

LEGAL DRAFTING § D (REAL ESTATE)
UNIVERSITY OF FLORIDA LEVIN COLLEGE OF LAW
FALL SEMESTER SYLLABUS – LAW 29652 – 2 CREDITS
AUGUST 5, 2024

Professor: Ben L. Fernandez

Office: 312I Holland Hall

Office Phone: 352 225 8031

Email: Fernandez@ufl.edu

Office Hours: Monday, Wednesday 10:00 – 1:00 and any other time by appointment

MEETING TIME: Monday, Wednesday 9:00 -9:55 am

LOCATION: HH-359

COURSE DESCRIPTION AND OBJECTIVES:

Legal Drafting (Real Estate) focuses on principles and practice of drafting real estate contracts; the interpretation of enforceable contracts; and the reinforcement of professional writing skills. This section focuses on drafting for real estate transactions. Students will also learn to use Artificial Intelligence to assist in the drafting process.

STUDENT LEARNING OUTCOMES:

At the end of this course, students should be able to:

1. Apply the principles and practices appropriate for drafting real estate contracts, including real estate purchase and sale agreements, leases and financing agreements.
2. Elicit information from fictional clients, counsel them, and draft polished, professional-caliber documents that best serve the clients' needs; and
3. Produce work product that is thoughtfully planned, logically organized, and articulated clearly and unambiguously.
4. Draft and organize certain basic types of contract provisions (for example, an exordium, duration, or forum selection clause).
5. Draft a contract from scratch, including how to draft covenants, prohibitions, and rights.
6. Understand the impact of ambiguous words and phrases in contracts through the analysis of relevant case law.
7. Learn how to prepare for the drafting of a contract, including doing a client intake, as well as how to add value to various types of contracts by using legal mechanisms designed to better protect the client's interests (i.e. indemnity, insurance, waiver, release, limit of liability, liquidated damages, mediation, arbitration, attorneys' fees, etc.).
8. Learn how to work with complex form documents, including revising an existing form for a client, and proposing revisions to a document the other side has drafted.

9. Learn to use Artificial Intelligence to assist with contract drafting.

REQUIRED READING MATERIALS:

Drafting Contracts: How and Why Lawyers Do What They Do (second edition) by Tina Stark.

Chat GPT-4. Available at OpenAI.com. Necessary for the creation of custom GPT's.

Please be sure to register for the Canvas course and have any required materials with you in print or easily accessible electronic form in class. You are responsible for checking your Canvas page and the e-mail connected to the page on a regular basis for any class announcements or adjustments.

COURSE EXPECTATIONS AND GRADING EVALUATION:

A. Weekly Assignments. The Legal Drafting course requires the completion outside of class of many short and medium-length drafting assignments and occasionally the completion of short in-class projects and on-line quizzes.

B. Office Conferences. Office conferences are encouraged. I will be more than happy to meet with you in individual meetings throughout the semester to discuss your work or the course material.

C. Grade Calculation.

Students will be evaluated based upon the following:

Homework assignments, quizzes, class participation	10% of Grade
RE Purchase Agreement drafted from scratch	20% of Grade
RE Lease Agreement drafted from scratch	20% of Grade
Take Home drafting project	50% of Grade

CLASS ATTENDANCE AND MAKEUP POLICY:

Attendance in class is required by both the ABA and the Law School. Attendance will be taken at each class meeting. Students are allowed four absences during the course of the semester. Students are responsible for ensuring that they are not recorded as absent if they come in late. A student who fails to meet the attendance requirement will be dropped from the course. The law school's policy on attendance can be found [here](#).

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>.

ABA OUT-OF-CLASS HOURS REQUIREMENTS: ABA Standard 310 requires that students devote 120 minutes to out-of-class preparation for every "classroom hour" of in-class instruction. Each weekly class is approximately 2 hours in length, requiring at least **4 hours of preparation**.

ARTIFICIAL INTELLIGENCE: Students will be required to create and train a custom GPT using GPT-4 for this Contract Drafting class. Students will not be graded on the custom GPT they create and train, but they will be permitted to use it for assignments and assessments in this class. Students may not violate any copyright in the creation and training of their custom GPT. All work submitted must be the student's own work drafted with or without the assistance of a custom GPT created and trained solely by the student using GPT-4.

COURSE SCHEDULE OF TOPICS AND ASSIGNMENTS:

This syllabus is offered as a guide to the direction of the course. Our pace will depend in part on the level of interest and the level of difficulty of each section and is subject to change.

Class	Assigned Reading (Due Before Class)	Assigned Writing (Due Before Class)	Class Discussion
8/19	Read OpenAI Articles: GPTs FAQ, Creating a GPT and Key Guidelines for Writing Instructions for Custom GPTs	Subscribe to GPT-4	Introduction to Course, Drafting Contracts, Using AI to assist with Drafting
21	Read <u>Drafting Contracts</u> , Chapters 1 & 2, Contract Concepts		Create Custom GPT's and Begin Training on Contract Concepts
26	Read <u>Drafting Contracts</u> , Chapters 3 & 4, Contract Concepts	Identify Contract Concepts for RE Purchase Agreement, Upload to CANVAS	Translating the Business Deal, The Seven Contract Concepts, Appendix of Contract Concepts, Summary Chart
28	Read <u>Drafting Contracts</u> , Chapter 5, Contract Organization	Organize Provisions in RE Purchase Agreement, Upload to CANVAS	A Contracts Parts
9/4	Read <u>Drafting Contracts</u> , Chapter 6, Beginning Sections	Draft Beginning Sections of RE Purchase Agreement, Upload to CANVAS	Beginning Sections of RE Purchase Agreement, Guidelines for Recitals
9	Read <u>Drafting Contracts</u> , Chapters 7 & 9, Definitions, Representations and Warranties	Draft Definitions, Representations and Warranties for RE Purchase Agreement, Upload to CANVAS	Definitions, Guidelines for Definitions , Representations and Warranties
11	Read <u>Drafting Contracts</u> , Chapter 8, Action Sections	Draft Action Sections for RE Purchase Agreement, Upload to CANVAS	Action Sections, Guidelines for Payment Provisions

16	Read <u>Drafting Contracts</u> , Chapters 10 & 13, Covenants and Rights, Will and Shall	Draft Covenants for RE Purchase Agreement, Upload to CANVAS	Covenants and Rights, Drafting Guidelines , Will and Shall
18	Read <u>Drafting Contracts</u> , Chapters 11 & 12, Conditions, Discretionary Authority, Declarations	Draft Conditions, Discretionary Authority and Declarations for RE Purchase Agreement, Upload to CANVAS	Discretionary Authority Declarations, Conditions
23	Read <u>Drafting Contracts</u> , Chapter 14 & 15, Contract Concepts Review, Endgame Provisions	Draft Endgame Provisions for RE Purchase Agreement, Upload to CANVAS	Summary of Contract Concepts , Endgame Provisions
25	Read <u>Drafting Contracts</u> , Chapters 16 & 17, General Provisions, Signatures	Draft General Provisions, Signatures for RE Purchase Agreement, Upload to CANVAS	General Provisions, Signatures
30	Feedback	Proofread RE Purchase Agreement, Upload to CANVAS	No Class: Live Feedback Conferences
10/2	Feedback	Proofread RE Purchase Agreement, Upload to CANVAS	No Class: Live Feedback Conferences
7	Read <u>Drafting Contracts</u> , Chapter 27 (27.1 to 27.5), The Drafting Process, Preparing to Draft	Complete First Quiz on CANVAS	Discuss Preparation for Contract Drafting, Watch Video
9	Conducting a Client Intake , Read <u>Drafting Contracts</u> , Chapters 21.6.1, 21.6.2, Dates, Time	Draft Outline of Questions for Client Intake, Upload to CANVAS, Complete Second Quiz on CANVAS	Simulated Client Intake for RE Lease Agreement
14	Read <u>Drafting Contracts</u> , Chapters 19.2 & 19.5, Subsections, Headings	Draft Beginning Sections of RE Lease Agreement, Upload to CANVAS, Complete Third Quiz on CANVAS	Go Over Drafted Sections of RE Lease Agreement, Quiz Responses
16	Read <u>Drafting Contracts</u> , Chapters 18.2 & 22.2, Legalese, Numbers	Draft Middle Sections of RE Lease Agreement, Upload to CANVAS, Complete Fourth Quiz on CANVAS	Go Over Drafted Sections of RE Lease Agreement, Quiz Responses
21	Read <u>Drafting Contracts</u> , Chapter 23.1 & 25, Gender, Adding Value	Draft Remaining Sections of RE Lease Agreement, Upload to CANVAS,	Go Over Drafted Sections of RE Lease Agreement, Quiz

		Complete Fifth Quiz on CANVAS	Responses, Adding Value
23	Read <u>Drafting Contracts</u> , Chapter 27 (27.6 to 27.8), The Drafting Process, Drafting with Precedent Documents	Complete Revisions to Practice Contract, Upload to CANVAS	Go Over Revisions to Practice Contract
28	Read <u>Drafting Contracts</u> , Chapter 28, Reviewing and Commenting, Revising the Other Side's Documents	Complete Revisions to Practice Contract, Upload to CANVAS	Go Over Revising the Other Side's Documents
30	Negotiating Contract Provisions , Read 12 Practical Tips on How to Negotiate Contracts by Laure Frederick	Read either Borrower Memo or Lender Memo	Simulated in Class Contract Negotiations
11/6		Attend Transactional Practice Panel, Date, Time and Location TBD	No Class
13	Read Handout(s)		Pass Out Take Home Project , Go Over Closing Practice, Verification of Authority and Zoning Compliance
18	Read Handout(s)		Go Over Title Search Procedure, Reading a Metes and Bounds Description, and Title Insurance
20			No Class, Take Home Project Due