation Activities	Indicators	Evaluation weighting
Individual work	Reading materials in advance	0%

Continuous evaluation	Participation in class	5%
Continuous evaluation: mid-class test (in-class)	Drafting	35%
Continuous evaluation (not graded): case study (in-class)	Representations and warranties	0%
Evaluation: exam (final)	<p>Part 1: first question is worth 2 points, the other 3, one point each. Total: 5 points.</p> <p>Part 2: the executive summary is assessed based on whether the complication has been correctly identified, as well as the solution alternatives, the structure is visually friendly (bullet points, etc.) and the writing de-cluttered (ie. not dense). Total: 5 points.</p>	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

- Articles about current RE market in Spain's main newspapers (El Mundo, El País, ABC, etc.) or in the international press;
- Current articles on Property EU magazine.
- Funds People magazine.

WEBSITES

Look for Reports on latest Global Real Estate Outlook in the following websites and read at least one:

www.Urbanland.ULI.org

www.jll.co.uk

www.savills.com

www.cbre.com

www.globalpropertyguide.com

OTHER MATERIAL

List of documentaries about the GFC which is in the materials section – it is compulsory to watch them before the 4th class.