

International Business Negotiation

This course is structured around a semester-long, simulated negotiation exercise which provides an in-depth study of the structuring and negotiating of an international business transaction. This class will be taught in counterpart with a class at University of Calgary School of Law. Students in this class will represent a multi-national pharmaceutical company and, the students in the class in Calgary will represent an African agricultural production company. The two companies are interested in working together to exploit a new technology developed by the pharmaceutical company that uses the cassava produced by the African agricultural production company. The form of their collaboration could be a joint venture, a licensing agreement or a long term supply contract. The negotiations between the two classes will take place through written exchanges and through real-time negotiation which will be conducted via videoconferences.

The purpose of the course is to provide students with an opportunity (i) to experience the sequential development of a business transaction over an extended negotiation, (ii) to study the business and legal issues and strategies that impact the negotiation, (iii) to gain insight into the dynamics of negotiating and structuring international business transactions, (iv) to learn about the role that lawyers and law play in these negotiations, (v) to give students experience in drafting communications, and (vi) to provide negotiating experience in a context that replicates actual legal practice with an unfamiliar opposing party (here, the students at Calgary). Students will also learn about the legal and business issues that may arise in joint ventures, supply agreements and licensing agreements.

The thrust of this course is class participation and active involvement in the negotiations process. Students are expected to attend all classes and to spend time outside of class, working in teams, to prepare the written exchanges, to prepare for the live negotiations, and to prepare for class discussions. Class discussions will focus on the strategy for, and progress of, the negotiations; collective evaluation of the class's preparation for, and performance in, the negotiations; and the substantive legal, business and policy matters that impact on the negotiations. In addition to the regular Monday evening classes, classes will meet for the live negotiations on five Friday afternoons (Feb, 7 and 14, and March 6, 20, and 27, most likely at the DLA Piper Houston offices) from 3:00 to 6:20 PM (except the March 27 class which will end at 6:00 PM). The maximum class size is 15.

Grading for the class will be based on the following requirements: (1) Active participation in (i) class discussions regarding the preparation of the written exchanges in the negotiation, (ii) the live negotiations, and (iii) class analysis of the process and progress of the negotiations (40%); (2) A diary of the student's impressions of the process, strategy and progress of the negotiations with one diary entry (1-2 pages each) following each of the five live negotiation sessions (30%). The diary should contain the student's reflections on, and critical assessment of, such topics as (i) the class' communications to Calgary, (ii) the process of drafting each communication, (iii) the responses received from Calgary, (iv) the preparations for, and strategy in approaching, the live negotiation, and (iv) the results of the negotiations with Calgary; and (3) A 10-12 page retrospective paper after the conclusion of the exercise (suggested topics to be distributed; self-choice of topic permitted) (30%).