

INSTITUTE FOR THE GLOBAL PRACTICE OF LAW SUMMER PROGRAM

University of Cincinnati College of Law
Cincinnati, USA, July 11-August 4, 2011

The Institute for the Global Practice of Law (“IGPL”) aims to provide the technical legal skills and networking opportunities to help practitioners around the world elevate and expand their practice. Each year, IGPL sponsors a summer program (the “Program”) which blends substantive legal training with practical exercises, tips on marketing and law firm management, individualized tutorial sessions, and social gatherings with global companies and major law firms in the area. Because of the practical focus of the Program, no more than half of each segment will be spent on classroom instruction; the other half will be comprised of drafting exercises, simulated negotiation, and practice observations. The Program will also sponsor social events with attorneys and business executives outside the classroom, to create networking opportunities for participants.

Monday, July 11 (Morning)

Registration and Orientation

8:00 am–10:00 am	Registration
10:00 am–10:15 am	Dean’s welcome address
10:15 am–11:45 am	Orientation (introduction of professors and instructors; emergency contacts; housing, visas, and other logistics issues; tour of College of Law and University of Cincinnati campus)
12:00 pm–1:00 pm	Lunch (provided by the College of Law)

Monday, July 11 (Afternoon)

Sources of US Law

This segment of the Program explores the sources of US law, including the common law tradition, the Constitution, treaties and executive orders, federal statutes and regulations, administrative law, and state and local regulations. Most relevant to international practitioners will be the relation of international to domestic law, principles of federalism (i.e., federal versus state regulation), administrative rulemaking authority, the scope of judicial review, and substantive and procedural due process.

Throughout the Program, individual tutorial sessions with a native Chinese speaker will be available. Participants may utilize these sessions to brush up on legal terminology or to work through additional drafting exercises.

Tuesday, July 12–Friday, July 22*US and International Business Transactions*

This segment of the Program explores key concepts for the transactional attorney representing or negotiating opposite US parties. We begin with the drafting and enforcement of international distribution and agency agreements to illustrate common pitfalls for worldwide distributors of products for US suppliers, such as failing to avoid the United Nations Convention on Contracts for the International Sale of Goods (CISG) and the difficulty of terminating agents in certain jurisdictions. We will then move onto cross-border mergers and acquisitions, which will comprise the majority of this segment of the Program. Our classes will build upon the provisions encountered in distribution agreements to analyze the nuances of representations and warranties, indemnities, material adverse change clauses, due diligence checklists, and other key provisions of stock or asset purchase and ancillary agreements. Additionally, we will study aspects of international M&A which touch upon issues in privacy and data protection, intellectual property protection, and immigration. Our sessions on M&A will also cover joint ventures, representative offices and wholly foreign-owned entities.

Classes will be supplemented by exercises designed to hone drafting skills. These exercises will be comprised of documents commonly produced by advanced practitioners, such as legal memoranda, distribution agreements, asset purchase agreements, confidentiality agreements, and client communications. Additionally, the Program will feature roundtable sessions on law firm management and marketing to US clients, including the merits of establishing law firm offices in the US. These sessions will be led by attorneys from major US law firms and business executives and in-house counsel from global companies located in the area.

Monday, July 25–Tuesday, August 2*Domestic and Cross-Border Litigation and Trade Regulation*

This segment of the Program will devote most of its classroom time to the key stages of civil litigation in the US, including pleadings, discovery, summary judgment and directed verdict, trial, and appeals, as well as their bases in the Federal Rules of Civil Procedure. Ancillary topics such as jurisdiction (personal jurisdiction and procedural due process, substantive jurisdiction, federal diversity jurisdiction, and service of an individual outside the US), venue, conflicts of laws, and forum non conveniens will also be covered. These concepts will be useful when we turn to the extraterritorial application of US laws—most notably, the Foreign Corrupt Practices Act. We will then discuss US and international trade law, covering antidumping, countervailing duties, import and export controls, World Trade Organization (WTO) proceedings, and preferential tariff programs. Finally, we will conclude with alternative dispute resolution and international arbitration.

Classes will be supplemented by drafting exercises, simulated negotiation and arbitration sessions, and observations in US courts. The exercises will emphasize creative thinking, which is fundamental to the practice of law in the US. Although litigation and trade regulation are

grounded in specific rules, skilled litigators and trade attorneys must be able to devise a multitude of solutions to a single problem and strategically choose the best solution for the client.

Wednesday, August 3

Legal Ethics and Professional Responsibility

Our final class of the Program will cover the ethics and professional responsibility of practicing law in the US, which is regulated by state rules. Many of these rules are counterintuitive. During the morning session, we will focus on common client expectations regarding the formation of attorney-client relationships, confidentiality, privilege and work product, segregation of client funds, and client involvement in strategic decisions. We will also discuss variations in the culture of law practice both across US jurisdictions and among law firms, in-house law departments, government agencies, and the judiciary.

During the afternoon, we will take a trip to the city of Columbus (the capital of the state of Ohio) to visit the Ohio Supreme Court, which regulates registration and discipline of Ohio attorneys.

Thursday, August 4

Participant Presentations and Farewell Reception

The morning session will consist of presentations by Program participants on the unique aspects of their own legal cultures. In the afternoon, the College of Law will hold a farewell reception for Program participants, inviting instructors and local law firm attorneys, in-house counsel, business executives, government attorneys, and judges.