

## **LEGAL DRAFTING**

LAW 6807, 2 credits

Section 4734

Fall 2024

**Professor Kristen Hardy** | [k.hardy@law.ufl.edu](mailto:k.hardy@law.ufl.edu)

Office Location: HOL 375 (3rd Floor)

Office Hours (beginning Sept. 10): **Tuesdays 11 a.m.-12 p.m. (virtual)**

**Thursdays 11 a.m.-12 p.m. (in-person)**

And by Appointment in Person or Online

This class will meet on Tuesdays and Thursdays from 3:30 p.m. - 4:25 p.m. in HOL 382.

### **COURSE OVERVIEW, SYLLABUS & POLICIES**

Welcome to *Legal Drafting*! This document provides an overview of the course and its learning objectives, university policies, and a topical outline that covers the first part of our course.

#### **I.**

##### **Course Description and Learning Objectives**

The primary objective and goal of this course is for you to learn how to review, draft, and analyze contracts.

By the end of this course, you should be able to:

1. Understand the business purpose of contract concepts.
2. Draft each part of a contract with clarity and without ambiguity.
3. Effectively work through the drafting process.
4. Understand, draft and comment on contracts and basic transactional documents commonly encountered in practice with the client's goals and objectives in mind.

ABA Standard 310 requires that students devote approximately 2 hours out of class reading and/or drafting an assignment for every 1 hour in class.

##### **Course Texts**

1. Stark, Tina L., *DRAFTING CONTRACTS* (2nd Edition), ISBN #978-0-7355-9477-7, Wolters Kluwer Law and Business.
2. Supplemental Material Posted to Canvas.

**Course Website**

You may access the course website at: <http://elearning.ufl.edu/>. All course business will be conducted through the website. I will post all reading assignments, supplemental readings, and course announcements there; and you can sign up for office hour appointment slots there.

### Office Hours

I will hold office hours., beginning the week of September 10, 2024. My office is located in Holland Hall 375.

I will hold a Zoom office hour on **Tuesdays between 11:00 a.m.-12:00 p.m.** My Zoom office “door” will remain open during that time and students may meet with me with or without an appointment. My Zoom office hour link can be found on the course website.

I will hold an in-person office hour on **Thursdays between 11:00 a.m.-12:00 p.m.** You can drop by or schedule an appointment.

I am also happy to meet with you at other times. I will try to accommodate any student who needs to meet with me, even if it is outside of the listed hours. These meetings may be conducted in person or via Zoom. Please contact me, should the need arise, and we will find a time that works.

**Also, if you are sick, or have been exposed to someone who is, I am happy to meet with you via Zoom.**

**Note: Office hours and other conferences will not be held within the 24 hours prior to graded-assignment due dates. In addition, once you receive your final project materials, you will not be able to meet with me until you have submitted your final project.**

I reserve the right to amend this guidance as the semester progresses.

## II.

### Communication

Changes in class meeting times or assignments may be necessary during the semester, and you will be notified of the changes as early as possible. You are responsible for checking your e-mail and the course website daily for changes in meeting times or assignments. Further, you are responsible for complying with announcements regarding revisions to the content of this course.

### Attendance

This is a skills-based course, which means that your attendance is essential to achieving the course objectives. Your active and consistent participation in the class discussions and exercises is expected and required. Put another way, class attendance is mandatory.

Missing Class. Despite our best efforts, unplanned circumstances sometimes arise. Therefore, you may miss two (2) classes without penalty. If you miss more than two (2) classes, I may reduce your final grade. **If you miss more than six (6) classes, you will fail the course.**

Any days missed to observe a religious holiday will not be counted against you for attendance purposes if you notify me of the absence in advance.

Excessive tardiness will also result in a grade penalty.

**Submission of Assignments**

*Assignment Submission.* You must turn in your written assignments (including homework) via the course website by the given deadline. *Computer problems, including e-mail or Canvas problems, should be foreseen and are not grounds for an extension.* Plan your time accordingly. Late assignments **will result** in your grade being lowered by one grade increment per day. An assignment will not be accepted if it is more than three days late.

*Extensions.* Extensions will be granted only for serious matters beyond the student’s control. If you find yourself in an emergency situation, contact me. Exceptions may be made for legitimate emergencies. If possible, request an extension before the assignment’s due date.

**Computer Policy**

We will be using computers in class frequently, so do plan to have them available each class.

**Professional Behavior During Class**

Please do not arrive late to class or leave early absent extenuating circumstances. Please turn off cell phones during class. I reserve the right to lower your final grade if you engage in behavior that disrupts the learning environment.

You are expected to come to class prepared and ready to fully participate in class activities and assignments.

**Grading and Evaluation**

In this course, a student’s grade will be based on the following:

25%	10%	Homework	
	5%	Quiz #1 ( <b>August 29</b> )	
	5%	Quiz #2 ( <b>September 17</b> )	
	5%	Quiz #3 ( <b>September 26</b> )	
25%		Project #1 <b>Release: October 7</b>	<b>Due: October 15</b>
20%		Project #2 <b>Release: October 23</b>	<b>Due: October 30</b>
30%		Project #3 <b>Release: November 8</b>	<b>Due: November 18</b>
100%		TOTAL	

**Final Grade Grading Scale.**

Like all required courses, this course adheres to the law school’s curve, including both a mean and mandatory grade distribution. More information can be found [here](#) under “grade distribution for required courses.”

Grades are recorded permanently by the Office of the University Registrar. The grade point average (GPA) is determined by computing the ratio of grade points of semester hours of work attempted

in courses in which letter grades are assigned. Students receive grade points according to the following scale:

Grade	Points
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

**UF Levin College of Law Standard Syllabus Policies**

Other information about UF Levin College of Law policies, including compliance with the UF Honor Code, Grading, Accommodations, Class Recordings, and Course Evaluations can be found at this link: <https://ufl.instructure.com/courses/427635/files/74674656?wrap=1>.

**Policies to Prevent the Spread of COVID-19**

Faculty, staff, and students are all expected to follow the policies and requirements set forth by the University of Florida with respect to preventing the spread of COVID-19. These policies are subject to change from time to time. Please refer to <https://coronavirus.ufl.edu/university-updates> for the latest guidelines. Thank you, in advance, for your community mindedness and for your efforts to help keep our law school community healthy.

If you are feeling sick in any way during the semester, please stay home and contact me and the Office of Student Affairs at [student.svc@law.ufl.edu](mailto:student.svc@law.ufl.edu).

**Please do not come to class** if you test positive for COVID-19 through a PCR, rapid antigen or any at-home test.

**Zoom Policy**

On occasion, we may need to use Zoom to facilitate a class discussion. Please comply with the following during Zoom sessions:

- Cameras are required to remain ON during the entire session.
- Use the “Raised Hand” button under the Chat icon to ask questions during a session.

- Please dress appropriately—as you would during an in-person class—during Zoom sessions.

### **Student Support**

Any student who has difficulty accessing sufficient food, lacks a safe place to live, or who is experiencing any other personal hardship, is encouraged to contact the Office of Student Affairs at the phone number or email address that appears below. If you are comfortable doing so, you may also notify me so that I can direct you to further resources.

### **Counseling and Psychological Services**

Many students at University of Florida Levin College of Law face personal challenges or have psychological needs that may interfere with their academic progress, social development, or emotional health. The law school and Gainesville community offer a variety of confidential services to help you through difficult times, including individual and group counseling, crisis intervention, consultations, online chats, and mental health screenings.

You can reach the law school's mental health counselor, **Ritz Etinger** at email [rettinger@ufl.edu](mailto:rettinger@ufl.edu) or call **352-273-0620**.

You can also reach out to the following entities:

UF Counseling & Wellness Center/Gator-2-Gator  
401 Peabody Hall  
Gainesville, FL  
Phone: 352-392-1575  
Website: <https://counseling.ufl.edu/services/crisis/>

UF Crisis Hotline (24 hours/7 days/week)  
Phone: 352-392-1575

Alachua County Crisis Center  
Phone: 352-264-6789  
Website: <https://www.alachuacounty.us/Depts/CSS/CrisisCenter/Pages/CrisisCenter.aspx>

University of Florida Levin College of Law  
The Office of Student Affairs  
Phone: 352-273-0620  
Email: [student.svc@law.ufl.edu](mailto:student.svc@law.ufl.edu)

University of Florida \* "U Matter, We Care"  
Phone: 352-294-CARE (2273)  
Email: [umatter@ufl.edu](mailto:umatter@ufl.edu)  
Website: <https://umatter.ufl.edu>

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III.

**Course Outline**

	<b>Class</b>	<b>Class Subject</b>	<b>Assigned Reading/Homework (Due Before Class)</b>
<b>Week 1</b>	8.20 <b>class 1</b>	Overview of the Course; What are the Seven Contract Concepts	<input type="checkbox"/> <b>HW<sup>1</sup>:</b> Upload <i>Two Truths and a Lie</i> Video by 8.23 <input type="checkbox"/> Review Syllabus and Canvas Course <input type="checkbox"/> <b>Read:</b> Chapters 1 and 2
	8.22 <b>class 2</b>	Translating the Business Deal to Contract Concepts and Avoiding Legalese	<input type="checkbox"/> <b>Read:</b> Chapters 3, 4, and 18
<b>Week 2</b>	8.27 <b>class 3</b>	The Parts of a Contract	<input type="checkbox"/> <b>Read:</b> Chapter 5
	8.29 <b>class 4</b>	<b>In-person Quiz<sup>1</sup> during Class</b>	<input type="checkbox"/> No Reading
<b>Week 3</b>	9.3 <b>class 5</b>	Introductory Provisions	<input type="checkbox"/> <b>Read:</b> Chapter 6 <input type="checkbox"/> <b>Complete:</b> <b>HW<sup>2</sup></b> (posted to Canvas)
	9.5 <b>class 6</b>	Defined Terms	<input type="checkbox"/> <b>Read:</b> Chapter 7
<b>Week 4</b>	9.10 <b>class 7</b>	Action Provisions; Representations & Warranties	<input type="checkbox"/> <b>Read:</b> Chapters 8 and 9 <input type="checkbox"/> <b>Complete:</b> <b>HW<sup>3</sup></b> (posted to Canvas)
	9.12 <b>class 8</b>	Drafting Covenants and Rights; Will and Shall	<input type="checkbox"/> <b>Read:</b> Chapters 10 and 13
<b>Week 5</b>	9.17 <b>class 9</b>	<b>In-person Quiz<sup>2</sup> during Class</b>	<input type="checkbox"/> No Reading
	9.19 <b>class 10</b>	Conditions to an Obligation; Discretionary Authority and Declarations	<input type="checkbox"/> <b>Read:</b> Chapters 11 and 12
<b>Week 6</b>	9.24 <b>class 11</b>	Endgame Provisions	<input type="checkbox"/> <b>Read:</b> Chapter 15



	Class	Class Subject	Assigned Reading/Homework (Due Before Class)
	9.26 <b>class 12</b>	In-person Quiz <sup>3</sup> during Class	<input type="checkbox"/> No Reading
Week 7	10.1 <b>class 13</b>	General Provisions; Signatures	<input type="checkbox"/> <b>Read:</b> Chapters 16 and 17 <input type="checkbox"/> <b>Complete:</b> HW <sup>4</sup> (posted to Canvas)
	10.3 <b>class 14</b>	Review Weeks 1-6	<input type="checkbox"/> No Reading
	10.7	<b>Project #1 is Released</b>	
Week 8	10.8 <b>class 15</b>	Contract Organization; The Drafting Process	<input type="checkbox"/> <b>Read:</b> Chapters 26 and 27 <input type="checkbox"/> <b>Read:</b> Supplemental material available on Canvas <input type="checkbox"/> <b>Complete:</b> HW <sup>5</sup> (posted to Canvas)
	10.10 <b>class 16</b>	Drafting Clearly and Unambiguously; Other Drafting Considerations	<input type="checkbox"/> <b>Skim:</b> Chapters 19, 20, 21, and 23 <input type="checkbox"/>
Week 9	10.15 <b>class 17</b>	Drafting Workshop	<input type="checkbox"/> <b>Read:</b> No additional reading <input type="checkbox"/> Bring your draft to class.
		<b>Project #1 is Due by 10.15 at 11:59 p.m.</b>	
	10.17 <b>class 18</b>	Drafting with and without a precedent	<input type="checkbox"/> <b>Read:</b> Chapter 27.6 <input type="checkbox"/> <b>Read:</b> Supplemental material available on Canvas
Week 10	10.22 <b>class 19</b>	Drafting Client Memo	<input type="checkbox"/> <b>Read:</b> Pages 537-542
	10.23	<b>Project #2 is Released</b>	
	10.24 <b>class 20</b>	Reviewing and Commenting on Contract; Negotiating Terms	<input type="checkbox"/> <b>Read:</b> Chapter 28 <input type="checkbox"/> <b>Read:</b> Supplemental material available on Canvas
Week 11	10.29 <b>class 21</b>	Adding Value to the Deal Course Evaluations	<input type="checkbox"/> <b>Read:</b> Chapter 25
		<b>Project #2 is Due by 10.30 at 11:59 p.m.</b>	

	Class	Class Subject	Assigned Reading/Homework (Due Before Class)
	10.31	<b>No Class Today</b>	
<b>NO LIVE MEETING DURING WEEK 12 - CANVAS MODULE INSTEAD</b>			
Week 12	11.5 <b>class 22</b>	Artificial Intelligence in Drafting	<input type="checkbox"/> <b>Read:</b> Supplemental material available on Canvas <input type="checkbox"/> <b>Complete Canvas Module</b>
	11.7 <b>class 23</b>	Drafting Amendments	<input type="checkbox"/> <b>Read:</b> Chapter 29 <input type="checkbox"/> <b>Complete Canvas Module</b>
	<b>class 24</b>	Asynchronous Class: Ethical Issues in Drafting  *The Canvas module will open on Nov. 4 and you will have until Nov. 8 at 5:00 pm. to complete the module for attendance credit	<input type="checkbox"/> <b>Read:</b> Chapter 30 <input type="checkbox"/> <b>Complete Canvas Module</b>
	11.8	<b>Project #3 is Released.</b>	
Week 13	11.12 <b>class 25</b>	<b>Transactional Law Practice Panel</b> All Legal Drafting classes will meet at 12 noon for the presentation. Location TBA. <b>Attendance is mandatory.</b>	
	<b>NO LIVE MEETING FOR CLASS 26 - PRERECORDED LECTURE INSTEAD</b>		
	11.14 <b>class 26</b>	Course Review/Annotated Contracts	<input type="checkbox"/> <b>Watch:</b> Pre-recorded lecture in lieu of a live class
<b>Project #3 is Due by 11.18 at 11:59 p.m.</b>			