## Index

## ability as performance hazard, 191-197 absolute obligations, 110, 305-307 Ace Flying Service, Inc., 80 Acts of God and third parties risk management, 300-326 absolute obligations, 305-307 commitment scope, $\underline{303}$ – $\underline{305}$ conditions precedent and subsequent, 307-308 diligence, 300 force majeure clauses, 308–317 indemnification, 320–323 obligor covenants and warranties, 301-302 "reopener" clause, <u>317</u>–<u>319</u> third-party agreements, 323-325 uncontrollable event risk allocation, 300-301 administrative uncertainty, bias, and advantages, 162-163 Adult Total Community Services, Inc., 65 advance performance, 210-211 advantages, administrative, <u>162</u>–<u>163</u> adverse outcomes, 27-28 adverse-party discretion hazards, 171-184 adverse-party discretion, 171–181 change in decision maker, 181-184 adverse-party discretion risk management, 184-190 agency, human, 296-300 Alamance Board of Education, 248, 251 Alcoa Global Fasteners, Inc., 97-98 Allegheny Energy, Inc., 103 Allegheny Ludlum Industries, Inc., 350-351 allocation, risk, 32-34 performance, 205-209 supply and offtake, 263-273 third-party consent, 273-275 uncertainty. See uncertainty risk management uncontrollable events, 300-301 Alternative Thinking Systems, Inc., 203 Aluminum Corporation of America, 351–352 Aluminum Ltd. Sales, Inc., 192 amendments, 114-116 American Bakeries, Co., 62 American Honda Motor Co., Inc., 176 American Nursery Products, Inc., 233 Amoco Tax Leasing IV Corp., 238 Anheuser-Busch, Inc., 367-368 antireliance clause, 107–109 A.O. Smith Harvestore Products, Inc., 234 Apple Computer, Inc., 172 arbitration clauses, 166-168 Arnold Foods, 72–73 Arrow Gas Service, 52 associated benefits, 41–43 assumptions, 11-15 incorrect, 81-83, 91-93, 97-98 about performance risks, 197-204 Atchison, Topeka & Santa Fe Railway Co., 288 Atlantic Tele-Network Co., 273-274

Automatic Sprinkler Corp., 174-175

avoidance, risk, 33

В	
Banco Central do Brasil, <u>179</u>	
Banc of America Securities LLC, <u>188–189</u> , <u>234–235</u>	
Banner Engineering & Sales, 102	
Beachcomber Coins, Inc., <u>84</u>	
Belco Petroleum Corp., <u>239–240</u>	
benefit oversight and rejection, $\frac{40-50}{100}$	
associated benefits, $\underline{41}$ – $\underline{43}$	
future benefits, 43–45 information benefits, 45–48	
reputation, $\frac{48-50}{}$	
benefits	
associated, <u>41–43</u>	
defining tasks or processes and, $\underline{129}$ – $\underline{137}$	
force majeure clauses and impairment of, $\underline{310}$ – $\underline{312}$	
impaired due to market changes, <u>330–336</u> impaired due to uncontrollable events, <u>282–285</u>	
misconceptions of, 83–85	
Bernina Distributors Inc., 342–343	
Bernina Sewing Machine Co., Inc., <u>342–343</u>	
Berrenda Mesa Water District of Kern County, <u>89</u> , <u>96</u>	
Besicorp Group, Inc., 241	
Bessemer Trust Co., <u>54–55</u> , <u>67</u> Bethlehem Steel Corp., <u>64–65</u>	
bias, administrative, $\underline{162}$ – $\underline{163}$	
Bituminous Construction, Inc., 212	
Black's Law Dictionary, 3, 19, 191	
Boat & Motor Mart, <u>180</u> – <u>181</u>	
Bobby Murray Chevrolet, Inc., <u>248</u>	
Boeing Co., <u>70–71</u> , <u>317</u> Bolivar, Simon, <u>185</u>	
Bolt Associates, Inc., 125	
Boston Edison Co., <u>155–156</u> , <u>159</u>	
Bowser, Inc., <u>89</u>	
B.P. Barber & Assoc., Inc., <u>195</u>	
BP Products North America Inc., <u>50</u>	
breaches damage exclusions and, <u>232–233</u>	
offtake, <u>254–256</u>	
partial, <u>230–231</u>	
risk of, <u>210</u> – <u>217</u>	
supplier, <u>249–252</u>	
Brisk Waterproofing Co., <u>269</u> Brown & Root, Inc., <u>255–256</u>	
Biowii & Root, Inc., <u>255</u> – <u>250</u>	
B's Co., Inc., 195	
B's Co., Inc., <u>195</u> busted deals, <u>65–66</u>	
busted deals, $\underline{65}$ – $\underline{66}$ buyer's remorse, $\underline{61}$ – $\underline{66}$	
busted deals, $\underline{65}$ – $\underline{66}$ buyer's remorse, $\underline{61}$ – $\underline{66}$	
busted deals, <u>65–66</u> buyer's remorse, <u>61–66</u> <b>C</b> Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u>	
busted deals, <u>65–66</u> buyer's remorse, <u>61–66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178–179</u>	
busted deals, <u>65–66</u> buyer's remorse, <u>61–66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178–179</u> Carbon County Coal Co., <u>311</u>	
busted deals, <u>65–66</u> buyer's remorse, <u>61–66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178–179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u>	
busted deals, <u>65–66</u> buyer's remorse, <u>61–66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178–179</u> Carbon County Coal Co., <u>311</u>	
busted deals, <u>65–66</u> buyer's remorse, <u>61–66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178–179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60–61</u> censorship, <u>38–39</u>	
busted deals, <u>65–66</u> buyer's remorse, <u>61–66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178–179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60–61</u> censorship, <u>38–39</u> Central Markets, Inc., <u>338</u>	
busted deals, <u>65–66</u> buyer's remorse, <u>61–66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178–179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60–61</u> censorship, <u>38–39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u>	
busted deals, <u>65–66</u> buyer's remorse, <u>61–66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178–179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60–61</u> censorship, <u>38–39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u> CERAbio LLC, <u>88–89</u> , <u>340</u>	
busted deals, <u>65–66</u> buyer's remorse, <u>61–66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178–179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60–61</u> censorship, <u>38–39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u>	
busted deals, <u>65–66</u> buyer's remorse, <u>61–66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178–179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60–61</u> censorship, <u>38–39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u> CERAbio LLC, <u>88–89</u> , <u>340</u> certainty, defining with, <u>131–134</u> CF <u>48</u> Associates, <u>231</u> changes in party, <u>181–184</u> , <u>190</u> , <u>201–204</u>	
busted deals, <u>65</u> – <u>66</u> buyer's remorse, <u>61</u> – <u>66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178</u> – <u>179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60</u> – <u>61</u> censorship, <u>38</u> – <u>39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u> CERAbio LLC, <u>88</u> – <u>89</u> , <u>340</u> certainty, defining with, <u>131</u> – <u>134</u> CF <u>48</u> Associates, <u>231</u> changes in party, <u>181</u> – <u>184</u> , <u>190</u> , <u>201</u> – <u>204</u> control, <u>181</u> – <u>183</u>	
busted deals, <u>65</u> – <u>66</u> buyer's remorse, <u>61</u> – <u>66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178</u> – <u>179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60</u> – <u>61</u> censorship, <u>38</u> – <u>39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u> CERAbio LLC, <u>88</u> – <u>89</u> , <u>340</u> certainty, defining with, <u>131</u> – <u>134</u> CF <u>48</u> Associates, <u>231</u> changes in party, <u>181</u> – <u>184</u> , <u>190</u> , <u>201</u> – <u>204</u> control, <u>181</u> – <u>183</u> personnel, <u>204</u>	
busted deals, <u>65</u> – <u>66</u> buyer's remorse, <u>61</u> – <u>66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178</u> – <u>179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60</u> – <u>61</u> censorship, <u>38</u> – <u>39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u> CERAbio LLC, <u>88</u> – <u>89</u> , <u>340</u> certainty, defining with, <u>131</u> – <u>134</u> CF <u>48</u> Associates, <u>231</u> changes in party, <u>181</u> – <u>184</u> , <u>190</u> , <u>201</u> – <u>204</u> control, <u>181</u> – <u>183</u> personnel, <u>204</u> Channel Master Corp., <u>192</u>	
busted deals, <u>65</u> – <u>66</u> buyer's remorse, <u>61</u> – <u>66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178</u> – <u>179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60</u> – <u>61</u> censorship, <u>38</u> – <u>39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u> CERAbio LLC, <u>88</u> – <u>89</u> , <u>340</u> certainty, defining with, <u>131</u> – <u>134</u> CF <u>48</u> Associates, <u>231</u> changes in party, <u>181</u> – <u>184</u> , <u>190</u> , <u>201</u> – <u>204</u> control, <u>181</u> – <u>183</u> personnel, <u>204</u> Channel Master Corp., <u>192</u> Charter Practices International, LLC, <u>220</u>	
busted deals, <u>65</u> – <u>66</u> buyer's remorse, <u>61</u> – <u>66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178</u> – <u>179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60</u> – <u>61</u> censorship, <u>38</u> – <u>39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u> CERAbio LLC, <u>88</u> – <u>89</u> , <u>340</u> certainty, defining with, <u>131</u> – <u>134</u> CF <u>48</u> Associates, <u>231</u> changes in party, <u>181</u> – <u>184</u> , <u>190</u> , <u>201</u> – <u>204</u> control, <u>181</u> – <u>183</u> personnel, <u>204</u> Channel Master Corp., <u>192</u> Charter Practices International, LLC, <u>220</u> Chase Manhattan Bank, <u>305</u> – <u>306</u>	
busted deals, <u>65</u> – <u>66</u> buyer's remorse, <u>61</u> – <u>66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178</u> – <u>179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60</u> – <u>61</u> censorship, <u>38</u> – <u>39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u> CERAbio LLC, <u>88</u> – <u>89</u> , <u>340</u> certainty, defining with, <u>131</u> – <u>134</u> CF <u>48</u> Associates, <u>231</u> changes in party, <u>181</u> – <u>184</u> , <u>190</u> , <u>201</u> – <u>204</u> control, <u>181</u> – <u>183</u> personnel, <u>204</u> Channel Master Corp., <u>192</u> Charter Practices International, LLC, <u>220</u>	
busted deals, <u>65</u> – <u>66</u> buyer's remorse, <u>61</u> – <u>66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178</u> – <u>179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60</u> – <u>61</u> censorship, <u>38</u> – <u>39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u> CERAbio LLC, <u>88</u> – <u>89</u> , <u>340</u> certainty, defining with, <u>131</u> – <u>134</u> CF <u>48</u> Associates, <u>231</u> changes in party, <u>181</u> – <u>184</u> , <u>190</u> , <u>201</u> – <u>204</u> control, <u>181</u> – <u>183</u> personnel, <u>204</u> Channel Master Corp., <u>192</u> Charter Practices International, LLC, <u>220</u> Chase Manhattan Bank, <u>305</u> – <u>306</u> Chemical Bank, <u>8</u> , <u>73</u> – <u>74</u> , <u>140</u> – <u>141</u> Chevron U.S.A., <u>239</u> – <u>240</u> Chic Organization, Ltd., <u>12</u> – <u>14</u> , <u>30</u> , <u>31</u> , <u>33</u> , <u>265</u>	
busted deals, <u>65</u> – <u>66</u> buyer's remorse, <u>61</u> – <u>66</u> C Cabriolet Porsche Audi, Inc., <u>176</u> , <u>265</u> Capital Options Investments, Inc., <u>178</u> – <u>179</u> Carbon County Coal Co., <u>311</u> Carte Blanche International, Ltd., <u>217</u> Carte Blanche (Singapore) Pte Ltd., <u>217</u> Cenex, Inc., <u>52</u> , <u>60</u> – <u>61</u> censorship, <u>38</u> – <u>39</u> Central Markets, Inc., <u>338</u> Century Shopping Plaza Associates, <u>56</u> CERAbio LLC, <u>88</u> – <u>89</u> , <u>340</u> certainty, defining with, <u>131</u> – <u>134</u> CF <u>48</u> Associates, <u>231</u> changes in party, <u>181</u> – <u>184</u> , <u>190</u> , <u>201</u> – <u>204</u> control, <u>181</u> – <u>183</u> personnel, <u>204</u> Channel Master Corp., <u>192</u> Charter Practices International, LLC, <u>220</u> Chase Manhattan Bank, <u>8</u> , <u>73</u> – <u>74</u> , <u>140</u> – <u>141</u> Chevron U.S.A., <u>239</u> – <u>240</u>	

```
Chrysler LLC, 359-360
Chugach Electric Association, 279-280, 282, 302
CIBC Bank and Trust Co., 179
CIT Group Equipment Financing, Inc., 213, 259–260
City School District of Elmira, 341–342
Clear Channel Communications, Inc., 330–331
Clem Marine Towing, Inc., 219
Coca-Cola, Inc., 44-45
collateral, liquidation of, 221-223
Colorado Department of Agriculture, 80
Colorado Fuel and Iron Corp., 303-304
Columbian National Title Insurance Co., 329
Comdisco Disaster Recovery Services, Inc., <u>202</u>–<u>203</u>
commitment and responsibility gaps, <u>58-61</u>
commitment disclaimer, 68-73
commitment gaps, 58–59
commitment match
   offtake, 265-266
   supply, 263–265
commitment mistake risk management, 159-160
commitment mistake risks, 152-160
commitment risks
   commitment mistake risks, 152–160
   enforceability risks, 139–151
   legal system risks, 160-168
   uncertainty risks, 151-152
commitments, firm, 346-355
commitment scope, 303–305
commitment uncertainty, 151-152
Commonwealth Disposals Commission, 112
Commonwealth Edison Co., 175
compensation
   decision-making, 189-190
   inadequate and excessive, 226
Computrol, Inc., 237
Computronics, Inc., <u>172</u>, <u>173</u>
conceptualization, <u>28</u>–<u>29</u>
condition and contingency
   as market change hazard, 329
   misconceptions of, 94-95
   oversights of, 57–58
   uncertainty in, 122-128
conditions precedent and subsequent, 307-308, 355-356
consent hazards, third-party, 258-262
   oversight of, 261-262
   risk allocation for, 273-275
   risk management for, 262-263
Consolidated Rail Corp., 97
contingency. See condition and contingency
contracts
   amendments of, <u>114–116</u>
   breaches of, 210-217, 230-231
   causes, 20-21
   definition, 3-4
   disclaimers in, <u>103</u>–<u>113</u>
   drafting mistakes, 152-159
   enforceability hazard and formation of, 142-144
   enforceability hazard and terms of, 144-145
   modification of, 74-78
   preparation errors, 153-156
   private regulation of, 33, 215-217
   review errors, 156-159
   suspension of, 223-224
   termination of, <u>78-80</u>, <u>116</u>, <u>223-224</u>
cooling-off period, 68
   additional performance, 315-317
   market events and increased, 341-344
   uncontrollable events and increased, 287-289
Coto-Matic, Inc., 120-121, 129, 134
counterparty, changes in, 190
covenants, obligor, 301–302
Cragmere Holding Corp., 44
Cumberland Trust, 336
```

FDIC, <u>82</u>, <u>83</u>, <u>111</u>–<u>112</u>

```
Daimler Chrysler\ Motors\ Co., LLC, \underline{126} - \underline{128}, \underline{131}, \underline{134}
damages
   amount limitations for, 236-237
    exclusions of, 232-233
    liquidated, 228-231
    mitigation of, 218-224
Dasta Construction Co., 76-77, 115
DAW Forest Products, 186-187
decision maker, changes in, 181-184
decision-making compensation, 189-190
decision-making guidelines, 187-189
decision-making process, <u>184</u>–<u>187</u>
deliver-or-pay, 348-349
Deloitte Consulting LLP, 25-26
Delta Air Lines, Inc., <u>355</u>–<u>356</u>
demand and offtake, 330-332
    drop in, 356–361
diligence, 67, 99, 128-129, 146
    Acts of God and third parties risk management, 300
    enforceability, <u>146</u>
   information and assumptions, 99
    market change risk management, 346
   uncertainty, <u>128</u>-<u>129</u>
direct performance, 272-273
Direct TV, Inc., <u>177</u>–<u>178</u>
disclaimers
   commitment, <u>68</u>–<u>73</u>
    definition of, 104
    limitations on, 111–113
    and related terms in information and assumption risk management, 103-113
discretion risks
    adverse-party discretion, 171-181
    change in decision maker, 181-184
   management of, <u>184</u>–<u>190</u>
Doctors Hospital of Hyde Park, Inc., 326
documentation, 28-29
    knock-on effects and, 30
    transaction hazards created during, 31-32
drafting mistakes, 152-159
drop in demand or offtake, 356-361
D & V Mason Contractors, Inc., 364-366
E
Eastern Airlines, Inc., 292-293, 343-344
Edward VII, King, 57
Ehredt Underground, Inc., 175, 176
Electro Protective Corp., 236
Elsevier Science, Ltd., 183-184
Empire Gas Corp., 62
enforceability risk management, 145-151
enforceability risks, <u>139</u>–<u>145</u>
    contract formation and, 142-144
    contract terms and, 144-145
    obligee and, 141-142
    obligor and, <u>140</u>–<u>141</u>
Enron, 105-106, 347-348
Essar Steel Minnesota, LLC, 333
Essex Group, Inc., <u>351</u>-<u>352</u>
Evra Corp., 251-252
excessive compensation, 3
exclusions, damage, 232-233
execution as performance hazard, 191-197
expectations, 4-7
    revised, 15-16
    uncertain, <u>117</u>–<u>122</u>
F
Falstaff Brewing Corp., 135
```

```
Federal Energy Regulatory Commission, <u>155</u>–<u>156</u>
Federal Power Commission, 205-206
F.H. Peavey & Co., 96, 101
final outcome, 28-29
firm commitments, 346-355
First Interstate Commercial Corp., 180
First National Bank of Chicago, 273-274
fixed offtake and supply prices, 349-353
fixed or minimum offtake and supply, 347-353
Flight Concepts Limited Partnership, 70-71, 175, 179
Foont-Freedenfeld Corp., 236
force majeure
    market change hazards and, 356-366
    supply, offtake, and consent risks and, 269-272
    uncontrollable events and, 287, 308-317
forum, choice of, 165-168
franchises, 42-43, 88-89, 106, 153, 199, 206, 217
fraud, 33, 76, 95-98, 105-109, 207, 218, 245-247, 260, 350
Frey Dairy, 234
Friendly, Henry, 5-6
Frigaliment Importing Co., <u>5</u>–<u>7</u>, <u>30</u>, <u>31</u>, <u>151</u>–<u>152</u>
future benefits, 43-45
G
Gander Mountain Co., 337-338
gaps, commitment and responsibility, 58-61
Gaye, Marvin, 13
General Dynamics Corp., 91-92
General Electric Capital Corp., 177-178
General Foods Corp., 64
Gilbane Building Co., 269
GLS Development, Inc., <u>121</u>–<u>122</u>, <u>131</u>, <u>134</u>
Goldberg Brothers Commodities, Inc., 178-179
Golden Associates of Oceanside, 72–73
good faith, 15, 103, 139, 159, 187, 197-198, 244-245, 318
Good Taste, Inc., <u>79</u>–<u>80</u>
Gordy, Berry, Jr., 13
government agencies, 296-297
Grand Hyatt Washington, 312
Great Lakes Gas Transmission Ltd. Partnership, 333
Great Southwest Corp., 242
Green Construction Co., 108-109
Green-Tree Communities, Inc., 235
Grumman Olson Industries, Inc., 288-289, 324
guaranties, <u>214</u>–<u>215</u>
Gulf Oil Corp., 205-206, 248-249, 343-344
Н
Halmar Distributors, 212
Hamilton Glass Co., 89
Harlequin Enterprises, Ltd., 119–120
hazards
    adverse-party discretion, 171-184
   definition, 19-20
    enforceability, 139-145
    information and assumption, 83-98
   legal system, <u>160</u>–<u>164</u>
    liability, 225-227
   market change, <u>327</u>–<u>346</u>
    offtake, 254-258
   oversight and rejection, 37-66
   performance, <u>191</u>-<u>204</u>
   supply, 247-253
   third-party consent, <u>258</u>–<u>262</u>
   uncertainty, <u>117-128</u>
    uncontrollable event, 277-300
Health-Chem Corp., <u>349</u>–<u>350</u>
Hemlock Semiconductor, Inc., 333-334
Holiday, Billie, 13
Holston Valley Hospital and Medical Center, Inc., 51-52, 67
Home Indemnity Co., 120-121
Hoosier Energy Rural Electric Coop., Inc., 238, 339
hope, <u>7-11</u>
```

```
human agency as uncontrollable event, 296-300
IBM, 208-209
Image Point Productions, Inc., 204
impairment
    choice and, 344-345
    force majeure clauses and, 310-315
   inducements to choose and, 290-295
    market change and benefits, 330-336
    task, 285-287
    uncontrollable events and benefit, 282-285
implementation, 28-29
    hazard created during, 32
    knock-on effect on, 30-32
inability and infeasibility, 194-196
inability to perform, 192-194
inadequate and excessive compensation, 226
incorrect assumptions, <u>81-83</u>, <u>91-93</u>, <u>97-98</u>
incorrect information, <u>81-83</u>, <u>87-88</u>
   received by party, 95-96
    used by party, 96–97
indemnification, 320-323
Indian Wells Orchards, 233
inept performance, 196-197
infeasibility and inability, 194-196
inflation, <u>334</u>–<u>336</u>
    adjustment for, 353-355
information and assumption hazards
    allocation of, 205-209
   benefit misconceptions, 83-85
    condition and contingency misconceptions, 94–95
    fraud, nondisclosure, and mistake, 95-98
    incorrect information, processing, and assumptions, <u>81</u>–<u>83</u>
    market change, <u>345</u>-<u>346</u>
   as performance risks, 197-204
    task misconceptions, 85-93
   uncontrollable events, 298-300
information and assumption risk management, 98-99
    amendments, 114-116
    diligence in, 99
   disclaimers and related terms in, \underline{103}–\underline{113}
   termination, 116
    warranties in, 99–103
information benefits, 45-48
    control, <u>46-48</u>
    exploitation, 46-18
International Business Machine Corp., 208–209
International Harvester Co., 331-332
International Minerals and Chemical Corp., 293-294
International Printing and Graphics Communications Union, Local No. 56, 353-354
Irving Trust Co., <u>200</u>–<u>201</u>
Islip U-Slip LLC, <u>337</u>–<u>338</u>
J
Jackson, Frederick, 9
Jackson, Jesse, 177
Jackson Trak Group, Inc., 220–221
J.C. Penney Properties, Inc., 144-145
J.I. Hass Co., Inc., 87
J.M. Rodriguez & Co., <u>286</u>–<u>287</u>
John Hancock Life Ins. Co., 339
John J. Reynolds, Inc., 283
Jones-Teer, 87
Jordan, Michael, 71-72
Jordan Panel Systems Corp., <u>272</u>–<u>273</u>
JP Morgan Chase Bank, 105–106
K
```

## Kansas Power & Light Co., <u>108–109</u> Karl Wendt Farm Equipment Co., Inc., <u>331–332</u> Kel Kim Corp., <u>338</u>, <u>361–362</u>

```
KMC Co., Inc., 200-201
Knight Enterprises, Inc., 292
knock-on effects, 30-32
    on implementation, 30-32
Kraft Foods North America, Inc., 102
Kyrocera Corp., 333–334
L
Lafayette Court Apartment Corp., 190
Leasco Corp., 8-10, 30, 31, 32-33
legal system risk management, <u>164–168</u>
    choice of forum in, 165-168
    choice of law in, <u>164</u>-<u>165</u>
legal system risks, 160-168
    administrative uncertainty, bias, and advantages, 162-163
    multiple proceedings, 163-164
    substantive law uncertainty, 160-161
Lenape Resources Corp., <u>173–174</u>, <u>176</u>, <u>182–183</u>
Lenox, Inc., <u>47–48</u>
letters of credit, 213
liability hazards, 225–227
    inadequate and excessive compensation, 226
   uncertainty, <u>226</u>–<u>227</u>
liability risk management, <u>227</u>–<u>243</u>
    damage amount limitations, 236–237
   damage exclusions, 232-233
    liquidated damages, 228-231
    private statute of limitations, 241
   recourse limitations, 237-240
    releases, 241-243
    remedy limitations, 233-235
limitations
    damage amount, 236-237
   private statute of, 241
    recourse, 237-240
   remedy, <u>233</u>–<u>235</u>
liquidated damages, 228-231
Little Red School House, 274
Llano, Inc., 293-294
L & M Harts, 48
Local 3-7 International Woodworkers, 186-187, 188
Long Island Airports Limousine Service Corp., 307
Los Angeles, City of, <u>154</u>–<u>155</u>, <u>287</u>–<u>288</u>
losses, mitigation of, 218-224
Louis Berger Associates, 9
Louisiana Power & Light Co., 350-351
Lyondell-CITGO Refining, L.P., 294-295
M
Madoff, Bernie, 197, 250
Maple Farms, Inc., 341-342
Mapplethorpe, Robert, 38
Maritime Electric Co. Ltd., 336
market change hazards, 327-346
    adverse outcomes of market changes, 328-329
    benefit impairment, 330-336
    contingencies and nonoccurrences, 329
    impairment and choice, 344-345
    increased costs, 341–344
   price changes and, <u>332</u>–<u>334</u>, <u>362</u>–<u>366</u>
    task completion, 336-340
market change risk management, 346-368
    conditions precedent and subsequent, 355-356
    deliver-or-pay, 348-349
    diligence, 346
    firm commitments, 346–355
   force majeure clauses, 356-366
   "reopener" clause, <u>366</u>–<u>368</u>
   take-or-pay, \underline{347}–\underline{349}
Marriott Corp., 47, 76-77, 115
Marvin Furniture Manufacturing, Inc., <u>53</u>-<u>54</u>
Mass. Laborers Dist. Council Local 1144, 280-281
Maxwell, Robert, 183-184
```

```
MBIA Insurance Corp., <u>110</u>–<u>111</u>
McCreary-Koretsky Engineers, Inc. (MKE), 9
McCreary-Koretsky International, Inc. (MKI), 9
McDonnell Douglas Corp., 292-293
McDraw, Inc., 213
McNamara Construction of Manitoba, Ltd., 258, 261
Meda AB, 93
merger clause, 109-110
Merrill Lynch & Co. Inc., 103
Metered Appliances, Inc., 190
M. F. Kemper Construction Co., <u>154</u>–<u>155</u>, <u>159</u>–<u>160</u>
MG Marketing & Refining, Inc., 292
Mid States Port Authority, <u>220</u>–<u>221</u>
Mineral Park Land Co., 91
Minweld Steel Co., Inc., 199-200
Mirax Chemical Prod. Corp., 180
misconceptions
   benefit, 83–85
   condition and contingency, 94-95
   task, 85-93
Mishara Construction Co., 293
mismatch
   offtake, 254-256
   supplier, <u>249</u>–<u>252</u>
mistake, 95-98
mitigation, risk, 33-34
   breach, <u>210</u>–<u>217</u>
   uncertainty, 206-209
   uncontrollable event, 325-326
mitigation of losses, 218-224
MJ & Partners Restaurant Ltd., 71–72
modification, contract, 74-78
Money Management Systems, Inc., 202-203
Montgomery Ward & Co., <u>354</u>–<u>355</u>
Moore Brothers Co., 255-256
Moore-MacCormack Lines, Inc., 286
Motown Record Corporation, 12-14
multiple parties, decision making by, 136-137
multiple proceedings, 163-164
mutual amendments to contracts, 75-76
Ν
National Association of Postmaster of the U.S., 312
National Glass, Inc., 144-145
National Passenger Railway Corp., 288
natural forces and human agency, 296-300
nature and third parties in uncontrollable events, 277–279
Net2Globa Int'l, Inc., 115-116
New England Screw Co., 198
Newman Glass Works, <u>101</u>–<u>102</u>
Newport Offshore, Ltd., 193
Newtrend, L.P., 237
Nissan Motors Corp. U.S.A., 172
nondisclosure, 95–98
nonoccurrence of events, 11-15
   force majeure clauses and, 309-310
   as market change hazard, 329
Northern Corp., <u>279</u>–<u>280</u>
North Indiana Public Service Co., 311
Novelis Corp., 367-368
NWFX, Inc., <u>49</u>–<u>50</u>
objective intention, 6
obligations, absolute, 305-307
obligee and enforceability hazard, 141-142
obligors
   covenants and warranties with, 301-302
   enforceability hazard and, 140-141
   performance, substitute for, 211-214
occurrence of events, 11-15
offtake
   commitment match, 265-266
```

```
drop in demand or, <u>356</u>-<u>361</u>
   fixed or minimum, 347-353
offtake hazards, <u>254</u>–<u>258</u>
   demand and, 330-332
   oversight of, 261-262
   risk management for, 262-263
   supply and offtake risk allocation, 263–273
offtaker performance risk pass through, 268-269
Okuma Machine Tool, Inc., 322
Old Carco, 359-360
Omni Loan Company, Ltd., 142
OnBank & Trust Co., 82, 83, 111-112
ONG Western, Inc., 357
Opera Co. of Boston, Inc., 290-291
Orchard Hills, Inc., 230
Otis Elevator Co., <u>58</u>–<u>59</u>, <u>61</u>
oversight and rejection, 37-40
   benefit, <u>40</u>–<u>50</u>
   buyer's remorse, 61-66
   commitment and responsibility gaps, <u>58</u>–<u>61</u>
   condition and contingency, 57-58
   market change hazards and, 345-346
   of supply, offtake, and consents, 261-262
   task, <u>50</u>–<u>56</u>
   uncontrollable events, 298-300
oversight and rejection risk management, <u>66–67</u>, <u>66–80</u>
   commitment disclaimers in, <u>68</u>–<u>73</u>
   contract modification in, 74-78
   contract termination in, 78-80
   cooling-off period in, 68
   diligence in, 67
   performance standards in, 73–74
OWBR LLC, 330-331
P
Pacesetter Motors, Inc., 172
Panama Canal Co., 219
Pan Am Corp., 355-356
Pan American Management Co., <u>161</u>
Pantry Pride Enterprises, 43-44
partial breaches, 230-231
party, changes in, 201-204
pass through, performance risk
   offtaker, 268-269
   supply, <u>266</u>–<u>268</u>
Pecos Construction Co., Inc., 131–132
Penthouse International, Ltd., 267
Peoplesoft U.S.A., Inc., 255
Pepperidge Farm, Inc., <u>78</u>–<u>79</u>, <u>189</u>
performance
   additional costs of, 315-317
   advance, 210-211
   direct, 272-273
   force majeure and, 269-272
   force majeure clauses and impaired, 313-315
   inability, <u>192</u>–<u>194</u>
   inability and infeasibility, 194-196
   inept, 196-197
   risk pass through, offtaker, 268-269
   risk pass through, supply, <u>266</u>–<u>268</u>
   substitute for obligor, 211-214
performance hazards, 191-204
   information, assumption, and uncertainty, 197-204
   willingness, ability, and execution, <u>191–197</u>
performance risk management, 204-224
   mitigation of losses, 218-224
   mitigation of risk of breach, 210-217
   performance risk allocation, 205-209
performance specifications, equipment, 42
performance standards, 73-74
PerkinElmer, Inc., <u>52</u>–<u>53</u>
Personal Touch, Inc., 47-48
Petroleos de Venezuela, S.A., 294-295
```

```
phases, transaction, 28-29
    discrete risks in, 29-30
    knock-on effects in, 30-32
Philadelphia Gear Corp., 214
Philles Records, Inc., 63-64
Piantes, 78-79
planning, 28-29
   knock-on effects and, 30
    oversight and rejection in, 37-40
    transaction hazards created during, 31
political risk, 297-298
precedent, conditions, <u>307</u>–<u>308</u>, <u>355</u>–<u>356</u>
preparation errors, <u>153</u>-<u>156</u>
Presidio Enterprises, Inc., 94-95
price changes, 332-334, 362-366
prices, fixed offtake and supply, 349–353
Printing Industries of Northern Ohio, Inc., 353-354
private agents, 296-297
private regulation, 215-217
private statute of limitations, 241
processes, defining benefits and, 129-137, 135-137
processing, information, <u>81–83</u>, <u>84</u>, <u>89–90</u>
profit, expectation of, \underline{6}
Puritan Farms 2nd, Inc., 229-230
Q
quantity and price changes, 332-334
Rainbow Navigation, Inc., 287, 316
Random House, Inc., 177
real property
    associated benefits with, 42
    buyer's remorse and, 62-63
   future benefits with, 43-45
   value-preserving tasks and, 56
reasonableness, 187-188
recourse limitations, 237-240
regulation, private, 215-217
releases, 241-243
Reliance Insurance Companies of Philadelphia, 8
remedies, self-help, 218-221
remedy limitations, 233-235
remorse, buyer's, 61-66
Renchard, William, 8
"reopener" clause, 317-319, 366-368
Republic Productions, Inc., 318–319
reputation, 48-50
Resource Management Co., 62–63, 193
    cooling-off period and, 68
Resources Investment Co., 347-348
responsibility gaps, <u>58</u>–<u>61</u>
review errors, <u>156</u>–<u>159</u>
revised expectations, 15-16
Rhone Poulenc Rorer Pharmaceuticals, Inc., 101-102
Richfield Bank and Trust Co., 97
risk allocation, 32-34
   performance, 205-209
    supply and offtake, 263-273
    third-party consent, 273-275
    uncontrollable events, 300-301
    zero-sum, 34
risk management
    Acts of God and third parties, 300-326
    adverse-party discretion, 184-190
    commitment mistake, <u>159</u>–<u>160</u>
    commitment uncertainty, 152
    enforceability, 145-151
   four aspects to risk and, \underline{19}
   information and assumption, <u>98</u>–<u>116</u>
   legal system, 164-168
   liability, <u>227</u>–<u>243</u>
   market change, 346-368
```

```
objectives, 33
   oversight and rejection, 66-80
   performance, 204-224
   risk avoidance, mitigation, and allocation in, 32-34
   supply, offtake, and third-party consent, 262-275
   transaction phases and, 28-32
   uncertainty, 128-138, 206-209
risk mitigation, 33-34
   breach, 210-217
   objectives, 33
   private regulation, 33, 215
   uncertainty, 206-209
   uncontrollable event, 325-326
risks. See hazards
Robert's Rules of Order, 40
Rockefeller, Nelson, 8
Rodin Enterprises, Inc., 133
Ronnettes, the, \underline{63}–\underline{64}
Rosco Corp., 31
Ross, Diana, 13-14
Rothko, Mark, 48
Royal Indemnity Co., <u>110</u>–<u>111</u>
Rucker Enterprises, Inc., 212
R.W. Power Partners, L.P., <u>207</u>–<u>208</u>
S
Sabine Corp., 357
Safeway, Inc., <u>75</u>–<u>76</u>
Santa Fe Sand & Gravel Co., 131-132
savings clause, 149
Schenck Tours, Inc., 87
Schlumberger Technology Corp., 108
scope, commitment, 303–305
Seaboard Lumber Co., 363
Sea Ray Boats, Inc., <u>180</u>–<u>181</u>
security, mitigation of losses through, 221-223
   liquidity of collateral, <u>221</u>–<u>223</u>
   liquidation of debt, 223
Security Pacific National Bank, 73-74
self-help remedies, 218-221
self-insurance, risk allocation as, 34
SemCrude, L.P., 219-220
sequential tasks, 59-61
Serrano, Andres, 38
Service Directions, Inc., 190
severability clause, 150
Shakopee Mdewankaton Sioux Community, 161
Shell Oil Co., 335-336
short supply, 361–362
Shoshone River Power, Inc., 194
Simon & Schuster, 203
single party, limited discretion process, 136
single party, sole discretion process, <u>136</u>
Skyline Air Parts, Inc., <u>193</u>–<u>194</u>, <u>198</u>
Socony-Mobil Oil Co., Inc., 44
Softeck, Inc., 255
Solow Bldg. Co., LLC, 188-189, 234-235
Sonoran Scanners, Inc., <u>52</u>–<u>53</u>, <u>69</u>
Sorrels Steel Co., 242
Sotheby's, 48
South Bend, City of, 271-272
South Staffordshire Waterworks Co., 342
Specialty Foods of Indiana, Inc., 271-272
Specialty Tires of America, Inc., 259-261
Staffordshire Area Health Authority, 342
State Fuel Co., <u>248</u>–<u>249</u>, <u>264</u>
Steinberg, Saul, 8
Stevedoring Services of America, Inc., <u>53</u>–<u>54</u>
Stop & Shop Companies, Inc., 43-44
subjective intention, 6
subjective perspective
   assumptions in, 11-15
   conclusion on, 16-17
```

```
definitions of transactions and contracts and, 3-4
    expectations in, 4-7
   hope in, <u>7</u>–<u>11</u>
   revised expectations in, 15-16
sublessees, <u>43-44</u>, <u>53-54</u>
subsequent, conditions, 307-308, 355-356
substantive law uncertainty, 160-161
substitute for obligor performance, 211-214
supply/suppliers
   commitment match, 263-265
    direct performance, 272-273
    fixed or minimum offtake and, 347-353
    hazards with, <u>247</u>–<u>253</u>
    mismatch and breach, 249-252
    no willing, <u>252</u>-<u>253</u>
    and offtake risk allocation, 263–273
   oversight of, <u>261</u>-<u>262</u>
    performance risk pass through, 266-268
    risk management for, 262-263
    short, 361-362
suspension and termination of commitment, 223-224
Swift Canadian Co., Ltd., 304–305
Swiss Bank Corp., <u>251</u>–<u>252</u>
synchronization, <u>64</u>
Т
Taco Bell Corp., 60
take-or-pay, 347-349
task oversight and rejection, 50-56
    completion and commitment, 69
   sequential tasks, 59-61
    value-creating tasks, 50-54
    value-preserving tasks, <u>54</u>–<u>56</u>
    defining benefits and, 129-137
    impaired by uncontrollable events, 285-287
    market changes and completion of, 336-340
    misconceptions of, 85-93
Taussig, Peter T., 9-11
Tennessee Gas Pipeline Corp., 173-174
termination, contract, <u>78-80</u>, <u>116</u>, <u>150-151</u>, <u>223-224</u>
Thermo Electron Corp., 241
third parties risk management, 300-326
    absolute obligations, 305-307
   commitment scope, <u>303–305</u>
    conditions precedent and subsequent, 307-308
    diligence, 300
    force majeure clauses, 308-317
    indemnification, 320–323
    obligor covenants and warranties, <u>301</u>–<u>302</u>
    "reopener" clause, <u>317</u>–<u>319</u>
    uncontrollable event risk allocation, 300-301
third-party agreements, 323-325
third-party consent hazards, 258-262
    risk allocation for, 273-275
3M Co., 93
Three Strokes Ltd. Partnership, 324-325
Timbers, William, 10
Time Warner Telecom of New York, 115-116
Topa Thrift and Loan Assn., 231
TPS Technologies, Inc., 133
Traffic Stream (BVI) Infrastructure Ltd., 305-306
transactions
    assumptions in, 11-15
    definitions of, 3-4
   expectations in, 4-7
    four aspects to risks in, 19-28
    hope in, 7-11
    oversight and rejection (See oversight and rejection)
   phases of, 28-32
   revised expectations in, 15-16
    risk management for (See risk management)
Transdigm Inc., <u>97</u>–<u>98</u>
```

```
Transmixed Concrete Corp., 293
Trans World Airlines, Inc., 193-194, 198, 201-202
Travellers International AG, 201-202
Tri-State Transmission and Generation Association, Inc., 194
Truck Rent-a-Center, Inc., 229-230
T.S.I. Holdings, Inc., 275
Twin Cities Stores, Inc., 50
Two Exchange Plaza Partners, 289, 323
U
Uminous Neon, Inc., 284
uncertain expectations, 117-122
uncertainty hazards
   administrative uncertainty, bias, and advantages, 162-163
   commitment, 151-152
   condition, 122–124
   contingency, 124-128
   as liability risk, 226-227
   mitigation of, <u>206</u>–<u>209</u>
   as performance risks, 198-201
   substantive law, 160–161
   uncertain expectations as, 117–122
   uncontrollable, <u>298</u>–<u>300</u>
uncertainty risk management
   define benefits and tasks or process in, 129-137
   diligence, <u>128</u>–<u>129</u>
   termination in, 137-138
uncontrollable events
   absolute obligations for, 305-307
   Acts of God and third parties risk management for, 300-326
   benefit impairment by, <u>282</u>–<u>285</u>
   commitment scope for, 303-305
   conditions precedent and subsequent for, 307-308
   diligence for, 300
   force majeure clauses for, 308-317
   government agencies and private agents and, 296-297
   illustration of events and nonevents, 279-282
   impairment and inducements to choose, 290-295
   increased costs due to, 287-289
   indemnification for, 320-323
   natural forces and human agencies, 296-300
   nature and third parties, 277-279
   obligor covenants and warranties for, 301-302
   oversight, rejection, and uncertainty, 298-300
   political risk, 297-298
   "reopener" clause for, 317-319
   risk allocation for, 300–301
   task impairment by, 285-287
   third-party agreements, 323–325
   uncontrollable event risk allocation for, 300-301
uncontrollable events risk mitigation, 325-326
UniCredito Italiano SpA, 105-106
unilateral amendments to contracts, <u>75</u>–<u>76</u>
Union Pacific R.R. Co., 281
United Airlines, <u>79</u>–<u>80</u>
United of Omaha Life Ins. Co., <u>57-58</u>, <u>85</u>
unwillingness and inability to perform, 192-194
Urban Archaeology Ltd., 358-359
V
value-creating tasks, 50-54
value-preserving tasks, <u>54</u>–<u>56</u>
Venitron Corp., 231
Vernon, City of, <u>287</u>–<u>288</u>
Vintero Corp., 239
Virginia Electric and Power Co., 207-208
W
waiver of defenses, 110-111
waivers, <u>146</u>–<u>147</u>
   limits on, 111-114
Wal-Mart Stores, Inc., 121-122
```

```
Warner Books, Inc., <u>119</u>–<u>120</u>
Warner Bros. Distributing Corp., 94–95
Warner-Lambert Pharmaceutical Co., 283
warranties, <u>99</u>-<u>103</u>
    disclaimers of, 104–105
    in enforceability risk management, <u>147–148</u>
    obligor covenants and, 301-302
Washington Public Power Supply System, 140–141
Wegematic Corp., 196
Western Geophysical Co. of America, Inc., 125, 127–128
Weston Ranch and Livestock Co., <u>62</u>–<u>63</u>
Wheelbrator Envirotech Operating Services Inc., 280-281, 282, 301
Whirlpool Corp., <u>216</u>–<u>217</u>
Wildmon, Donald, <u>38-39</u>, <u>67</u>
Williams, Billy Dee, 13
willingness
    of offtakers, 257
    as performance hazard, 191–197
    of suppliers, <u>252</u>–<u>253</u>
Windows, Inc., <u>272</u>–<u>273</u>
Wisconsin Electric Power Co., <u>281</u>–<u>282</u>
Witchita Properties, 259-261
Wolf Trap Foundation for the Performing Arts, 290-291
Wonder, Stevie, 13
World of Boxing, LLC, <u>250</u>–<u>251</u>
Wright Medical Technology, Inc., <u>88</u>–<u>89</u>, <u>340</u>
WRI/Raleigh, L.P., 92
Y
Yonkers, City of, <u>58</u>–<u>59</u>, <u>61</u>, <u>68</u>–<u>69</u>
Yule, Paul, <u>38</u>–<u>39</u>
```