

LAW 6930 - Real Estate Document Drafting

Spring 2019 Syllabus

Warnings: This Syllabus is neither a contract nor an offer, and the Professor may alter it at any time.
No attorney-client relationship is created by participation in this course, access to the course website, or otherwise.
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Professor:

Philip N. Kabler, Esq.

Email: pnkabler@law.ufl.edu

Office: To be determined

Telephone #: (352) 273-0660 (Faculty and Academic Support)

Office Hours:

Office hours will be conducted on Thursdays from 6:00 p.m. (approximately) – 7:00 p.m., and by appointment. While not required, in order to permit students sufficient time for individual attention, arrangements to meet during office hours should be scheduled in advance whenever possible. Given that the instructor is a practicing attorney, office hours may be changed from time-to-time.

Required Textbook:

Basic Legal Drafting: Litigation Documents, Contracts, Legislative Documents,
Rutledge, Anne, available from Createspace (<https://www.createpace.com/4050394>)
or www.amazon.com (by title) (“BLD”)

Other required readings from readily available sources (e.g., internet) may be assigned during the course.

Recommended Book:

The Checklist Manifesto, Gawande, Atul, Metropolitan Books/Henry Holt and Company (ISBN 978-0-8050-9174-8)

Make sure to get the most recent version of each book. Photocopies are prohibited.

Website:

The course has a Canvas website. The website can be accessed by going to <http://elearning.ufl.edu/> and using your GatorLink username and password to log in. Use of this website is required. On the website students can access the course’s Calendar, Syllabus, Announcements, Files (course materials), Discussions, and other information. Students should access the website frequently to check for any new announcements.

Announcements During the Semester:

Important announcements will be posted on the website. It is critical that you frequently check the course Canvas website throughout the semester. Announcements will include important course policies.

Discussions Board:

There is a Discussions board on the website. Please use the Discussions board to post substantive and administrative questions that will benefit the entire class. Do not post questions about individual matters. Please send an email if you have a question pertaining to your own course or related personal matters. Any Student posting that is frivolous, rude, vulgar, commercial in nature, more of a personal matter than for the class as a whole, or that the Professor otherwise deems to be inappropriate, will be removed. Postings will be removed as they become outdated.

Attending Class:

Tuesdays, 1:00 p.m. to 2:50 p.m., in Holland Hall 285D.

Attendance and Make-Up Assignments:

Requirements for class attendance and make-up exams, assignments, and other work in this course are consistent with university policies that can be found at:

<https://catalog.ufl.edu/ugrad/current/regulations/info/attendance.aspx>

WARNING:

The lectures and original materials created by the Professor are your Professor's property, and are protected by applicable intellectual property rights (including copyright). The lectures and original materials created by the Professor shall not be used for any commercial purpose. Violation subjects you to various penalties, including termination of all TWEN privileges. Your access to the website cannot be transferred to anyone else who may use that access for a commercial purpose.

Classroom Accommodation:

The University requires that the following statement be placed on every syllabus: "The University of Florida is committed to providing equal educational access to students with disabilities. As you are developing and/or updating your syllabi for the spring semester, please take a moment to review the university's "[Policy on Course Syllabi](#)" which specifies the inclusion of the following recommended statement related to accommodations for students with disabilities: "Students with disabilities requesting accommodations should first register with the Disability Resource Center (352-392-8565, www.dso.ufl.edu/drc/) by providing appropriate documentation. Once registered, students will receive an accommodation letter which must be presented to the instructor when requesting accommodations. Students with disabilities should follow this procedure as early as possible in the semester." So, if you have a disability and follow the University's process for certifying to me what you need in the way of accommodations, the Professor will be more than happy to make any reasonable accommodations.

About the Professor:

Philip N. Kabler is a real estate, business, and banking attorney practicing in Gainesville, Florida. Professor Kabler holds law licenses in Florida, Connecticut, and Virginia (Associate Status), as well as admissions to various Federal Courts including the United States Supreme Court. He graduated from Brandeis University (Waltham, MA) in 1982, Magna Cum Laude with High Honors in Philosophy, and from the University of Pennsylvania Law School

(Philadelphia, PA) in 1985. Prof. Kabler has practiced since 1985 in both law firm and in-house settings in Norfolk, VA, Hartford, CT, Miami, FL, and Gainesville, FL. From 1995-1999 he was an administrator with the Florida Department of Juvenile Justice. Prof. Kabler has taught at the University of Florida Levin College of Law in 2011-2017 (Law 6930 - Real Estate Document Drafting), and at the Warrington College of Business Administration from 2007-2013 and 2018 (BUL 4310 - Legal Environment of Business), 2016 (BUL 6930 - Law for Entrepreneurs), and 2016-2018 (BUL 6516 - Law of Real Estate Transactions. He is the Faculty Advisor for the UF TED Club. Throughout his career Prof. Kabler has been involved in a large variety of professional, community, and arts activities, including in board and officer capacities. He is a member of the Academy of Legal Studies in Business, the Santa Fe College Center for Innovation and Economic Development - Entrepreneur Incubator Resources and Legal Assisting Advisory Committee, the American College of Equine Attorneys, and the American Horse Council. Prof. Kabler is the past president of the North Florida Association of Real Estate Attorneys, and a past chairperson of the Gainesville-Alachua Council Association of Realtors® - Commercial Council. He was a member of the Eighth Judicial Circuit Bar Association board of directors from 2009-2016 and is the EJCBA's president-elect. Prof. Kabler was a member of the Gainesville Area Innovation Network board of trustees from 2013-2015. In 2018 he was re-appointed to The Florida Bar Professional Ethics Committee (his prior terms first being from 2010-2013 and from 2015-2017). Prof. Kabler was appointed to the Eighth Judicial Circuit Local Professionalism Panel (which also serves as the Bench/Bar Committee and the Eighth Judicial Circuit Professionalism Committee) in 2014, and in 2017 he was re-appointed to the Panel. He is a member of The Florida Bar Business Law Section (from 2011-2014 on the Executive Council), the Real Property, Probate and Trust Law Section, and the Animal Law Section. In 2010 Prof. Kabler was elected to the CDS Family & Behavioral Services, Inc. board of directors. In 2016 he joined the Southern Legal Counsel board of directors. From 2009-2015 Prof. Kabler was a member of The Florida Bar Foundation' board of directors (Florida Supreme Court appointee).

General Course Goals:

While students who intend careers in non-real estate fields are welcome, it is anticipated that the students most interested in this course will direct themselves toward real estate practice. Given the seminar nature of the course, and the team-pairing method to be used, it is expected that the students who take this course will also have an interest in collaborative lawyering for the ultimate benefit of their clients.

Student Learning Outcomes:

After completing this course, students should be able to:

1. Conceptualize and organize the structure and function of a variety of residential and commercial real estate transactional documents
2. Apply checklists and other elements of proactive risk management (including proofreading) in a transactional real estate practice
3. Understand the role of due diligence, title insurance, and surveys in a transactional real estate practice
4. Understand the role of government regulators and regulations (including with regard to municipal codes, permitting, inspections, and approvals) and outside third-party

- consultants (including accountants, civil engineers, architects, contractors) in a transactional real estate practice
5. Negotiate, draft, and review, with the goal of successful execution and implementation of, a variety of residential and commercial transactional documents, including:
 - a. Residential leases (apartment, house, condominium)
 - b. Residential purchase and sale agreements (resale, including Board of Realtor sources as permitted, developer)
 - c. Residential deeds
 - d. Residential mortgages
 - e. Residential declarations of covenants (condominium, homeowner association, cooperative, timeshare)
 - f. Commercial leases (letter of intent, retail, restaurant, build-to-suit, office, condominium)
 - g. Commercial purchase and sale agreements (resale, raw land)
 - h. Commercial declarations of covenants (condominium, owners association)
 - i. Commercial mortgages (primary, secondary) and assignments of leases and rents
 - j. UCC-1s and UCC-3s
 - k. Easements and licenses
 - l. Releases and satisfactions

Course Structure:

This course will be conducted as a seminar, with a combination of instructor-led discussions, student-created presentations, and document drafting assignments followed by peer review and instructor grading.

Each session will open with a student-created presentation on a pre-assigned document conceptualization, organization, articulation, formatting, or other drafting topic, followed by an instructor-facilitated discussion about the topic of the class session, and concluded with an instructor presentation on the subsequent document topic. It is important that the student-created presentations relate to real estate transaction documents, as opposed to using the documents and clauses analyzed in the text. Documents for the course will be drawn from the public record (usually the Alachua County Clerk of Courts Public Records website) or instructor-created templates derived from actual transactions. While most of the material covered will be practice-focused, references to legal doctrine will be addressed as warranted.

Students will be teamed as pairs for the purposes of peer reviews, and may be rotated periodically during the Semester. These pairings will emulate the give-and-take that emerges from counsel representing counter-parties who negotiate, review, comment on, and close transactions based upon the documents their clients ultimately execute and implement.

Reading Assignments:

While it is strongly recommended that Chapters II (“Drafting Contracts”) and III (“Drafting Legislative Documents”), as well as Appendices B (“Verbs and Voices”), D (“Self-Test - Identifying Problems in Organization of a Contract”), and E (“Self-Test - Identifying Ambiguities”) of Basic Legal Drafting (“BLD”) be read prior to the commencement of class,

or as soon as possible after class sessions begin, the various topics will be assigned as brief student-created presentations for each class session.

Additional required and suggested readings from publicly available sources may be assigned from time-to-time.

Course Schedule (subject to change):

Tuesday, January 8, 2019 – Course overview; Residential lease - apartment
Drafting presentation topic: BLD Chapter II, A & B

Tuesday, January 15, 2019 - Residential lease – house; Residential lease – condominium
Drafting presentation topic: BLD Chapter II, C (1 – 3)

ASSIGNMENT #1 DUE - RESIDENTIAL LEASE - APARTMENT

Tuesday, January 22, 2019 - Residential purchase and sale agreement – resale; Residential purchase and sale agreement – developer

Drafting presentation topic: BLD Chapter II, C (4 – 7)

Tuesday, January 29, 2019 – Deeds; Residential mortgage

Drafting presentation topic: BLD Chapter II, D (1 – 3)

ASSIGNMENT #2 DUE - RESIDENTIAL PURCHASE AND SALE AGREEMENT - DEVELOPER

Tuesday, February 5, 2019 - Residential declaration of covenants – condominium; Residential declaration of covenants – homeowners association

Drafting presentation topic: BLD Chapter II, D (4)(a – c[1])

Tuesday, February 12, 2019 – Residential declaration of covenants – cooperatives, timeshares; Open residential real estate document issues

Drafting presentation topic: BLD Chapter II, D (4)(c[2 – 4])

ASSIGNMENT #3 DUE - RESIDENTIAL MORTGAGE

Tuesday, February 19, 2019 – Commercial lease – letter of intent; Commercial lease - retail

Drafting presentation topic: BLD Chapter II, D (4)(c[5 – 6] - f)

Tuesday, February 26, 2019 – Commercial lease – restaurant; Commercial lease – office, condominium

Drafting presentation topic: BLD Chapter II, D (5)(a – b)

ASSIGNMENT #4 DUE - COMMERCIAL LEASE - RETAIL

THERE IS NO CLASS ON TUESDAY, MARCH 5, 2019 (SPRING BREAK).

Tuesday, March 12, 2019 – Commercial lease – build-to-suit; Commercial purchase and sale agreement - resale

Drafting presentation topic: BLD Chapter II, D (5)(c – f)

Tuesday, March 19, 2019 – Commercial purchase and sale agreement – raw land; Commercial declaration of covenants – condominium, owners association
Drafting presentation topic: BLD Chapter II, D (6)
ASSIGNMENT #5 DUE - COMMERCIAL LEASE - OFFICE

Tuesday, March 26, 2016 – Commercial mortgage - primary
Drafting presentation topic: BLD Chapter II, D (7 – 8)

Tuesday, April 2, 2019 – Commercial mortgage – subordinated; Commercial assignment of leases and rents
Drafting presentation topic: BLD Chapter II, D (9) – Chapter III, A - C
ASSIGNMENT #6 DUE - COMMERCIAL PURCHASE AND SALE AGREEMENT - RESALE

Tuesday, April 9, 2019 – UCC-1, UCC-3; Easements, licenses
Drafting presentation topic: BLD Chapter III, D

Tuesday, April 16, 2019 – Releases, satisfactions; Open commercial real estate document issues
Drafting presentation topic: BLD Chapter III, E - F
ASSIGNMENT #7 DUE - COMMERCIAL MORTGAGE - PRIMARY

Tuesday, April 23, 2018 – Make-up session/flex day – ***only if needed (to be announced)***

Grading:

The Law School's curve range will be applied as applicable to this course. The permissible curve will be applied to the course grades (i.e., **THE MANDATORY MEAN GRADE FOR ALL LAW SCHOOL COURSES IS 3.15-3.25, ALTHOUGH THE MEAN GRADE FOR THIS COURSE MAY BE LOWER THAN 3.15, AND IN LIMITED CASES THE MEAN GRADE FOR THIS COURSE MAY BE HIGHER THAN 3.25**), subject in all cases to the overall grading policies of the Law School and as described in this Syllabus. **PLEASE NOTE THAT THE APPLICATION OF THE LAW SCHOOL'S CURVE RANGE WILL NOT NECESSARILY RESULT, HOWEVER, IN ANY COURSE GRADE ADJUSTMENTS.**

For additional information see:

<https://www.law.ufl.edu/life-at-uf-law/office-of-student-affairs/current-students/academic-policies#9>

Course grades are calculated using an objective system – subject to the immediately preceding “black box”:

Seven written assignments, each graded upon (a) conceptualization (25%), (b) organization (25%), and (c) drafting/articulation/formatting (50%): **total 70% of course grade**

Class participation (including student-created presentations): **total 30% of course grade**

Written assignments are due as hardcopy documents at or before the beginning of the designated class session, with no exceptions except for truly exigent circumstances as determined by the Professor at his discretion. It is expected that each assignment will be personally drafted by the students. Consistently used citation and bibliography methods must be used in all assignments.

It is anticipated that Students will spend approximately two hours out-of-class reading or preparing for course assignments for every one hour of class.

University Student Honor Pledge:

UF students are bound by The Honor Pledge which states, “We, the members of the University of Florida community, pledge to hold ourselves and our peers to the highest standards of honor and integrity by abiding by the Honor Code. On all work submitted for credit by students at the University of Florida, the following pledge is either required or implied: “On my honor, I have neither given nor received unauthorized aid in doing this assignment.” The Honor Code (<http://www.dso.ufl.edu/sccr/process/student-conduct-honor-code/>) specifies a number of behaviors that are in violation of this code and the possible sanctions. Furthermore, you are obligated to report any condition that facilitates academic misconduct to appropriate personnel. If you have any questions or concerns, please consult with the instructor in this class.

Information on UF Law grading policies:

Letter Grade	Point Equivalent
A (Excellent)	4.0
A-	3.67
B+	3.33
B (Good)	3.0
B-	2.67
C+	2.33
C (Satisfactory)	2.0
C-	1.67
D+	1.33
D (Poor)	1.0
D-	0.67
E (Failure)	0.0

The law school grading policy is available at:

<http://www.law.ufl.edu/student-affairs/current-students/academic-policies#9>.

Use of Electronic Devices During Class Sessions:

Please limit your use of electronic devices, such as computers, cellphones, tablets, and other devices, to course purposes during class sessions, and in a manner which does not disrupt conduct of the class or other students.

Online Course Evaluation Process:

Students are expected to provide feedback on the quality of instruction in this course by completing online evaluations at <https://evaluations.ufl.edu>. Evaluations are typically open during the last two or three weeks of the semester, but students will be given specific times when they are open. Summary results of these assessments are available to students at <https://evaluations.ufl.edu/results/>.

The University's grading policies for assigning grade can be found at:
<https://catalog.ufl.edu/ugrad/current/regulations/info/grades.aspx>.

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Health and Wellness Resources:

U Matter, We Care:

If you or a friend is in distress, please contact umatter@ufl.edu or 352 392-1575 so that a team member can reach out to the student.

Counseling and Wellness Center:

<http://www.counseling.ufl.edu/cwc/Default.aspx>, 392-1575; and the University Police Department: 392-1111 or 9-1-1 for emergencies

Sexual Assault Recovery Services (SARS):

Student Health Care Center, 392-1161

University Police Department, 392-1111 (or 9-1-1 for emergencies):

<http://www.police.ufl.edu/>

Academic Resources:

E-learning technical support, 352-392-4357 (select option 2) or e-mail to Learning-support@ufl.edu. <https://lss.at.ufl.edu/help.shtml>

Career Resource Center, Reitz Union, 392-1601. Career assistance and counsel.
<http://www.crc.ufl.edu>

Library Support, <http://cms.uflib.ufl.edu/ask>. Various ways to receive assistance with respect to using the libraries or finding resources.

Teaching Center, Broward Hall, 392-2010 or 392-6420. General study skills and tutoring.
<http://teachingcenter.ufl.edu/>

Writing Studio, 302 Tigert Hall, 846-1138. Help brainstorming, formatting, and writing papers.
<http://writing.ufl.edu/writing-studio/>

Student Complaints Campus:

https://www.dso.ufl.edu/documents/UF_Complaints_policy.pdf

On-Line Students Complaints:

<http://distance.ufl.edu/student-complaint-process/>

Library Resources:

Students are encouraged to use the many resources available at and through the University of Florida libraries. The following are certain web addresses which may be useful:

Library Homepage <http://www.uflib.ufl.edu/> (for all library services and collections)

Course Reserves http://www.uflib.ufl.edu/reserve_links.html (for hard copy and/or electronic reserves)

Ask-A-Librarian <http://www.uflib.ufl.edu/ask/> (direct email or online chat for assistance)

IR @ UF <http://ufdcweb1.uflib.ufl.edu/ufdc/?g=ufirg> (to access the UF digital *Institutional Repository*)

Library Tools and Mobile Apps

<http://www.uflib.ufl.edu/tools/> (smart phone apps, RSS feeds, and much more)

Subject Guides/Specialists

<http://apps.uflib.ufl.edu/staffdir/SubjectSpecialist.aspx> (by discipline and/or course)

Technical Resources:

<http://helpdesk.ufl.edu>