BUSINESS TRANSACTIONS AND DOCUMENT DRAFTING
(A Skills-Based Seminar & Workshop)

University of Florida Levin College of Law
Law 6802
Spring Term – 2017

COURSE SYLLABUS

ADJUNCT FACULTY / INSTRUCTORS / COACHES:
Daniel H. Aronson (Leader, Organizer & Coordinator) – Partner | Berger Singerman LLP
Louis T. M. Conti – Partner | Holland & Knight LLP
Gardner F. Davis – Partner | Foley & Lardner LLP
Gregory C. Yadley – Partner | Shumaker, Loop & Kendrick LLP

CLASS DAY, TIME AND ROOM:
Wednesdays – 1:00 pm to 2:50 pm (commencing January 11, 2016)
Classroom – 355D (Holland Hall)

BOOKS AND MATERIALS: The principal books and resource materials for this course are:
Course Materials Book (Volumes I and II) (compiled and edited by Daniel H. Aronson)
Documents & Forms Supplement (accessible solely via the Course TWEN site)
Practical Law (Thomson Reuters) Forms, Practice Pointers, Toolkits, Checklists & Resources

Additional articles, outlines, documents, exercises, databases and other resources will be introduced and provided from time to time throughout the term (via in-class handouts, TWEN site posting and data base logins). Students are urged and expected to read regularly (daily) The Wall Street Journal (a form for discounted student and online subscriptions will be provided during our first class).

PREREQUISITES: The Course – a two credit skills-based seminar and workshop – is limited to 20 law students, with registration preference (based on submitted applications and a point system) given to 3Ls who have completed certain courses (Unincorporated Business Enterprises, Securities Regulation and Mergers & Acquisitions). In addition, the Course is only available to students who have completed the Legal Drafting course and either the Corporations or Business Associations Survey course.

CLASS PREPARATION AND ATTENDANCE; ASSIGNMENTS; GRADING: Because the class meets only once each week, and given the skills-based, drafting-focused and “hands-on” interactive nature of the Course and planned exercises, both advance preparation for and attendance at ALL classes are essential to the incremental learning experience. Students are expected to read all assigned materials (per the detailed Course Schedule & Reading Assignments outline to be distributed during our first class and as posted on TWEN and as otherwise assigned by faculty) in advance of each class. Drafting exercises and certain other assignments will be distributed (and then submitted by students, and reviewed and “scored” by faculty) – both in class and via TWEN site (“Assignments & Quizzes”) submission/posting – throughout the term. There is no Final Exam for this Course. Each student’s final grade will, subject to the law school’s applicable grading curve, be based on a composite of all "scored"/graded drafting assignments, as well as thoughtful and meaningful participation and performance in class (including in our five planned in-class drafting exercises). Please see the Course “Ground Rules & Administrative Matters” accompanying this Syllabus and posted on the TWEN site.
GROUND RULES & ADMINISTRATIVE MATTERS

Attendance, Participation, Professionalism & Respect. Students are required to attend every class (barring emergency or illness excused in advance) and to be prepared for and participate in all class discussions, exchanges and exercises. Please be and stay engaged, informed and committed. Advance preparation includes reading and thoughtfully considering all assigned material and thinking about and preparing responses (including drafts) to assigned questions and exercises. In class, you are expected (i) to volunteer, willingly respond and to participate when called upon and (ii) to conduct yourself professionally, and to respect and be courteous to your fellow classmates (and faculty).

Reading Assignments. The detailed Course Schedule & Reading Assignments outline (posted on TWEN and to be distributed during our first class) lists the reading (and some skimming) material assigned, on an advance, class-by-class basis, over the course of the spring term. This list (and your advance review and reading assignments) will be updated, revised and supplemented from time to time, either in class by the assigning faculty member or via periodic posting on TWEN. Importantly, your faculty relies heavily on the assumption that each student will timely complete all assigned reading in advance of the relevant class.

Grading (and Assignment “Scoring”). Your final grade in this Course will be based on:
- 90% - Performance (Composite Scores) on Homework Assignments
- 10% - Class Participation (including timeliness, preparation, respect, thoughtfulness, meaningful engagement, respect and performance, in the Course Coordinator’s discretion)

Preparing and Submitting Homework Assignments. All homework exercises and assignments (seven are planned) will be assigned and submitted solely via the Assignments & Quizzes link on the Course TWEN site. Please review and follow carefully the “Guidelines for Preparing and Submitting Homework Assignments” posted on the Course TWEN site (at the beginning of the Assignments & Quizzes link).

Note on Deadlines: Your faculty reserves the right not to accept any assignment which is submitted late (i.e., after the posted “due” date and time). If a faculty member determines to accept a tardy submission, the “score” for that submission may automatically be lowered by 10%.

Collaboration; Use of Forms, Precedents and External Resources; Doing your Own Work (Honor Code). In general, all scored/graded work, exercises and assignments in this Course will be individual in nature (with each student expected to do his or her own work). When you are expected to work in pairs or teams, the assigning faculty member will make that clear. There will be much class discussion about the proper role, scrutiny and use of forms, precedent documents and other resources in document preparation, drafting and negotiation. At best, a form is only a starting point. Using a form, precedent or drafting resource is not the same thing as using (or basing one’s work on) another student’s work, drafting effort or responses (the latter is impermissible plagiarism), whether from this or a previous offering of this course. If you have any questions about this, please ask. The honor code applies to this Course and all student work on and submissions of exercises and assignments.

Office Hours; Meetings with Faculty. The four members of your course faculty are full-time practicing attorneys who work (and live) outside the Gainesville area. Generally, an “on duty” adjunct will be at the law school each Wednesday during the term approximately two hours before and one to two hours after each class. Occasionally, the faculty may be on campus other days and times as well. We will maintain an “open door” policy while at the law school (in our assigned faculty office – Room 362, Holland Hall, subject to change by the law school), seeing students on a “first come, first (re)served” basis. If you desire to schedule an appointment, please contact the instructor teaching the class the week in question to arrange a mutually convenient time to meet. In addition, as part of the Course, we encourage each student to meet with each of the four adjunct faculty members (at least once outside of class).