



COMILLAS

UNIVERSIDAD PONTIFICIA

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CIHS

SUBJECT DETAILS

Data on the subject	
Full Name	Advanced Legal Writing: Drafting Business Transactions
Code	E000001236
Degree	Postgraduate in Master in International and European Business Law
Year	2022-23
Nature	Spring
ECTS Credits	2
Department	Law
Area	Law
Teaching staff	Cristina Calvo Ortega

Data on the teaching staff	
Teacher	
Name	Cristina Calvo Ortega
Department / Area	
e-mail	ccalvo@comillas.edu
Telephone	+34 91 364 98 00
Tutoring Schedule	Upon request from students

SPECIFIC DATA ON THE SUBJECT

Framework of the subject
Pre-requisites
None
Contribution of the degree to the professional profile
<p>The class is a lesson on legal writing, but within a very specific business context: the real estate market. Students will learn not just how important it is to structure contracts properly and use the right legal terms, but will do so from a business perspective, focusing on how to protect their client's interest better depending on the market situation they are in and how much leverage they have as a result. The class also includes practising negotiation skills and how to reach a satisfactory deal for all parties involved</p>

Competences - Goals

Competences to be developed

Generic Competences

GC 2: Ability to communicate orally and in writing

GC 4: Problem-solving skills

GC 5: Decision-making skills

GC 7: Ability to work in an international context

Specific Competences

SC 12 Mastering advanced techniques of drafting legal documents in English, especially in the contract and corporate fields.

COURSE SYLLABUS AND CONTENT

Content

Area 1. Advanced legal writing: Drafting business transactions

Theme 1. Introduction to contract drafting

- 1.1 Preamble
- 1.2 Recitals
- 1.3 Words of Agreement
- 1.4 Definitions
- 1.5 Actions sections
- 1.6 Other substantive provisions (representations, warranties, covenants, rights, conditions, etc.)
- 1.7 Endgame provisions
- 1.8 General provisions
- 1.9 Signature lines

Theme 2. International re investments

- 2.1 What are the international RE investments taking place at the moment: market evolution as a driver for transactions and the effects of the RE crisis on investors' appetite.
- 2.2 Assessing a RE investment: location, recurring income and appreciation of the asset over time.
- 2.3 Preparing for an asset purchase: NDA, Exclusivity, Due diligence.
- 2.4 The Purchase Agreement: key provisions.

Theme 3. Drafting an asset purchase agreement – workshop

- 3.1 Parties and Recitals
- 3.2 Object and price.
- 3.3 Conditions precedent, conditions subsequent (third party consents, authorisations)
- 3.4 Representations and Warranties.
- 3.5 Debate

Theme 4. Real estate transactions

- 4.1 International Real Estate Transactions: real estate as an asset class
- 4.2 International Real Estate Investment Funds: who they are and what they do
- 4.3 A bit of background: what has RE meant for the Spanish economy and where we are now.
- 4.4 RE Investment Funds targeting Spain: what they are looking for and why

AREA 2. Test

TEACHING METHODOLOGY

General methodology of the subject

Contact hours methodology: Activities

Class will be highly practical. Students are expected to actively participate and be proactive in the different activities and discussions we undertake in class.

Outside class methodology: Activities

Students are expected to complete all out of class activities and come to class prepared to participate.

SUMMARY OF STUDENT WORK HOURS

NUMBER OF CONTACT HOURS						
Lecture	Practical class	Debate	In class presentation	Individual work	Work in collaboration	Evaluation : exam
8	5	3	1	1	1	1

NUMBER OF INDEPENDENT WORK HOURS						
Lecture	Practical class	Debate	In class presentation	Individual work	Work in collaboration	Evaluation : exam
10	15			5		
ECTS CREDITS: 2 (50,00 hours)						

GRADE EVALUATION AND CRITERIA

Evaluation Activities	Indicators	Evaluation weighting
Individual work	Reading materials in advance	5%
Debate	Participation in class debates	5%
Class presentation	Presentation of designated negotiating position	10%
Evaluation: class test		20%
Evaluation: exam (final)	There are three questions related to the same case study, each question is worth 33.3%.	50%
Attendance	Regular attendance to classes – control by signature of a daily sheet	10%

BIBLIOGRAPHY AND RESOURCES

Basic Bibliography and Resources

TEXT BOOKS

Derecho Mercantil Inmobiliario – Editorial Bosch

SUGGESTED ARTICLES

- Spain re-enters the game – Property EU
- Bargain Hunters turn to Spain – Property EU
- Retail investors head south – Property EU
- Europe's distress is a US game – Property EU
- Joint ventures entre promotores españoles y fondos de inversión extranjeros – Irea inmobiliario

WEBSITES

www.Urbanland.ULI.org

OTHER MATERIAL

Revista Funds People España