

**Legal Drafting**  
**UNIVERSITY OF FLORIDA LEVIN COLLEGE OF LAW**  
**SPRING 2023 SYLLABUS – LAW 6807 14145 – 2 CREDITS**

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Office Hours: Wednesday & Friday 11-12 or by appointment

**MEETING TIME:** Tuesday & Thursday 5:15- 6:10

**LOCATION:** HH 285 B

**COURSE DESCRIPTION AND OBJECTIVES:**

The required course must be taken in either the second or third year and be completed with a passing grade. The class focuses on principals and practice of drafting contracts and other enforceable documents; the interpretation of enforceable documents; and the reinforcement of professional writing skills. Sections may focus on general contract drafting skills, or focus on drafting for specific practice areas. Please note: The Prerequisite for this course is Legal Writing II.

**STUDENT LEARNING OUTCOMES:**

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

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

**REQUIRED READING MATERIALS:**

**Text:** Stark, Tina L., *Drafting Contracts (2nd Edition)*, ISBN #978-0-7355-9477-7, Wolters Kluwer Law and Business.

Barnett, Rachel, *A Short Happy Guide to Business Contracts (2<sup>nd</sup> Edition)* ISBN 978-1647086008, West Academic Publishing (You do not need to purchase this, it is available through as a study guide through your West Academic subscription)

Other reading materials will be posted on Canvas from time to time.

Please be sure that you can access 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:**

You are expected to come to class having completed all the assigned reading and written work. Usually, you will have at least one written assignment each week. Most of the written assignments will not be graded. However, I will ask you to upload them to Canvas to show that you have completed them. Completion of your assignments will be considered when calculating your final grade.

Feedback- for most assignments I will provide the class with generalized feedback. For graded assignment I will give individual feedback.

At times I will ask you to review one another's work. This is a great way for you to see how someone else approaches the assignments, and to see problems that we usually cannot see in our own work. I expect that you will take these exercises seriously, provide useful feedback, and try to learn from what you have read.

Your final grade will be calculated as follows:

- 40% 4 Graded assignments (each graded on a 10-point scale; most grades will be a 7, 8 or 9- 7- needs improvement; 8- on track; 9- well done)
- 5% Successful completion of class exercises, class participation and attendance.
- 55% Final project (tentative due date is the last day of class- April 20)

### **ATTENDANCE 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 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](#). The only absences that will be excused are those covered by the University's policy on Observance of Religious Holidays (see below). All other absences count towards the maximum allowed.

### **COMPLIANCE WITH UF HONOR CODE:**

Academic honesty and integrity are fundamental values of the University community. Students should be sure that they understand the UF Law Honor Code located [here](#). The UF Law Honor Code also prohibits use of artificial intelligence, including, but not limited to, ChatGPT and Harvey, to assist in completing quizzes, exams, papers, or other assessments.

**INFORMATION ON UF LAW GRADING POLICIES:**

The Levin College of Law's mean and mandatory distributions are posted on the College's website and this class adheres to that posted grading policy. The following chart describes the specific letter grade/grade point equivalent in place:

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

The law school grading policy is available [here](#).

**OBSERVANCE OF RELIGIOUS HOLIDAYS:**

UF Law respects students' [observance of religious holidays](#).

- Students, upon prior notification to their instructors, shall be excused from class or other scheduled academic activity to observe a religious holy day of their faith.
- Students shall be permitted a reasonable amount of time to make up the material or activities covered in their absence.
- Students shall not be penalized due to absence from class or other scheduled academic activity because of religious observances.

**EXAM DELAYS AND ACCOMMODATIONS:**

The law school policy on exam delays and accommodations can be found [here](#).

**STATEMENT RELATED TO ACCOMODATIONS FOR STUDENTS WITH DISABILITIES**

Students requesting accommodations for disabilities must first register with the Disability Resource Center (<https://disability.ufl.edu/>). Once registered, students will receive an accommodation letter, which must be presented to the Assistant Dean for Student Affairs (Assistant Dean Brian Mitchell). Students with disabilities should follow this procedure as early as possible in the semester. It is important for students to share their accommodation letter with their instructor and discuss their access needs as early as possible in the semester.

Students may access information about various resources on the UF Law Student Resources Canvas page, available at <https://ufl.instructure.com/courses/427635>.

### **STUDENT COURSE EVALUATIONS**

Students are expected to provide professional and respectful feedback on the quality of instruction in this course by completing course evaluations online via GatorEvals. Click [here](#) for guidance on how to give feedback in a professional and respectful manner. Students will be notified when the evaluation period opens and may complete evaluations through the email they receive from GatorEvals, in their Canvas course menu under GatorEvals, or via <https://ufl.bluera.com/ufl/>. Summaries of course evaluation results are available to students [here](#).

### **RECORDINGS OF CLASS**

All classes will be recorded via Mediasite in case students must miss class for health reasons. The Office of Student Affairs will work with faculty to determine when students may have access to these recordings, and the recordings will be password protected. It is the student's responsibility to contact the Office of Student Affairs as soon as possible after an absence.

**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** outside of class including reading the assigned materials, preparing written assignments and working on your final written project.

### **COURSE SCHEDULE OF TOPICS AND ASSIGNMENTS**

This syllabus is offered as a guide to the direction of the course. For written assignments, please see Canvas for more detail. Our pace will depend in part on the level of interest and the level of difficulty of each section and assignments are likely subject to change. Changes will be posted under the assignments link on Canvas.

Assignments until the week after Spring Break.

|      |                                                                                                                                                                                                                                                                                                                |
|------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1/17 | <b><i>Class 1: Introduction &amp; Course Overview:</i></b><br><i>Required Readings:</i> Chapters 1-2 of <a href="#">Drafting Contracts</a> (Stark)<br>Chapter 1 of Short and Happy Guide to Business Contracts (Barnett)<br><a href="#">White City Shopping Center LP v PR Restaurants LLC.pdf</a> (in Canvas) |
| 1/19 | <b><i>Contract Concepts</i></b><br>Read: Chapters 3-4 in Stark<br>Review: Standard residential lease agreement template (in Canvas)<br>Prepare: Identify contract concepts (see Canvas for assignment)                                                                                                         |
| 1/24 | <b><i>Parts of a Contract</i></b><br>Read: Chapters 5 and 26, 19.2 and 19.5 in Stark                                                                                                                                                                                                                           |

|           |                                                                                                                                                                                      |
|-----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|           | Prepare: Exercise 5-3 (in book only); Identify the 11 parts of the contract in the Lease Agreement                                                                                   |
| 1/26      | <b><i>Introductory provisions, Definitions and Action Sections</i></b><br>Read Chapters 6-8.4 in Stark<br>Read Pgs 6-9 (Term provisions), 23-34 (Recitals and Payment) in Barnett    |
| 1/31      | <b><i>Drafting the contract provisions</i></b><br>Read Chapters 9, 10, 11-11.4, 12 in Stark                                                                                          |
| 2/2       | <b><i>Drafting contract provision cont.</i></b><br>Read Chapters 13 & 14 in Stark                                                                                                    |
| 2/7       | <b><i>First Graded Assignment</i></b><br>Draft the Preamble, recital and words of agreement based on the prompt provided                                                             |
| 2/9       | <b><i>Action Sections</i></b><br>Review Chapter 8 (through 8.4); read 21.6.1 & 21.6.2 (Dates & Time) in Stark<br>Prepare: 8.5                                                        |
| 2/14      | <b><i>Reps and Warranties &amp; Covenants</i></b><br>Review Chapter 9 & 10 in Stark<br>Read pgs 59-67 Barnett (Representations and Warranties)<br>Prepare: See Canvas for Assignment |
| 2/16      | <b><i>Discretionary Authority, Conditions and Declaration</i></b><br>Review Chapters 11-12                                                                                           |
| 2/21      | <b><i>Second Graded Assignment</i></b><br>See Canvas for Assignment                                                                                                                  |
| 2/23      | <b><i>Endgame provisions-</i></b><br>Read chapter 15 in Stark<br>Read pgs 10- 22 of Barnett (Basics of termination through survival clause)                                          |
| 2/28      | <b><i>General Provisions-</i></b><br>Read chapter 16 in Stark<br>Read Barnett chapter 3                                                                                              |
| 3/2       | <b><i>Legalese &amp; Ambiguity</i></b><br>Read Chapters 18 and 21<br>Complete: Exercises 18-1- 18-7, 21-2                                                                            |
| 3/7       | <b><i>Putting together a contract</i></b><br>Read- Stark Chapters 17, 19 & 20                                                                                                        |
| 3/9       | <b><i>Third Graded Assignment- Draft of Contract</i></b>                                                                                                                             |
| 3/14 & 16 | <b><i>Spring Break</i></b>                                                                                                                                                           |
| 3/21 & 23 | <b><i>Individual Conferences</i></b>                                                                                                                                                 |