

## **SYLLABUS AND COURSE OUTLINE`**

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### **SPORTS CONTRACT NEGOTIATION TECHNIQUES**

**ADV 378S, 391K/PR 378S**

**Fall 2018**

**Mondays and Wednesdays 8am - 9:30am**

**Location: CMA 3.116**

**Instructor: Joel Lulla, JD**

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**Office Hours and location: By appointment in BMC 4.312**

**Graduate Assistant: Christian Washington**

**Moody College of Communication  
University of Texas at Austin**

**Title:** Sports Contract Negotiation Techniques  
Course number: ADV 378S, 391K/PR 378S

**Description:** In this seminar-style class, students will be taught strategies and techniques for successfully negotiating contracts, with a special emphasis on the negotiation of sports contracts. The class will meet twice times a week for 75 minutes per class. The first part of the semester will be devoted to learning the fundamentals of contract law combined with negotiating philosophy and strategy. Subsequent classes will involve students being paired into groups and conducting negotiation exercises based on interesting sports and entertainment fact patterns. The performance of the negotiating parties will be critiqued.

There will be assigned readings on contract law basics, as well as sections of books on learning negotiating philosophies and developing negotiation skills, sometimes from the Program on Negotiation at Harvard Law School. We will also discuss topical sports and entertainment negotiations gleaned from recent news reports with a focus on identifying the goals of the negotiating parties and their strategies in achieving those goals.

This class represents a unique opportunity for each student to develop a skill that will be valuable not only in the sports and entertainment industry, but in all other professional careers as well.

**Objectives:** The student who successfully completes this course will ideally be able to:

1. Understand the basic principles of contract law.
2. Identify the issues that must be addressed in a particular contract negotiation.
3. Recognize his/her objectives in the negotiation as well as the objectives of the other party or parties.
4. Utilize the most effective strategies for achieving a successful negotiating outcome.

## **COURSE OUTLINE**

### **Approach:**

This course will be comprised of twenty-eight (28) sessions (2 sessions per week), including an examination on the fundamentals of contract law, with each individual session being approximately seventy-five (75) minutes in length. There will mixture of lecture by the principal instructor and guest speakers, negotiation exercises by the students and group discussion.

### **Class Preparation:**

1. It is expected that each student will be prepared to participate in informed and constructive discussions.
2. Reading assignments and homework must be done prior to attending class so that all students will benefit from an informed discussion of issues.
3. Any written assignments are to be typed. Spelling, grammar, and punctuation must conform to professional standards. If your written assignments incorporate concepts that originated with others, you must acknowledge your utilization of these concepts pursuant to MLA citation standards.
4. All cell phones must be turned off prior to class. Laptops are permitted but such privileges may be rescinded in the discretion of the instructor if laptops are used for other than class purposes.

### **Attendance:**

Students are expected to attend classes, which is critical to their success in the course and the success of the course itself. As noted below, a substantial proportion of each student's grade will be attributable to in-class activities. Students should be prepared to start the class session on time. If for some reason, a student is unable to attend class, that student is expected to inform the GA via email prior to class. Being absent or late for classes may result in a reduction of a student's grade for the course. If a student misses a class for any reason, it is also the responsibility of the student to be informed of the materials covered during the class. Each student is encouraged to find a "class buddy" who can share information and assignments.

### **Academic Integrity and Standards:**

Students are expected to uphold the highest standards of academic honesty and integrity in all course activities and assignments. It is expected that there shall be no deception

regarding the representation made by the student of his/her preparation, participation or performance.

Plagiarism is presenting another person's work as though it is one's own and is a form of fraud. Plagiarism includes (but is not limited to) the presentation of a sequence of words from another writer, utilized without proper attribution. It is critical that students properly acknowledge the work of others and that the acknowledgement be accurate and complete.

The remainder of the course requirements and policies relating to cheating and plagiarism are subject to the standard policies and procedures for all UT-Austin students as established by UT-Austin

### **University of Texas Honor Code**

The core values of The University of Texas at Austin are learning, discovery, freedom, leadership, individual opportunity, and responsibility. Each member of the university is expected to uphold these values through integrity, honesty, trust, fairness, and respect toward peers and community.

### **Documented Disability Statement**

The University of Texas at Austin provides upon request appropriate academic accommodations for qualified students with disabilities. For more information, contact the Office of the Dean of Students Services at 471-6259 or 471-6441 TTY. Also, see <http://www.utexas.edu/diversity/ddce/ssd/>

### **Use of Canvas in Class**

In this class I will periodically use Canvas—a Web-based course management system with password-protected access at <http://courses.utexas.edu> —to distribute course materials, to communicate and collaborate online, to post grades, to distribute assignments, and to give students online quizzes and/or surveys. You can find support in using Canvas at the ITS Help Desk at 475-9400, Monday through Friday, 8 a.m. to 6 p.m., so plan accordingly.

### **Feedback Statement (to encourage students to respond to requests for their feedback)**

During this course I may be asking students to give me feedback on their learning in informal as well as formal ways. It's very important for me to know your reaction to what we're doing in class, so I encourage you to respond to these surveys, so that together we can create an environment effective for teaching and learning.

### **Use of E-Mail for Official Correspondence to Students**

Email is recognized as an official mode of university correspondence; therefore, you are responsible for reading your email for university and course-related information and announcements. You are responsible to keep the university informed about changes to your e-mail address. You should check your e-mail regularly and frequently. You can find UT

Austin's policies and instructions for updating your e-mail address at <http://www.utexas.edu/its/policies/emailnotify.php>.

### **Religious Holy Days**

By UT Austin policy, you must notify me of your pending absence at least fourteen days prior to the date of observance of a religious holy day. If you must miss a class, an examination, a work assignment, or a project in order to observe a religious holy day, I will give you an opportunity to complete the missed work within a reasonable time after the absence.

### **Behavior Concerns Advice Line (BCAL)**

If you are worried about someone who is acting in a disturbing manner, you may use the Behavior Concerns Advice Line to discuss by phone your concerns about another individual's behavior. This service is provided through a partnership among the Office of the Dean of Students, the Counseling and Mental Health Center (CMHC), the Employee Assistance Program (EAP), and The University of Texas Police Department (UTPD). Call 512-232-5050 or visit <http://www.utexas.edu/safety/bcal>.

### **Emergency Evacuation Policy**

Occupants of buildings on the UT Austin campus are required to evacuate and assemble outside when a fire alarm is activated or an announcement is made. Please be aware of the following policies regarding evacuation:

Familiarize yourself with all exit doors of the classroom and the building. Remember that the nearest exit door may not be the one you used when you entered the building.

If you require assistance to evacuate, inform me in writing during the first week of class.

In the event of an evacuation, follow my instructions or those of class instructors.

Do not re-enter a building unless you're given instructions by the Austin Fire Department, the UT Austin Police Department, or the Fire Prevention Services office

### **Q drop Policy**

The State of Texas has enacted a law that limits the number of course drops for academic reasons to six (6). As stated in Senate Bill 1231:

"Beginning with the fall 2007 academic term, an institution of higher education may not permit an undergraduate student a total of more than six dropped courses, including any course a transfer student has dropped at another institution of higher education, unless the student shows good cause for dropping more than that number." You can find advice, models, templates, and other resources for designing your course syllabus on the DIIA website at <http://www.utexas.edu/academic/diia/>

### **Grading and Evaluation:**

Individual assessment will be based on attainment of up to 100 points with the number of points assigned to each means of grading and method of evaluation as listed below:

<i>Class Participation and Performance</i>	<i>30% (30 points)</i>
<i>Written Negotiation Assignments</i>	<i>15% (15 points)</i>
<i>Oral Negotiation Exercises</i>	<i>30% (30 points)</i>
<i>Contracts Examination</i>	<i>25% (25 points)</i>

**Examination.** An exam shall be given on September 26 covering the basic principles of contract law. It will consist of a number of multiple choice, true/false and similar type questions and will cover material assigned and lectures given in classes up to that date.

**Class Participation and Performance.** Class Participation (which by implication includes attendance) and class performance will comprise 30% of each student's final grade. I may randomly call upon students to provide analysis of reading assignments and "class performance" will be a reflection of the preparedness of that student and the quality of the analysis.

### **Grading**

Course grades will be made according to the following grading scale:

Under the plus/minus grading system of the university, grades will be calculated as follows: 100-93, A; 92.9-90, A-; 89.9-87, B+; 86.9-83, B; 82.9-80, B-; 79.9-77, C+; 76.9-73, C; 72.9-70, C-; 69.9-67, D+; 66.9-63, D; 62.9-60, D-; 59.9-0, F.

## **Required Reading Materials**

*Eisenberg, Melvin A., **Gilbert Law Summaries: Contracts**, Thomson/West, 2002*

*Fisher, Roger, Ury, William, Patton, Bruce, **Getting to Yes: Negotiating Agreement Without Giving In**, Penguin Books, 2011*

*Harvard Business Essentials, **Negotiation**, Harvard Business School Press, 2003*

Students will also be expected to stay current with breaking news about important sports contracts being negotiated, both on their own initiative and by checking Canvas for reading assignments that I will add based on current developments.

## **Course Plan**

**Session 1 (Aug 29): Orientation to Class, Review Syllabus and Introduction to Contracts**

- Review texts and additional resource material.
- Discuss what students can expect of the class and what I will expect from each student.

### **Session 2 (Sept 5): Contract Formation Principles**

- Examine the contract formation issues of offer and acceptance
- Review and discuss handout of examples of challenging contract negotiations involving sports and media
- Discussion of St. Louis Spirits-NBA negotiation.
- *Readings for session 2:* Gilbert Law Summaries: Capsule Summary, pages X-XXVI.

### **Session 3 (Sept 10): Contract Interpretation Principles**

- Examine the contract formation issues of consideration and the parol evidence rule
- *Readings for this session:* Gilbert Law Summaries: Capsule Summary, pages I-X.

### **Session 4 (Sept 12): Contract Dispute and Resolution**

- Examine the enforceability of oral contracts and statute of frauds
- Examine defenses to breach of contract claims, including indefiniteness, mistake, misrepresentation, nondisclosure, duress, undue influence, statute of frauds, unconscionability, lack of capacity and illegality.
- *Readings for this session:* Gilbert Law Summaries: Capsule Summary, pages XXVI-XXXIX

### **Session 5 (Sept 17): Contract Interpretation Principles**

- Examine conditions of performance, repudiation and rescission, statute of frauds, restitution and promissory estoppel.
- *Readings for these sessions:* TBA

### **Session 6 (Sept 19): Remedies for Breach of Contract**

- Examine mechanics of filing lawsuits, concept of quasi-contract, equitable remedies and methods of measuring damages
- *Readings for this session:* TBA

**Session 7 (Sept 24): Contracts Involving More than Two Parties, Defenses to Breach of Contract**

- Examine concepts of assignment and delegation
- Examine issues related to third party beneficiaries
- Examine impossibility, Impracticability and Frustration of Purpose, Illegality, Duress, Misrepresentation
- *Readings for this session: TBA*

**Session 8 (Sept 26): Contracts Examination**

**Session 9 (Oct 1): Guest Speaker TBA**

**Session 10 (Oct 3): Begin Discussion of Negotiation Principles**

- Discuss types of negotiation, including distributive and integrative
- Discuss multiphase and multiparty negotiations
- Discuss how to prepare for a negotiation
- *Readings for this session: Harvard Business Essentials, Chapters 1-2*

**Session 11 (Oct 8): Negotiating Principles (continued)**

- Discuss how to prepare for a negotiation
- *Readings for these sessions: Harvard Business Essentials, Chapters 3-4*

**Session 12 (Oct 10): Negotiation Principles (continued)**

- Examine how to determine each party's goals
- Examine how to know each party's tentpoles and how to move them
- Discuss importance of generating an inventory of your negotiating priorities
- *Readings for this session: Getting to Yes, pages 1-55*

**Session 13 (Oct 15): Negotiating Table Strategies**

- Discuss getting the other party to the table
- Examine zero sum negotiations (also called win-lose negotiations) and tactics including anchoring and counter-anchoring
- *Readings for these sessions: Harvard Business Essentials, Chapters 5-6*



#### **Session 14 (Oct 17): Strategies (cont)**

- Examine tactics for integrative negotiations (where the parties enlarge the pie through trades)
- Discuss general tactics including framing and tactics involving price, process and people
- Discuss barriers to agreement and mental errors
- *Readings for this session:* Harvard Business Essentials, Chapter 7

#### **Session 15 (Oct 22): Strategies (cont)**

- Discuss how to move past positional bargaining
- Discuss how to focus on the parties' interests
- Discuss how to build trust with the other party
- *Readings for these sessions:* Getting to Yes, pages 56-94

#### **Session 16 (Oct 24): Other Negotiation Factors**

- Discuss the relationship (or lack thereof) between the parties
- Examine the differences between negotiating for oneself and negotiating for others
- *Readings for this session:* Harvard Business Essentials, Chapter 8

#### **Session 17 (Oct 29): Other Negotiation Factors (cont)**

- Examine the characteristics of effective negotiations
- Discuss learning from negotiating experience
- *Readings for this session:* Harvard Business Essentials, Chapters 9-10

#### **Session 18 (Oct 31): Creativity in Negotiating**

- Discuss generating a variety of options
- Discuss the desirability of having both parties become invested in the process
- Discuss whether negotiation is more science or art
- *Readings for this session:* Getting to Yes, pages 94 to end.

#### **Session 19 (Nov 5): Soccer Player and Agent Oral Negotiation Exercises and Written Negotiation Preparation Assignments.**

#### **Sessions 20 and 21 (Nov 7 and 12): Soccer Player and Agent Oral Negotiation Exercises (continued).**

#### **Session 22 (Nov 14): College Conference Realignment Oral Negotiating Exercises and Written Negotiation Preparation Assignments.**

**Sessions 23 and 24 (Nov 19 and 26): College Conference Realignment Negotiations (continued).**

**Session 25 (Nov 28): NBA Agent and Sneaker Company Oral Negotiating Exercises and Written Negotiation Preparation Assignments.**

**Sessions 26 and 27 (Dec 3 and 5): NBA Agent and Sneaker Company Negotiations (continued).**

**Session 28 (Dec 10): Boise State – Big East Conference Oral Negotiating Exercises and Written Negotiation Preparation Assignments.**