

## TEACHING CONTRACTS TRANSACTIONALLY

*The following is an edited transcript of a program put on by the Contracts Section of the Association of American Law Schools at the Association's Annual Meeting in Washington, D.C., on January 5, 2003*

HAZEL GLENN BEH, PROFESSOR OF LAW, UNIVERSITY OF HAWAII, CONTRACTS SECTION CHAIR ELECT, MODERATOR:

[Our Chair, Peter Linzer, was supposed to be the moderator, but his wife, Rhea Stevens, was injured when her arm was kicked by a horse yesterday afternoon. Peter, of course, had to return to Houston,] and so our thoughts are with him, but he caught a 7:30 a.m. flight out of here.<sup>1</sup> So he asked me to fill in, and I just want to make a brief announcement for those of you who are just arriving. We did have our business meeting already, and we elected unanimously Juliet Kostritsky as our Chair-Elect, David Snyder as our Secretary, Eric Talley and Jean Braucher as Members at Large, and Peter Linzer of course becomes our Immediate Past Chair. Staying on as Senior Membership is Carol Chomsky, who does a wonderful job for us all on our list serve. We're so grateful to her. And Scott Burnham who is our Webmaster. If you haven't gone to *alscontracts.org*, you should check it out. It's wonderful. Wonderful Web site potential, and one of the things that Scott's looking for is some other people to help him with it. So the newsletter, in the back, carries "Help Wanted" posters. Help from all of you is welcome in the section.

Without further ado, we will go to our program. This is being recorded, and we intend the proceedings to be published in the *University of Toledo Law Review*. The format is about an hour or so of our speakers' presentations, and then really an open mike to have all of you share your ideas about integrating contract drafting into the curriculum of our law schools. And so at that point, when you do get up to speak, we ask you to identify both yourself and your institution so that it can show up in the Law Review. And if you don't want to be in the Law Review, preface your remarks by saying that you want to be edited out of the transcript. So that's the format. Peter felt strongly that we wanted to limit the speakers' time. We want them to stimulate us, food for thought, and ideas, but we also want to invite all of you who teach contracts classes to share your ideas so that we all go back energized.

My brief introduction is that my son is in medical school, and he just finished Anatomy. He said at the end of the class they had a service for the cadavers that had served them for the semester of medical school in the anatomy class. And he said, "You know, that really was the best teaching tool and gift that anyone ever gave us." And I thought about that. I had thought about it before, ironically, in the context of contracts. At the end of each year, I always talk to my students about what these wonderful cases have given us, although they weren't voluntary. These were real people with real crises. Some of them went bankrupt. It destroyed their lives.

Our contract cases look at the wrecks on the highway and we learn a lot from them. But I think we're naive to think that our students can intuitively learn how to

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1. Happily, Ms. Stevens's arm was not broken, though there was both soft and hard tissue damage. She made a slow but steady recovery over the next couple of months.

be transactional lawyers from failed relationships. And so I find it ironic that for all these many years of law schools teaching contracts, our 1Ls never read a full contract, let alone write a clause, in many of our classes. And yet we expect them—not to be litigators; after all, we're not teaching litigation—but to be transactionalists, to learn how to write a contract and to negotiate a contract and to read a contract without ever having taught it. I think that's asking perhaps too much of our students. So this panel today is people who have taken the bold step of integrating some transactional work, to a small or large extent, into their classroom. I know that a lot of you do, too. That's the idea of this presentation today

To introduce our speakers in the order they are speaking: David Snyder from Indiana, Bloomington; Kellye Testy from Seattle University; Chris Kunz from William Mitchell; Lew Gibbons from University of Toledo; and Edith Warkentine from Whittier. Several of them integrate drafting into the first year curriculum. And Lew is in the unique position of doing it in an upper division course on intellectual property, so we're hoping that the cross ideas of that will also get us going. So without further adieu, I'm going to turn it over to David Snyder, our new Secretary