



Spring Semester 2021

A. Upper-class Courses

Admiralty II

This course deals mostly with jurisdictional and procedural matters, including jurisdiction over maritime claims, considerations of federalism, forum non conveniens, choice of law, special procedures in admiralty cases, limitation of liability, and maritime liens. Admiralty II may be taken prior to Admiralty I. Both courses must be taken by JD students as prerequisites to any other regularly offered admiralty courses.

Admiralty: Carriage of Goods by Sea

A course involving the legal problems arising out of damage to cargoes transported between the United States and foreign ports, and focusing on the Carriage of Goods by Sea and Harter Acts, and the Rotterdam Rules. There is an emphasis placed on the actual practice of maritime law. Students must participate in an ungraded mock cargo negotiation. Admiralty I and II are prerequisites. The course is taught by Raymond Waid who is a Shareholder in the New Orleans office of Liskow & Lewis, APLC.

Admiralty: Marine Insurance II

An advanced admiralty course that focuses on the legal problems arising out of marine insurance policies. The course examines hull, cargo, P & I, commercial marine property and liability policies. The liability of agents, brokers, and underwriters; the effect of the insolvency of an insurance company; excess and surplus lines coverage; the duty of defend; reinsurance; and current problems in the law of marine insurance coverage. Grade will be based on an anonymous exam except graduate students, who may opt to write a paper. Admiralty I and II are prerequisites. The course is taught by Richard Cozad who is a Partner at Schouest, Bamdas, Soshea & BenMaier P.L.L.C.

Admiralty: Personal Injury and Death

An advanced course in admiralty law concentrating on rights and liabilities arising out of the personal injury and death of seamen, longshoremen, harbor-workers, and third parties under both federal and state law. Admiralty I and II are prerequisites. The course is taught by Stevan Dittman, Of

Counsel with the firm of Gainsburgh, Benjamin, David, Meunier & Warshauer, L.L.C.

Admiralty: Towage & Offshore Services

Tugboats, barges, offshore support vessels, and offshore petroleum and renewable energy installations like offshore wind farms provide crucial services in today's global economy. This course examines the history, development, and current state of laws – some familiar, some quite specialized – that apply in the context of towage and offshore services. Both casualties and contracts are studied. The course focus is on U.S. law, but the laws of other countries like the U.K. are compared and contrasted when relevant, and internationally recognized contract forms are analyzed. Admiralty I and II are prerequisites. This course is taught by David B. Sharpe, co-author of *Cases & Materials on Admiralty* (West 6th Ed. 2017) and a partner in the firm of Lugenbuhl, Wheaton, Peck, Rankin & Hubbard.

Admiralty: Vessel Documentation & Finance

Students in this course work with materials concerning the documentation of vessels and financing from initial decision to construct to permanent financing. A knowledge of maritime law, commercial law and security rights is recommended. The course is conceived of as a practical course, with emphasis on the financial decisions of vessel operators and financiers. Attention is also given to maritime insurance issues affecting financiers. Admiralty I and II are prerequisites. This course is taught by Neal Kling of the firm of Sher Garner Cahill Richter Klein & Hilbert, L.L.C.

Administrative Law

The course explores the history, present status and nature of administrative agencies. The main emphasis is placed on administrative procedure, contrasting it with the judicial process, as well as constitutional limits on administrative action and the due process rights of persons who are adversely affected by agency action. Topics covered include: delegation of powers, the law of judicial review of agency actions, and procedural requirements of administrative rulemaking and adjudication.

Arbitration Law

Arbitration is an increasingly popular method of resolving civil disputes, including employment, securities regulation, construction, and insurance disputes. Although arbitration is the result of an agreement between the parties, a developing legal regime governs the use of arbitration and the enforcement of arbitration awards. Federal and state laws such as the Federal Arbitration Act govern what disputes are covered by an arbitration agreement, when arbitration is prohibited, and whether a court can review the award. This course provides an overview of those laws and the court decisions interpreting them so that the students understand an area of law that they are likely to encounter early on in their varied careers.

Bioethics

Bioethics is the multidisciplinary study of ethical and legal issues that emerge with advancements in medicine. Students will learn about bioethics from a historical perspective as well as its application today. The course will address concepts including patient rights, maternal-fetal conflict, right to life, right to die, and control and regulation of medical resources. The course will teach students to recognize and analyze conflicts which arise between medical professionals, patients, the government and private business interests, according to accepted bioethical frameworks. The course is taught by Kathy Rito, Esq., Special Counsel at Jones Walker LLP.

Business Enterprises

This four-credit course will cover the legal architecture of certain business enterprises (including partnerships, corporations, and limited liability companies), how business enterprises are financed, how control and managerial authority are allocated within a business enterprise, and the scope of the fiduciary duties owed to a business enterprise and its owners in routine and fundamental transactions. This course will also cover aspects of federal securities law affecting the governance of business enterprises, including antifraud rules and insider trading.

Cause Lawyering

This course examines the use of law to advance social, economic, or political goals. After a brief exploration of the theoretical framework and historical background of “cause lawyering,” students will

consider the role of law and lawyering in various change-seeking applications, such as social movements and impact litigation, and in various practice settings. Throughout the semester, students will meet with practitioners involved in prominent cases or organizations to discuss their objectives, strategies, and challenges—and whether they achieved their goals. Students will prepare for those meetings by reading relevant material and generating specific questions for the speakers. Grades will be based on several short papers, a final paper, and class participation. This course is not subject to a curve and includes an option for students to satisfy the upper-level writing requirement.

Commercial Law: Business Reorganizations and Bankruptcy Procedure

Through a lens examining the philosophy, principles, and policies underlying business reorganizations, this course will provide a practical look at the path a financially distressed enterprise can take, from filing to confirmation of a plan of reorganization under chapter 11, conversion to chapter 7, or dismissal. The following topics, among others, will be covered: good-faith filing and venue; retention and compensation of professionals; the extent of the court’s equitable powers; use, sale, and lease of the debtor’s property; successor liability; post-petition financing; the absolute priority rule; involuntary imposition of a reorganization upon creditors and shareholders; claims allowance; and the role of debtors, professionals, creditors, officers, directors, and trustees in the context of corporate restructuring. Grades will be based on draft pleadings and mock arguments for hypothetical clients at each stage. This course will be taught by the Hon. Meredith Grabill (U.S. Bankruptcy Judge, U.S. Bankruptcy Court for the Eastern District of Louisiana) and Mark Mintz (Jones Walker LLP).

Commercial Law: Secured Transactions

This course deals in depth with the creation and perfection of security interests in personal property, priority of claims, and remedies upon debtors’ default under Article 9 of the Uniform Commercial Code. In addition to full coverage of Article 9, the potential risks of the secured creditor under the Federal Bankruptcy Code are considered. Substantial consideration is given to the policies and

commercial equities which underlie doctrine in this area of law.

Comparative Constitutional Law

This course provides a comparative survey of influential contemporary constitutions including those of the United Kingdom, France, Germany, and South Africa. Following an introduction to comparative methodology and the functions of comparative law, especially in the legislative and judicial spheres, the class focuses on a shortlist of specific topics. These include the legislative process, bicameralism, the separation of powers, electoral systems, federalism, judicial review, and the protection of human rights. The concept of transnational constitutionalism, the potential and pitfalls of constitutional legal transplants, and the drafting of new constitutions in post-conflict societies such as Iraq, Tunisia or Kenya will also be considered. Students are invited to engage with foreign approaches to these issues through the lens of US case law and constitutional doctrine. The course will be based on a study pack of selected legal materials from the systems under review. Knowledge of foreign languages is not required.

Comparative Private Law

This course will compare common and civil law approaches to the law of property, contracts, and torts. The common law originated in England and is judge made. The civil law developed from Roman law and, in most jurisdictions today, it is codified. We will look at how England, the United States, France, and Germany deal with some concrete legal problems, and ask whether the differences are due to history, codification, culture or to the problems themselves. The topics chosen will be familiar to the students from their first year.

Constitutional Law: 14th Amendment

This course is designed to cover issues of individual rights under the Fourteenth Amendment that are given only brief treatment in the introductory first-year course. Subjects include equal protection, substantive due process, state action, and Congress's power to enforce the Fourteenth Amendment's guarantees.

Constitutional Law: Freedom of Speech/Press

This course focuses on the Supreme Court's opinions on freedoms of speech and press issues in First Amendment jurisprudence. The topics of

study may include: advocacy of illegal action, defamation, commercial speech, obscenity, offensive speech, hate speech, symbolic speech, regulation of the public forum, prior restraint, and other topics. The First Amendment topic of freedom of religion is not covered in this course.

Copyright & Social Media

The Copyright and Social Media course will cover the key advanced topics in copyright and social media. The course will be hands-on looking at questions that arise in the current climate, working with real-world problems. Students will be writing short papers on assigned topics. This course does not fulfill the writing requirement. Prerequisite: IP Survey.

Corporate Finance

This course provides both an introduction to financial economics—e.g., how companies are valued, how investment decisions are made—and advanced coverage of corporation and contract law related to the financing of modern business enterprises. The course will survey the rights and protections that exist for financial stakeholders in the corporate enterprise, including debtholders, preferred common stockholders, and shareholders holders of warrants and rights. Business Enterprises is a pre-requisite; Mergers & Acquisitions is highly recommended.

Corporate Dealmaking: Law, Policy, and Practice

This course will emphasize the practical aspects of advising the public corporation's board of directors in the deal making context of takeovers, proxy contests, shareholder activism, and mergers and acquisitions. The course will introduce students to the laws, theories, and corporate governance systems that underpin the board's decision-making process, as well as the roles and perspectives of other players, including corporate officers, investors, investment bankers, and regulators. Each topic will be addressed in a policy class taught by faculty and a practice class led by distinguished legal practitioners. Grades will be based on attendance, biweekly written analyses of a hypothetical transaction, and a final reflection paper. Business Enterprises is a prerequisite for 2L students and a prerequisite or co-requisite for 3L students. Some course content may overlap with that taught in

Mergers & Acquisitions and the Corporate Governance mini-course. This course will not be subject to the curve.

E-Discovery & Digital Evidence

Modern discovery increasingly concerns the production and retrieval of information that is electronically stored in computer systems, email, text messages, social media, cloud applications, and varying other methods. This course will focus on the new issues, rules, and practices involving the application of e-discovery, digital evidence, and computer forensics. It will explore not only the application of the federal rules of civil procedure and evidence to electronic discovery but also the appropriate handling and treatment of electronically stored information in the litigation process. The course is taught by the Hon. Karen Wells Roby (Chief Magistrate Judge, U.S. District Court for the Eastern District of Louisiana) and Lynn M. Luker (Of Counsel at Stanley, Reuter, Ross, Thornton & Alford).

Employment Law

The employment relationship serves an important role in structuring the lives of most adults in the United States. Employment provides wages, and often, a slew of benefits including health care and retirement pensions. It also provides a sense of stability and routine, and can even serve as the foundation of our identities. Legal disputes about the employment relationship occupy a significant segment of the legal market and consume a significant proportion of legal resources. This course offers students an overview of the important legal issues that are raised in the context of the employment relationship. It examines the law governing the employment relationship, including the establishment and termination of that relationship. The course will discuss employment issues, such as contractual employment agreements, wrongful discharge, regulation of wage and hour laws (FLSA), leave (e.g., FMLA), safety (OSHA and workers comp), unemployment insurance, privacy and freedom of speech, intellectual property issues (such as R&D ownership, trade secrets and non-competition clauses), the developing concept of unjust discharge, and regulations providing protection of retirement benefits. Throughout the course, students will be able to deepen their study of contract law, torts, and statutory and regulatory processes through the context of the law of the

work. The course does not cover either Employment Discrimination or Labor Law, both of which are offered as separate courses.

Energy Law, Regulation and Policy

This course will begin with an overview of the global energy situation in terms of supply and demand as well as balanced projections for the coming decades both here and abroad. It then will proceed to examine the primary sources of energy along with the multi-faceted role of electricity as the central source of secondary energy in our economy. This portion of the course will cover in some detail how these energy sources are used and regulated from economic, reliability, and environmental perspectives. There will therefore be a review of legal and regulatory principles governing fossil fuel extraction and use, the coal industry, nuclear power, a range of renewable energy sources, and finally the regulation of electricity generation, transmission, and distribution. The course will conclude with a brief review of the growing role of conservation and climate change in energy markets here and to some extent abroad. There will be an essay-based final examination and class participation will certainly be encouraged.

Entertainment Law

This course will cover legal issues in representing clients within the entertainment industry, highlighting business and economic considerations. The focus will be on the nature of relationships and transactions, including implications on intellectual property rights arising from contractual and other legal matters, which arise among various players from the music, film, visual and performing arts sectors. These players will include recording artists, songwriters, producers, managers/agents, record labels, publishers, filmmakers, screenwriters, graphics artists, studios, etc. Emphasis will be placed on analyzing the initial development and evolution of these dynamic relationships as they are intertwined within a pragmatic fact-pattern involving common issues arising from entertainment legal matters. Throughout the course, consideration will be given to various revenue streams flowing from intellectual property through channels of commerce, such as tangible record sales, digital sales, performance rights, and licensing, including synchronization licensing for music placements against film. The course is taught by Ashlye

M. Keaton, Esq., who is the co-founder and supervising attorney for the ELLA Project.

Environmental Law: International

This course examines the basic international legal setting for the protection and management of the environment. It discusses how international law is made and applied, the role of international environmental regimes or institutions, transboundary liability and compensation, enforcement strategies and compliance control mechanisms. Major themes of the course include human rights and the environment, free trade and environmental protection, the financing of global environmental protection measures, the protection of biodiversity, North-South issues generally, as well as various regulatory regimes for the protection of the global commons and internationally sensitive natural resources, including the Climate Change Convention. Public International Law is highly recommended. Professor Handl plans to invoke a rule penalizing students for lack of preparation and/or excessive absenteeism.

Environmental Law: Natural Resources

This course is one of the two foundation courses in environmental law and presents a survey of programs that govern the use and protection of natural resource systems, including energy, mining, timber, grazing, transportation and water resource development. Special attention is given to the National Environmental Policy Act, and to management statutes for public lands, forests, parks, refuges, wilderness areas, and endangered species.

European Union: Constitutional Law

This course covers the legal and political development of the European Union, highlighting the gradual functional and organizational changes that have taken place over the past five decades, and deals with its present-day constitutional structures including the Commission, the Council, Parliament, the European Court of Justice, and the European Central Bank. Specific emphasis will be placed on human rights protection and judicial review in the European context, the concept of a European constitution, the ongoing expansion process, and challenges connected to the introduction of a common European currency. The course also focuses on the tensions between an increasingly influential and supranational Union and its 27 sovereign Member States. Students are invited to

draw comparisons between the European Union and the United States throughout the course.

Evidence

The focus of this course is on the law and policy considerations surrounding the proof of facts (and law) in judicial proceedings. We will be studying the Federal Rules of Evidence, as most states have adopted these rules wholesale or in large part. We will cover issues of relevance and of reliability, the two main concerns of the Rules. **Professor Friedman will teach Evidence completely online with the objective solely of making students understand how to apply the Federal Rules of Evidence. Class involves readings which include cases and, most importantly, several hypothetical problems. Most of class will focus on the hypothetical problems which will be examined through class participation. Class participation is mandatory, as is preparation. Attendance will be taken and there will be penalties imposed for lack of attendance and/or lack of participation. The attendance policy for Evidence is that anyone who misses more than five (5) regularly scheduled classes will not be permitted to take the final exam and will receive an automatic grade of "F" for the course. No requests for exceptions of any kind for any reason will be considered. Anyone who is unprepared for class on more than two (2) occasions will have their course grade dropped by one step (e.g., from A to A- or B+ to B). Anyone who is unprepared on more than five (5) occasions will not be permitted to take the final examination and will receive an automatic grade of "F" for the course. Although the Zoom classes will be archived, pursuant to law school policy, Professor Friedman has the discretion to decline to make these archived sessions freely available to students. Any student who wishes to gain access to the archived version of any of our live classes will be required to make a written request to Professor Friedman.**

Family Law: Civil and Common

This course is a study of the formation, rights and obligations in formal and informal family relationships, and the breakdown of marriage and its incidents such as nullity of marriage, divorce, division of property, support, and custody. The course will treat the family law of both the civil law and common law jurisdictions of the United States.

Government Contract Law in the 21st Century

This is a two-hour weekly class survey course in lecture and/or seminar format of the many issues involved in federal contract law, not contract law in general. Federal procurements boast of a multi-hundred billion dollar marketplace annually. State run procurements often are modeled after the federal sector and add to this value. Bid protests, contract changes, special clauses in the Federal Acquisition Regulation, False Claim Act, contract terminations, and claims are covered. Class attendance and participation (10%) are required. Normally, a take-home exam option is used for final grading (90%). The course is taught by Stan Millan, Special Counsel at Jones Walker LLP. Tulane and Loyola students are invited to register. The course site for Spring 2021 will be at Tulane.

Immigration Detention and Removal Defense

This course will teach students the process and laws applying to detention and removal defense of immigrants. Topics will include the authority to detain and eligibility for release, classification of immigrants, grounds of inadmissibility and deportability and defenses against removal. The course is taught by Homero López, Jr., Director/Managing Attorney of Immigration Services and Legal Advocacy (ISLA) in New Orleans. Tulane and Loyola students are invited to register. The course will be taught predominantly remotely for Spring 2021, though some in person classes will be offered at Loyola.

International Energy Investment Protection

International investment protection is particularly important for energy activities. This is true for all segments of the energy value chain from upstream to downstream energy. It is a national and an international issue. Looking at various treaties and agreements as well as real disputes from around the world, this course covers all the main elements of energy investment protection. The objective of the course is to introduce the students to various investment protection methods. The classes examine both treaty and contract based investment protection. It will also cover both investment treaties and Host Government Contracts and Inter-Governmental Agreements used for upstream, pipeline and downstream investments. In addition to the theoretical and more abstract parts, the course will also use several case studies as learning material. The students will be exposed to real contracts and

real treaties. This course could meet the upper-class writing requirement.

Introduction to Legal Reasoning, Research and Writing in the US

This course is an introduction to the legal methodologies of practicing attorneys in the United States. Because the course is limited to foreign students seeking their LLM, it emphasizes the development of legal reasoning and writing skills in an adversarial legal system, while simultaneously acquainting students with the legal resources readily available to attorneys in the United States, such as Westlaw, and Lexis. The first half of the course is devoted to short writing projects, e.g., motions, and memoranda, as might be created and used by a U.S. law firm. The second portion of the course, which immediately follows the first, is devoted to the creation of a brief on a current issue. In addition, the students are required to orally argue at least three times. Professor Larson plans to invoke a rule penalizing students for lack of preparation and/or excessive absenteeism.

Labor Law

After a brief introduction to the history and evolution of the labor movement and labor legislation, the course covers in depth the legal framework dealing with union organization and collective bargaining. The material is considered from the beginning of the relationship between the employer and union, the organizational phase, through collective bargaining and enforcement of the contract once it is in place. Professor Friedman plans to invoke a rule penalizing students for lack of preparation and/or excessive absenteeism.

Legal Profession

This course introduces students to the roles of lawyers in society, the nature and structure of the legal profession, and to fundamental concerns and dilemmas of lawyers engaged in the practice of law. The course seeks to make students aware of their ethical responsibilities, both as members of society and members of the legal profession.

Legal Research, Advanced

Building on the research techniques presented in Legal Research and Writing, Advanced Legal Research focuses on the effective use of electronic and print legal research tools and examines existing electronic sources for both legal and non-legal

information of interest to lawyers. After reviewing research concepts taught during Tulane's first year Research and Writing course, this advanced course will provide coverage of selected additional research subjects, including statutory research, legislative history, administrative and regulatory research, practice aids, research strategies, and various specialized areas, including an introduction to treaty research and international/foreign research sources. The course also offers advanced training on comprehensive proprietary online research systems such as Westlaw and LexisNexis and introduces specialized proprietary online systems such as Bloomberg Law and BNA. It will focus on using the Internet to locate legal and non-legal resources, covering such topics as search engines, legal portal sites, websites for federal and state law, government information, and no/low cost information sources (commercial and noncommercial). This course will not be subject to the curve. The professor plans to invoke a rule penalizing students for lack of preparation and/or excessive absenteeism.

Media Law

In modern times, media is more ubiquitous than ever and the law is developing quickly in response. This class will examine the law that impacts media in its broadest sense—everything from a student's social media posts to a Pulitzer Prize-winning journalist's news story in The New York Times—and explore how those laws have developed over time. Topics will include access and who gets what from government when government is determined to keep things out of public hands; defamation protections that appear to be changing rapidly from New York Times v. Sullivan days; invasion of privacy and what deeply personal information journalists or Twitter posters are allowed to reveal; special rules for the internet; media liability for emotional harm and fakery; FCC regulations; and more.

Mergers & Acquisitions

This is an advanced corporate law course covering federal law aspects of tender offers, mergers (including forward and reverse triangular), leveraged buyouts, asset purchases, and other acquisition techniques, as well as selected defensive tactics (poison pills, recapitalization, white knights, etc.), due diligence, and drafting merger and acquisition

deal documents. Business Enterprises is a pre-requisite or permission of instructor required.

Oil and Gas Law

This course covers the law relating to oil and gas exploration, development, and production. The class will largely focus on issues related to oil and gas leases but will also cover the nature and classification of other mineral rights and related issues. The course will include common law doctrines as well as certain Louisiana law concepts.

Patent Law

Topics to be covered include: patentability requirements, infringement, defenses, remedies, litigation, appellate issues, administrative revocation, and special topics. A technical background is not required for this course. Prerequisites: Intellectual Property.

Renewable Energy Project Finance & Development

This seminar-style course provides a practical introduction to the concepts and analytical frameworks currently utilized in renewable energy project finance and development. The course has an especially heavy focus on solar energy (by far the fastest-growing sub-sector within renewable energy), but will also provide exposure to other renewable energy projects. The course utilizes a hands-on approach, exposing students wherever possible to real-world project investment, finance, and development scenarios and issues confronting practitioners in the energy sector.

Securities Regulation

This course provides a broad overview of U.S. Federal securities law, including statutes and regulations governing the underwriting and offering process, exemptions from registration, the operation of securities markets, and the activities of securities intermediaries, such as stock exchanges and broker-dealers. The course focuses on theoretical issues, such as the philosophy of regulating disclosure; the classification of professional and retail investors; the allocation of authority among the SEC, self-regulatory organizations and other federal and state regulators with respect to financial instruments; and the scope of and limitations on private securities litigation and the SEC's enforcement authority. Business Enterprises is required.

Sports Law: International and IP

This course examines the application of a variety of different areas of law—including intellectual property, contracts, torts, and constitutional law—to the sports industry. The course emphasizes intellectual property law and issues relating to the ownership of “data” produced by sports leagues, teams, and athletes. In particular, the course focuses on right of publicity and trademark law. This course will also examine a variety of legal issues that arise in collegiate, amateur, and international sports.

Successions, Donations & Trusts

A course in the Louisiana civil law governing the transfer of property by inheritance, testament or gift during life. Topics include rules of inheritance, rights of surviving spouses, acceptance and administration of successions; collation and partition; the making of wills, kinds of legacies, and forced heirship limitations on gratuitous dispositions. The course also considers the Louisiana Trust Code’s provisions concerning the creation, modification, and termination of trusts; limitations on dispositive provisions; and the powers and responsibilities of trustees.

Sustainable Energy Law & Policy

This course focuses on environmental sustainability in the energy sector from a legal perspective. Given that we all share the common problem, and try to come up with the best possible solution to answer the challenge of combatting climate change, understanding different tools adopted in different jurisdictions is central in developing — and improving — the policies and implementing measures given the diversity of experiences across the globe. Therefore, the course adopts a comparative approach to examine different regulatory alternatives that can be introduced to reduce the harmful greenhouse gas emissions in particular in the energy supply side in order to enable a more sustainable energy future. While the emphasis will be placed on the power sector given its overall contribution to the greenhouse gas emissions, building, transport and end-use sectors are also examined to a lesser extent.

Tax: Corporate Tax

The course provides a basic overview of regular “C” corporations. Using a transactional approach, the course traces the life of a corporation from

formation through distributions to liquidation. Income Tax is a prerequisite for this class.

Tax: State & Local Taxation

This course explores the state and local taxation of entities and individuals, focusing on multi-state taxation and overall tax planning strategies to minimize or eliminate multi-state tax liability. In this course, we will examine the concept of “nexus” (when a taxpayer or transaction is subject to the taxing jurisdiction of a state or locality), both as it has been understood historically, and in light of technological advances that have made remote business operations increasingly practical. We will also address the unique state and local tax issues created by the growth of “e-commerce” and the financial impact on state and local tax jurisdictions administering tax laws developed in the context of local business operations. Finally, we will discuss and analyze business activity taxes and sales and use taxation in detail, and will also cover very generally franchise, capital stock and gross receipts taxes, and property taxation, as time permits. Students will have an opportunity to practice handling or deciding a current significant SALT issue in a “moot court” exercise. The course will be taught by Jaye A. Calhoun, a member of the Business Tax Section of Kean Miller, L.L.P.

B. Mini-Courses and Workshops

Admiralty: Charter Parties

In this course, the student will become familiar with the different types of charter parties utilized by the shipping industry for chartering both cargoes and vessels. The main focus of the course will be on the duties of the owners and charterers under time and voyage charter parties, and the legal basis for disputes under both U.S. and English law. Admiralty I and II are prerequisites. The course will be taught by Jason P. Waguespack (L’91) of the firm Galloway Johnson Tompkins Burr & Smith.

Admiralty: Freight Forwarders, Shipbrokers & NVOCCs

This course will examine the role of intermediaries with respect to the negotiation and conclusion, or “fixing” of contracts for the carriage of goods by sea. The course will specifically examine the procedure for negotiating contracts including charter parties, the applicable chartering terms, the rela-

relationship between the intermediaries and the merchants, charterers, carriers and owners, and the relevancy of agency law. The course will explore multimodal transportation and liability regimes in EU and US. The course will be taught by Andrei Kharchanka, Manager of Risk, Claims and Litigation for BBC Chartering GmbH of Leer, Germany. BBC specializes in project cargo and is the world's largest operator of heavy lift multipurpose vessels.

Corporate Governance: Hot Topics in Corporate & Personal Governance

The course carries one semester hour of credit and meets for six two-hour sessions. It is graded on the "P, D, F" basis. It considers "hot topics" in corporate governance, such as "shareholder activism" and "proxy access"; a chapter from James Freund's book "Smell Test," which examines lawyers caught in what could be career-ending ethical dilemmas involving business clients; and one or two Delaware cases in which governance failures contribute to business failures. Because a significant portion of the course is current events, which are not predictable, newspapers are part of the assigned reading. Please choose either The New York Times or The Wall Street Journal. Editorial content will not be assigned. The course syllabus may change with little or no notice. A student's background in corporation and securities law will be useful, but not prerequisite. We will review those subjects in an early class. The course is most appropriate for 3Ls, but 2Ls are also welcomed. This mini-course is taught by Louis Fishman who is a Partner at Fishman Haygood L.L.P, with a likely appearance by David Bonderman who is the founder and Managing Partner of TPG Group, one of the world's largest private equity firms. Other distinguished guests are expected from time to time.

European Union Competition (Antitrust) Law

The purpose of the course is to explore a critical area of European Union Business Law: anti-trust/competition law. The course begins with two introductory classes: one on the structure of the European Union; the other the various theories that underpin contemporary antitrust law in Europe and the United States. The origins of antitrust law begin the late 19th century and the substantive law presentation begins with Standard Oil of New Jersey v. United States (1911). The course then moves across the pond to explore the two relevant treaty EU articles: TFEU 101 and 102. The first

governs multi-firm conduct; the second single firm conduct. Finally, attention will be turned to one area of competition law, resale price maintenance, in comparative perspective; the diverging paths of the EU and the US will be analyzed. This course is taught by Lloyd Bonfield, a Professor of Law Emeritus at New York Law School, and Marc Firestone, the President of External Affairs and General Counsel at Philip Morris International.

Introduction to Chinese Maritime Law

This introductory course aims to convey to the student the primary knowledge of the shipping law and practice of the Mainland of China. The key sectors which are to be covered include Chinese legal system, setting up in China, contracting with Chinese entities, carriage of goods by sea, shipping contracts, ship and ship-related rights, marine casualties, marine insurance, agency, dispute resolution and maritime procedural law. This course intends to present the unique features of Chinese shipping law and tries to prepare the students for recognizing and dealing with uncomplicated legal issues in relation to Chinese shipping industry. This course will be taught by Jiang Lin (John), Associate Professor of Shanghai Maritime University. John is a practicing lawyer of the Mainland of China and solicitor of England and Wales. He is also a key arbitrator of Shanghai Arbitration Commission and supporting member of London Maritime Arbitrator's Association.

Legal Scholarship Workshop

This "workshop" will feature presentations by five or six visiting authors of their works-in-progress. The Spring 2021 course will focus on immigration law. Students formally enrolled in the workshop will meet with one or more of the faculty conveners the week before each author's presentation to discuss the paper. Students will prepare brief (one-page) response papers for each paper, which will be shared with the authors. In addition, students will be expected to attend two additional academic lectures or conference events at the law school or elsewhere on campus. The workshop is designed for students who are interested in developing skills in critically reading legal scholarship and for those with particular interest in issues related to regulation, law and economics, and immigration. The author presentations will be open to students who are not formally enrolled in the workshop. The faculty conveners are: Adam Feibelman, Laila

Hlass, Mary Yanik, Ann Lipton, Blair Druhan Bull-ock, Daiquiri Steele, Mohammad Hamdy, and Steve Sheffrin (Tulane, Econ & Murphy Institute). This course is graded on a Pass/D/Fail basis.

Real Estate Contracts: Commercial

This course will examine the negotiation of a number of agreements and the skills and methods of lawyers who handle transactions. The contracts include an office lease, a shopping center store lease, a mortgage loan, the work-out of a troubled hotel loan, the purchase of a contaminated site for redevelopment, and a construction contract for a warehouse. The course materials will include a case study for each transaction, a proposed contract, and the counter-party's mark-up of the proposal. The case studies offer students the opportunity to see the deal from the client's perspective. The course will study rules of law that motivate and constrain the contents of particular agreements. There is no prerequisite for this course.

Representing Physicians

This course will begin with an overview of general issues in healthcare law but will focus primarily on practical legal issues physicians face in the current healthcare world and how lawyers can be prepared to counsel the physicians facing those issues. This mini-course will address issues as diverse as anti-trust and ERISA to medical staff and peer review, from the viewpoint of a practitioner who specializes in representing physicians. Tulane medical students will also attend several of the classes. The course is taught by Richard Levenstein, a Shareholder at Nason Yeager. There will also be several attorney and physician guest instructors.

Socio-Economic Rights

Socio-economic rights play an important role in many societies. Demands for jobs, food, water, housing/shelter, education, health care or—more generally—dignified living conditions are as important as classical liberal ('first generation') rights to equality, free speech, assembly, political participation or religion in countries like South Africa or India and continue to influence the human rights debate across large parts of South America. The Arab Spring is the most recent battleground over constitutionally entrenched socio-economic demands and greatly expanded the scope of such entitlements in systems like Iraq or Egypt. Other

societies, including the United States and many countries in Europe, provide assistance for citizens in need but take a much more cautious stance on the constitutional protection of the socio-economic sphere.

This course identifies different approaches to the protection of socio-economic entitlements. Drawing on the origins of social welfare states, including the German and French models, students will be alerted to the tensions that exist between the desire to provide a constitutional basis for the most fundamental needs of citizens and the limited resources available to most societies when it comes to the creation of job opportunities or the provision of social welfare benefits. Options range from ordinary social welfare legislation without a constitutional safety net, constitutional principles that direct public policy and resources towards the development of socio-economic safeguards, constitutional provisions that guarantee a minimum standard of life, to the constitutional entrenchment of ambitious individual rights to socio-economic benefits.

Students will explore these options on the basis of selected academic writings, socio-economic data from national sources and international organizations, court decisions, and constitutional texts from a variety of systems including Ecuador, South Africa, India, Egypt, Germany and the United States. Particular emphasis will be placed on the role that constitutional law can play in socio-economic development and the distribution of limited resources between competing societal needs. This will include the difficult question of judicial enforcement and the implications of constitutionally entrenched rights for the separation of powers in democratic systems of government.

C. Upper-class Seminars

Admiralty Seminar

The Seminar will have one or more common themes to be selected by the class with some suggestions from the professor. Two possible themes are: (1) the shipping industry's decarbonization efforts and (2) the problem of abandoned seafarers and mistreatment of seafarers, particularly in the fishing industry. Students attending the first class should have given some thought as to what they would like to see the Seminar cover. Admiralty I is a prerequisite. Professor Davies plans to

invoke a rule penalizing students for lack of preparation and/or excessive absenteeism.

Animal Law Seminar

This survey course will provide an overview of the evolution of animal law and the breadth of issues encompassed by this rapidly developing field of law. At the same time, the course will afford the opportunity for in-depth deliberation of the salient issues in current animal law litigation, including in Louisiana. Because animal law necessarily implicates virtually every field of law, including constitutional law, property law, criminal law, and torts, students must develop and apply their knowledge of these other fields in class discussions. Students will also be expected to understand and apply basic principles of administrative law introduced in the course. This course is taught by Machel Hall, the President of the Board of Directors for Louisiana SPCA.

Coastal & Wetlands Seminar

This seminar provides an examination of the factual, legal, and policy framework that has developed regarding issues of coastal land loss, with a focus primarily on the quickly disappearing wetlands in Louisiana, but also with an examination of similar land loss issues in other communities. The seminar will examine the background of the importance of wetlands, the crisis of coastal land loss, the causes of that loss, and the legal and policy responses in the search for remedies for wetland and coastal harm. The seminar will be co-taught by Christopher Dalbom (Senior Research Fellow and Assistant Director of the Institute on Water Resources Law and Policy at Tulane Law School) and Bessie Antin Daschbach and Tad Bartlett (both members of Jones, Swanson, Huddell & Garrison LLC).

Comparative Law Seminar: Citizen Access and Judicial Review Environmental Decisions Around the World

This one-credit Seminar provides a unique view of two phenomena that have arisen at the same time around the globe: environmental protection and judicial review. We do this through a single book, *Taking Back Eden*, that describes cases from eight countries as different as the Philippines, Chile and Japan. The second part of the course consists of cases that you will identify, research and present

orally to the class. There is no paper required. Grading will be pass-C-fail.

Contemporary Issues in Legal Ethics

This course is designed around the fundamental premise that the subject of professional responsibility and its intersection with an individual's personal moral and ethical code is the single most relevant consideration to a future career as a member of the bar. The course will explore ethical problems and dilemmas that modern lawyers face from day one of practice. It is critical that lawyers be alert to spotting these issues when they arise and be educated in the methods of resolving them and prepared to handle them. Rather than a straightforward discussion of the Model Rules, the course will be an in-depth examination of contemporary issues that affect modern legal practice, including the development of a professional identity in an adversarial system, ethical issues in alternative dispute resolution, the use (and misuse and failure to use) social media and other technology, and the ethical implications of innovation in the law. The course will be co-taught by the Hon. Scott Crichton, Associate Justice of the Supreme Court of Louisiana; James Garner, a co-managing member of Sher Garner Cahill Richter Klein & Hilbert, L.L.C.; and Sarah Rubin Cohen. This course does not satisfy the Legal Profession requirement, and Legal Profession is a co-requisite for this course.

Criminal Justice Seminar

This seminar provides students with the opportunity to write a research paper on a topic of their choosing in the field of criminal justice reforms, including (but not limited to) racial justice reforms in the criminal legal system, legislative and judicial reforms related to the police, the reforms of progressive prosecutors, prison reforms and remedies for mass incarceration, misdemeanor justice reforms, death penalty reforms, and free speech protections for arrested protesters who seek criminal justice reforms. Students will write a 25-page research paper in the format of a law journal comment. In addition to their research and drafting activities, students will lead a 50-minute workshop-style discussion on their topic, using readings and prompt questions that they have selected. Classmates will prepare for each discussion by doing the readings and posting responses to the prompt questions on TWEN. A rough draft of 15 pages will be due in the middle of the semester and the draft

will receive written feedback from the teacher and another classmate. The course grade will be based on the final research paper, the rough draft, the workshop discussion presentation, participation in class discussions, regular attendance, and timely completion of all writing assignments, including TWEN postings. There are no prerequisites for the seminar. This seminar fulfills the Upperclass Writing Requirement. Professor Hancock plans to invoke an attendance policy

Cuban Law & US-Cuban Relations Seminar

This seminar will cover the legal system of Cuba, U.S. -Cuba relations, and the impact of each on Cuba's development. By the end of the course, students will have acquired an understanding of the historical development of Cuban law and legal institutions as these emerged during the colonial, republican and revolutionary eras; the Cuban legal system, and the Cuban legal and economic framework regulating foreign investment, trade, and international business transactions; the use of other disciplines in the analysis of Cuban legal problems and institutions, including comparative law and international law; and the relationship between the United States and Cuba and the role of U.S. citizens, particularly the Cuban-American community, in rebuilding Cuba. The course will give special attention to the Trump Administration's decision to activate Title III of the Helms-Burton Act, which allows American to sue companies profiting from property that was nationalized or confiscated following the 1959 Revolution. The course will also explore alternatives to modernize the Cuban legal system in comparison with other mixed jurisdictions that have been greatly influenced by the Common Law, such as Puerto Rico and Louisiana. The course will be taught by José R. Cot, a Director in the New Orleans law firm of Hurley & Cot, and Rolando Anillo, corporate counsel for Florida Crystals Corp-American Sugar Refining Inc. This course is eligible to satisfy the upper-level writing requirement.

Feminist Legal Theory Seminar

Feminist legal theory can pose a significant epistemological challenge to traditional schools of jurisprudence, questioning some of the very premises of what constitutes justice and equality in a liberal democracy. At the same time, it seeks to explore how gender shapes the law and how the law shapes gender. This course will examine the principle tenets, methodologies, and controversies

in feminist legal theory including the meaning of equality, the intersection of race and law, the public/private divide, concepts of objectivity and neutrality, and how law reproduces hierarchies while also having the ability to participate in significant social change. We will look at how feminist theory has used, incorporated, modified and critiqued other schools of jurisprudence and theoretical paradigms including Marxism, critical legal studies, critical race theory, and postmodernism. We will also analyze debates between feminist theorists regarding essentialism, women's sexual agency, and how feminist theory itself is a product of a particular society. The goal of the course is to think broadly and critically regarding the interaction of law, society, and gender while exploring the potential and limitations of our legal system.

International Humanitarian Law Seminar

This seminar provides students with a basic overview of the law of armed conflict (LOAC), or international humanitarian law (IHL), i.e. the body of international legal rules and principles that aim at limiting the permissible use of force during armed conflict. It will do so by paying special attention to the implications for the LOAC of the rapidly changing nature of warfare as exemplified by hybrid-warfare, cyber operations, and the use of artificial intelligence-enabled autonomous weapons systems, and drones. Specifically, the seminar will focus on LOAC's -- traditional -- core concepts (distinction, military necessity, unnecessary suffering and proportionality), the key protective regimes covering combatants, civilians, cultural property and the environment, and on typical battlefield issues, including superior orders, command responsibility and rules of engagement. The seminar will also discuss the security detention of combatants and civilians, the interrelationship of the IHL and human rights law and individual accountability and state responsibility for violations of the LOAC.

IP & Digital Entrepreneurship Seminar

IP and Digital Entrepreneurship is a course that introduces law students to the kinds of questions that arise in new social ventures, start-ups, non-profits and other early-stage projects. This will be a hands-on course where students will be introduced to the practice of IP and entrepreneurship through a variety of means, including a standard

casebook, guest attorneys and entrepreneurs, and specialized final writing projects. This course is recommended for students interested in the following areas: business, IP, non-profits, and solo practice. Students will write a final paper sufficient to satisfy the upper-level writing requirement. Prerequisite: IP Survey

Large-Scale Energy Projects Seminar

The core purpose of this seminar is to examine legal and contractual questions relating to large-scale energy projects here and abroad. The seminar is built around three large-scale energy projects that raise a number of legal and contractual issues: A cross-border pipeline in Europe; the decommissioning of a large nuclear power plant; and cross-border oil and gas investment in Africa. Each project is based on real projects that have taken place in the past. These projects will in all cases raise a range of complex issues which requires energy industry legal advice, whether the counsel is directed to regulatory authorities, private enterprises, non-governmental organizations, or other industry players. Topics that will be examined during the course of the seminar include: the application of state, local, and national laws as appropriate; the application and impact of international law, including the UN Law of the Sea Convention and bilateral and multilateral investment treaties; and the role of contractual terms most commonly used in the energy industry sectors and projects that will be the focus of the seminar. Students will prepare legal memoranda on a variety of legal and contractual issues relating to the projects examined in the class.

Law & Literature Seminar

This interdisciplinary seminar will use various works from the canon of Western literature—Homer, Shakespeare, Kafka, and others—as well as American film to explore jurisprudential concerns such as the distinction between justice and revenge, law and illegality, and the limits and purposes of punishment. We will explore the differences and similarities between legal and literary narrative, the origin and nature of law, how law reflects (and whether it should reflect) community norms and moral views. Students will be required to prepare a research paper which they may use to satisfy the upper-class writing requirement, make one or more class presentations, and participate in class discussion. Reading assignments will consist

of literary works and commentaries of these works.

D. Experiential Courses

1. Clinics

Application required—ONEAPP deadlines are set by the Office of Experiential Learning; opportunities remaining available after the deadline will be advertised.

Civil Rights and Federal Practice Clinic

This course is the civil advocacy component in which students, under supervision, represent clients primarily in the areas of fair housing, equal employment opportunity, and civil rights/liberties. Students may draft motions, pleadings, discovery requests, and briefs; conduct depositions; argue motions; negotiate settlements and/or try cases in state and federal court. Student attorneys have professional responsibility for clients and handle all aspects of cases from the initial client interview through fact investigation and discovery, then to trial, adjudication, or settlement. To be taken in conjunction with Federal Pretrial Practice Seminar. Students are selected on the basis of an application and personal interview. Full year only, 3 credits in the fall and 3 credits in the spring.

Criminal Justice Clinic

This course is the criminal litigation and advocacy component in which students, under supervision, represent indigent criminal defendants in all phases of a criminal case: pretrial motions and trials; parole hearings; state post-conviction relief; appeals to the LA Fourth Circuit Court of Appeal and the LA Supreme Court; and federal habeas corpus petitions in the federal district court, Fifth Circuit Court of Appeal, and United States Supreme Court. Additionally, students engage in non-litigation advocacy on behalf of clinic clients such as testifying before the state legislature, meeting with community organizations, and partaking in community legal education. This course is geared towards those considering careers in criminal law, either as prosecutors or defense attorneys. To be taken in conjunction with Criminal Practice Seminar. Students are selected on the basis of an application and personal interview. Full year only, 3

credits in the fall and 3 credits in the spring. A rule penalizing students for lack of preparation and/or excessive absenteeism will be invoked.

Domestic Violence Clinic

The Domestic Violence Clinic provides legal services to victims of domestic abuse, relationship violence, stalking, or sexual assault. Legal services will address the variety of legal problems which may arise as a consequence of domestic violence, including emergency assistance in obtaining protective orders, and extending to representation in family law cases, including child custody and support; problems with housing, employment, or denial of access to financial resources such as bank accounts or other community property. The Domestic Violence Clinic is offered in the fall for three credits and in the spring for three credits. Enrollment is limited to twelve students. Students are selected on the basis of an application and personal interview. Students must meet all eligibility requirements of the Louisiana student practice rule. Prerequisites: Legal Profession and Evidence. Co-requisite: Litigation Skills for DV Clinic.

Environmental Law Clinic

The Tulane Environmental Law Clinic (TELC) provides legal services to local, regional, and national groups, as well as individuals, on a wide range of environmental and public participation issues. Under the supervision of the Clinic's staff attorneys, students in the Clinic take the lead in representing clients in pleadings and oral arguments before local governmental bodies, state and federal agencies, and state and federal courts. Among the issues TELC student attorneys address are issues faced by fence line environmental justice communities impacted by facilities which pollute their land, air and water and pose risks from accidental releases; Atchafalaya Basin residents and fishermen who seek to preserve their way of life and the wetlands they rely on; clients concerned with preserving fish and wildlife, including threatened and endangered species; and regional and national groups addressing local environmental issues which reverberate nationwide. TELC is open to 3Ls, 2Ls (during the spring semester only), and LLMs with JD degrees from U.S. law schools. 2L and 3L students are required to enroll for two semesters; LLMs are limited to one semester in TELC. Under student-practice rules, 3Ls and LLMs may sign pleadings and appear in court under the guidance

of TELC's supervising attorneys. Professor Jordan plans to invoke a rule penalizing students for excessive absenteeism. 3 credits each semester.

First Amendment Clinic

This clinical course is dedicated to protecting freedom of expression, increasing government transparency, and supporting the essential work of news gatherers. The work includes impact litigation and direct legal services. Student attorneys have professional responsibility for clients and handle all aspects of their cases.

Juvenile Litigation Clinic

This is the juvenile clinic in which 10 students represent indigent clients in juvenile delinquency cases, and children in need of care cases. Students work under the direction of the supervising attorney, but the students are primarily responsible for all client and witness interviews, pre-trial hearings, trials and appeals. The course must be taken in conjunction with the Juvenile Advocacy Seminar. The course lasts the entire year and carries 3 credits in the fall and 3 credits in the spring. Students are selected during the spring of their second year based upon written applications and personal interviews with the supervising attorney. Professor Katner plans to invoke a rule penalizing students for lack of preparation and/or excessive absenteeism.

Immigrants' Rights Clinic

Students in the Immigrants' Rights Clinic represent detainees, migrant workers, children and other immigrants with critical legal needs working through the U.S. immigration system. Working alongside licensed attorneys, students work on behalf of clients and community groups in a variety of settings—immigration agencies and courts, state and federal courts, as well as workshops in detention centers and/or community centers.

2. Externships

Application required—ONEAPP deadlines are set by the Office of Experiential Learning; opportunities remaining available after the deadline will be advertised.

Public Service, Public Interest, Judicial and Corporate & In-house Counsel Externships

The Externship courses provide legal education and skills development in real-life settings. Students work and learn in a variety of workplaces: public interest or nonprofit organizations; courts or government offices at the federal, state or local level; and corporate counsel offices. The Externship courses allow students to gain expertise in professional skills and problem-solving; study professionalism and the lawyers' ethical requirements; examine lawyers' roles in the delivery of justice and ensuring justice for all; develop specific lawyering skills or learn a specific area of law; explore career interests in a variety of legal fields and build a professional network; and provide service to the community and to the public at large.

The Judicial and Public Service Externship courses are year-long; the Corporate & In-house Counsel Externship and the Public Interest Externship courses are one-semester courses. Three non-classroom credits are awarded for each semester of fieldwork. The course is graded Pass-C-Fail. Students are required to work a minimum of 135 hours per semester at their field placements. One writing sample is submitted to the faculty supervisor each semester. In addition, students submit brief reflective pieces based on questions posed by their faculty supervisor.

There is a 1-credit, graded co-requisite seminar in the fall semester of the yearlong course, and running concurrently during any one-semester externship course. There are also small group or individual meetings with the faculty supervisor throughout the course. The seminar class meeting times and locations appear in the course schedule.

Students generally may not enroll in a clinic while enrolled in the Public Service, Public Interest, Judicial, and Corporate & In-house Counsel Externships. However, simultaneous enrollment is permitted in the Legislative & Administrative Advocacy Clinic. Environmental Law Clinic students may not simultaneously be enrolled in Externships

with a judge, EPA, the Louisiana Department of Environmental Quality, the Louisiana Department of Natural Resources, the District Attorney's Office for Orleans Parish or Jefferson Parish, a public defender's office, or a corporate counsel's office; they may, however, enroll in other third-year externships after obtaining prior approval from the Environmental Clinic.

3. Labs

Application required—ONEAPP deadlines are set by the Office of Experiential Learning; opportunities remaining available after the deadline will be advertised.

IP Lab in Patent and Trademark

The two IP Labs in Patent and Trademark allow students to obtain practical, real-world experience representing clients in patent and trademark matters on a pro bono basis before the U.S. Patent and Trademark Office. Students under supervision help screen and interview clients, conduct patentability or registerability searches, counsel the client regarding the results, and, if appropriate, draft and file patent or trademark applications, responses, and other documents necessary to the application. 2Ls and 3Ls may apply for this limited enrollment course by completing an experiential application ("ONEAPP"). Students applying for the IP Lab in patents must have the technical background described at pp. 4-10 in the General Requirements Bulletin on the USPTO website, available at:

https://www.uspto.gov/sites/default/files/documents/OED_GRB.pdf. The Trademark Lab will meet at the downtown offices of Carver Darden on Friday afternoons.

4. Simulation Courses

Client Interviewing & Counseling

The course will focus on the legal principles and skills involved in interviewing clients and witnesses and counseling clients in the course of litigation, dispute resolution, and decision making. Establishing an effective lawyer-client relationship requires gathering information relevant to client

decisions and assisting clients in analyzing the legal and non-legal consequences of various options in order to make the decision most likely to achieve client objectives. Additional topics include addressing political polarization and cultural differences; interviewing and counseling clients experiencing trauma or disability; and representing children, criminal defendants, and organizational clients. Students will be assessed based on in-class role plays, recorded interviewing and counseling simulations, written plans, and self-evaluations.

Contract Drafting

This course introduces students to the principles, processes and techniques for drafting business contracts. Students will learn how transactional lawyers translate a business deal into contract provisions. Students will draft commercial agreements with a focus on managing risk, minimizing ambiguity, drafting with clarity, using contemporary commercial drafting techniques, and solving problems through effective drafting. Students will also learn to read, review and analyze contracts with an eye toward both legal and business risk issues. The course is presented through a combination of lecture, drafting and editing assignments, and in-class exercises. Students draft sample contract provisions, draft contracts from scratch, analyze term sheets, and review and revise contracts. Grades will be based upon drafting and editing assignments, participation in in-class exercises, and good faith completion of ungraded assignments. There is no final exam. The course is taught by Leopold Sher, Co-Managing Member of Sher Garner Cahill Richter Klein & Hilbert, L.L.C. Students who have taken Business Drafting are not able to register for the Contract Drafting course.

Deposition Practice & Procedure

This is a skills course focused on depositions. While the course centers on basic and advanced skills in preparing for, taking, and defending depositions, its focus is broader. It begins by placing depositions in the context of formal pretrial discovery, and ends with the use of depositions in pretrial motions, negotiation and at trial. Skills exercises will include both oral and written advocacy skills relevant to this important portion of civil litigation. While most civil cases filed in federal or state court are resolved before final adjudication, all practicing attorneys will have to take depositions in order to learn what evidence they must

meet at trial, or alternatively use case evaluation for settlement negotiations or mediation. The information obtained in a deposition will allow an attorney to intelligently evaluate the case and competently advise their clients. The course begins with the role of depositions in the larger discovery process, preparation, developing a theme, and the mechanics of the deposition process and procedure, including questioning techniques. More advanced topics will include the expert deposition, use of expert depositions to make effective Daubert challenges, taking and defending corporate depositions, and the use of depositions in pretrial practice including Daubert challenges and summary judgment motions.

Environmental Litigation

This is a theory and practice course covering the major components of an environmental case up to trial including: substantive and procedural law, investigations, claims/defenses, discovery and depositions, experts and science, and motions. Grading will be based on written and oral exercises; no examination. It is taught by William Goodell a sole practitioner specializing in environmental and toxic damage litigation. Mr. Goodell is principal of the Goodell Law Firm, was formerly the Louisiana Department of Justice Assistant Attorney General for Environmental Enforcement, and also taught the Environmental Trial Advocacy and Deepwater Horizon Seminar courses at Tulane.

Negotiation & Mediation Advocacy

The purpose of this course is to expose students to the process of negotiation as a pervasive lawyering activity; to increase awareness of the technical, interdisciplinary, and ethical dimensions of that process; to introduce the concept of the lawyer's role as problem-solver; to enable students to experiment with and consider thoughtfully the various theories, forms, and techniques of negotiation and mediation advocacy; and to provide students an opportunity to assess their own capabilities within those contexts. 75% of the course will focus on negotiation and 25% on mediation advocacy. (Please note that the mediation advocacy portion of the course is not training students to be mediators but rather to enhance their understanding of the lawyer's role in a mediation.) A number of negotiation exercises are completed outside of class at times that are mutually agreed upon by the negotiators. Flexibility by students in this regard is expected.

Students will be graded on a “Pass/C/Fail” basis. There is no curve in this course. This course is taught by Stephen Bullock, Mathew Chester, Gabe Feldman, Dan Friel, Stephen Hall, Lesli Harris, Ault Hootsell, Robert Jenks, Roger Larue, Michael Moran, William Pitts, Elizabeth Ryan, Charles Thensted, Thomas Usdin, Susanne Veters, and Rachel Wendt Wisdom. The professors plan to invoke a rule penalizing students for lack of preparedness and/or excessive absenteeism. Students who have taken Intercultural Negotiation & Mediation in Berlin may not take Negotiation & Mediation Advocacy due to course overlap.

Public Company Reporting Practicum

This course is designed to provide a hands-on and practical introduction to disclosure issues and practices of publicly traded companies. The course will address disclosure issues and topics under the federal securities laws and the various rules and regulations thereunder. The course will also cover select corporate governance issues, such as director independence, committee composition and duties, shareholder approval of certain matters, and other exchange listing requirements (NYSE and/or NASDAQ rules).

This is an advanced course that is designed to teach students how to approach and solve problems relating to public company disclosure issues, focusing on the structure and content of disclosure and available resources. The course will be designed to simulate the issues and tasks that an attorney would perform in representing a public company in practice. It is primarily designed for students who intend to practice corporate or securities law and represent companies in connection with public filings with the Securities and Exchange Commission and the sale of securities. The course will be taught by Clint Smith, an associate at Fishman Haygood L.L.P.

Solo & Small Firm Practice

Solo and small firm practice is the most common organizational form in the legal profession today. This course will focus on the essential elements of forming and operating a small firm or solo law practice. Although many of the topics covered in this course could be translated into law practice skills in general, the course will give particular emphasis to those issues that are frequently encountered by solo and small firm practitioners, including setting up a law practice; developing business;

hiring, managing, and effectively using support staff; financial planning, billing, and fee management; issues of ethics and professionalism; leveling the playing field through practice skills and management; and many others. Students will be graded on a P/C/F basis and will be assessed on quality of their involvement and participation in both individual and group exercises. Students will also be evaluated on the quality of their critiques of fellow students’ performance. There will not be a final exam in this course. Attendance and participation are required. The course is primarily geared toward 3L students who will be given preference. 2L students may be accepted, with permission of the professor, provided they have taken or are enrolled in legal ethics.

Trial Advocacy

This course is intended to prepare and train students in advocacy skills for litigation. It is graded on a pass/D/fail basis, with top 10% of class receiving “honors” designation. The principal method of instruction is “Learning By Doing.” The students participate in intensive role playing of simulated trial problems and receive feedback from faculty members. Subjects covered during the course are: opening statements; direct and cross examination; exhibits and demonstrative evidence; impeachment and rehabilitation; examination of expert witnesses; closing arguments; and trial notebook. Asynchronous lectures on the skill of the week are provided, and members of the faculty give demonstration performances. Each student performance is recorded at least once as part of the weekly faculty feedback and self-evaluation component. The faculty includes experienced trial lawyers and judges, who rotate through each section so that students will be exposed to a variety of views and ideas. Each student tries a jury trial at the conclusion of the course. The course has a limited enrollment. Evidence is a pre-requisite.

E. Special Courses

Directed Research

Directed Research is a way for students to receive one, two, or three hours of credit for research papers completed under the supervision of a member of the full-time faculty. The faculty member must approve the topic and scope of the paper and determine the number of pages required for the credit granted. Students may receive a maximum

of three credits during their entire degree program.