

Excerpts

of

Module Descriptions

for the consecutive Master's degree program in

Negotiating and Designing Contracts

Master of Laws (LL.M.)
Fb 3: Business and Law

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For further information, please refer to the German version.

Table of contents

Module Descriptions	3
Module 1: Methodology of Contract Design and Negotiation.....	3
Module 2: Contract Management and Contract Controlling.....	3
Module 3: International Contracts I.....	3
Module 4: International Contracts II.....	4
Module 5: Due Diligence and Rating	4
Module 6: Intellectual Property Contracts and E-Commerce.....	4
Module 7: Employment Contracts and Collective Agreements.....	5
Module 8: Exchange and Project Contracts	5
Module 9: Company and Group I.....	5
Module 10: Company and Group II.....	6
Module 11: Taxes and Incentives.....	6
Module 12: International Contracts III.....	6
Module 13: Master-Thesis with Colloquium.....	7
Module 14: Corporate and Group Financing I	7
Module 15: Company and Group Financing II.....	7
Module 16: Methods and Instruments of Out of Court Conflict Resolution I.....	8
Module 17: Methods and Instruments of Out of Court Conflict Resolution II	8

Module Descriptions

Module 1: Methodology of Contract Design and Negotiation

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Project work (submission period 8 weeks) with presentation (min. 15, max. 30 min.)
Learning outcomes and skills	<p>Students acquire in-depth knowledge of the methodology of contract design, contract planning and negotiation.</p> <p>They are capable of recognizing conflicts under commercial law and solving them by applying the methodology imparted. Students can draft contracts independently and negotiate them on their own or in a team within the framework of business games; they can check the function of customary contracts in practice. They have the ability to analyze and think across disciplines, present their design proposals both within the discipline and in an interdisciplinary manner, and to confidently represent them in their arguments. They can analyze negotiations for suitable strategies, in particular, diversity, gender, intercultural aspects and tactics, and critically reflect on their own negotiating behavior.</p>
Module language	German
Module availability	Winter semester

Module 2: Contract Management and Contract Controlling

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Project work (submission period 2 days) with presentation (min. 15, max. 30 min.)
Learning outcomes and skills	<p>Students acquire in-depth knowledge in the areas of contract negotiation, contract execution and contract controlling. They are able to apply communicative strategies in practical simulations – also with a change of perspective – and they are familiar with and can apply contract controlling tools and methods. They are capable of implementing complex contract projects using organizational measures and rules of conduct to achieve the contract objectives within the framework of contract implementation.</p>
Module language	German
Module availability	Summer semester

Module 3: International Contracts I

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Written examination (180 min.)
Learning outcomes and skills	<p>The students understand the basic concept of legal analysis and comparative law. They are able to analyze different normative systems and compare the solutions in different legal systems. They have a basic understanding of other legal cultures. They obtain the technique to apply the right form of communication in situations within an international setting. Along with this comes a certain flexibility and in-depth knowledge of the English language.</p>
Module language	English
Module availability	Winter semester

Module 4: International Contracts II

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Project work (submission period 8 weeks) with presentation (min. 15, max. 30 min.)
Learning outcomes and skills	<p>The students have profound knowledge of international contract law and are capable of drafting and reviewing contracts in an international setting, especially contracts for the importation and exportation of goods and licenses.</p> <p>On the basis of a very complex case study, they are able to take action, find sound solutions for the case at hand taking into account the different cultural interests of the parties involved and the different legal aspects and jurisdictions.</p>
Module language	English
Module availability	Summer semester

Module 5: Due Diligence and Rating

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Written examination (180 min.)
Learning outcomes and skills	<p>Students are familiar with a selection of methods and instruments of particular practical importance which are used to obtain a basis for decisions for subsequent contract negotiations and successive design tasks. They are familiar with the relevant topics of a due diligence review for company acquisitions and other transactions, both in connection with the process of obtaining information and the subsequent processing of the information obtained in the drafting of certain contractual clauses, such as the purchase price formula and the liability rules. They know how a due diligence process must be organized in practice in order to take appropriate account of the information needs of the (potential) buyer as well as the seller's need for confidentiality and to resolve possible legal conflicts of interest of the company bodies involved. They are familiar with the relevant topics and questions of legal due diligence and are also familiar with parts of other due diligence areas, such as financial, commercial, tax, HR and environmental due diligence. They thus gain an insight into the basic principles of company valuation, which is indispensable for company acquisitions and participation agreements.</p> <p>They have the ability to analyze and think across disciplines and can present their proposals both within the discipline and in an interdisciplinary manner and can argue confidently in favor of their positions.</p>
Module language	German
Module availability	Winter semester

Module 6: Intellectual Property Contracts and E-Commerce

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Written examination (180 min.)
Learning outcomes and skills	<p>Students are able to recognize the specific problems of contract design in the field of intellectual property law, to analyze them if necessary and to develop solution strategies. This includes knowledge of the fundamental national and international intellectual property regulations, which may consist of elements of contract law, intellectual property law and property law.</p> <p>Students are able to apply their comprehensive knowledge of German and European internet business and e-commerce law. These include domain allocation and transfer, conclusion of contracts for online contracts, electronic signatures, business models in distance selling, consumer protection, advertising law and mandatory information, teleshopping, cybercash, internet auctions, data protection on the internet, freedom to provide services and the country of origin principle, conflict of laws in cross-border</p>

	<p>advertising and transaction activities.</p> <p>Students have the knowledge needed in order to develop meaningful solutions to specific problems of the internet economy. Students are able to advise on all matters of e-commerce and to solve questions of distance selling comprehensively, as well as to create online shops themselves.</p>
Module language	German
Module availability	Summer semester

Module 7: Employment Contracts and Collective Agreements

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Written examination (180 min.)
Learning outcomes and skills	<p>Students have basic knowledge in drafting employment contracts and collective agreements. They are in a position to draft such contracts and agreements as well as individual contract clauses and agreements independently in accordance with the current state of case law and literature and, if necessary, to submit alternative proposals for solutions. In doing so, they also take into account the question of strategy and expediency. Students are also able to check the effectiveness of individual contractual clauses and to justify their results.</p>
Module language	German
Module availability	Winter semester

Module 8: Exchange and Project Contracts

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Written examination (180 min.)
Learning outcomes and skills	<p>Students are familiar with the basic principles of international private law and can apply their in-depth knowledge to draft German exchange contracts as well as national and international project contracts.</p> <p>Students have an understanding of the system of international contract drafting and the provisions to be applied in individual cases.</p>
Module language	German
Module availability	Summer semester

Module 9: Company and Group I

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Written examination (240 min.)
Learning outcomes and skills	<p>Students examine the task of negotiating and drafting contracts using the example of particularly practice-relevant scenarios in the course of corporate or group development. They are familiar with the main contents of the articles of association of partnerships and the articles of association of corporations, including European company forms and hybrid forms, and they can draft these themselves and check the function of existing contracts and articles of association. They know the importance of domination, profit transfer and other organizational agreements as well as various types of conversion and restructuring agreements. Students have knowledge of the optimal structuring of corporate succession, taking into account the inheritance, company and tax law framework. They have the ability to identify problems and to draw up solutions with the interests of both sides in mind. They can present the solution found both within the discipline and in an interdisciplinary manner and can confidently represent the</p>

	proposal in their arguments.
Module language	German
Module availability	Winter semester

Module 10: Company and Group II

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Project work (submission period 8 weeks) with presentation (min. 15, max. 30 min.)
Learning outcomes and skills	Students are familiar with the typical structure of a company purchase agreement and the central topics that arise in connection with the design of the individual contractual regulations such as purchase price and purchase price adjustment clauses, covenants, closing conditions, guarantees and liability provisions. They also know the systematic relationships and interdependencies between the individual parts of the agreement that are relevant for drafting the agreement. On the basis of a scenario-related task, students are able to identify the problems of negotiating and drafting corporate or group development agreements – in this case using the example of a purchase of companies or parts of companies – on a case-related basis and to develop and present a practice-oriented solution.
Module language	German
Module availability	Summer semester

Module 11: Taxes and Incentives

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Written examination (180 min.)
Learning outcomes and skills	Students have acquired basic knowledge of the consequences of selected contracts under tax law. They are in a position to take account of possible tax effects when drafting contracts. Using institutional economic analysis tools, students are able to understand the implications of legal rules for economic behavior. Methodological competence: Students explore the economic implications of legal rules with the help of economic analysis tools (analysis). They identify overarching patterns of legal rules on the basis of their economic implications (synthesis). They arrange and use existing legal knowledge based on economic effects and purposes. Students consider the economic implications of legal rules in situations of competition for scarce resources for cooperation, communication and conflict resolution.
Module language	German
Module availability	Winter semester

Module 12: International Contracts III

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Project work (submission period 8 weeks) with presentation (min. 15, max. 30 min.)
Learning outcomes and skills	The students deepen their competences in international contracts. They are able to manage complex international business matters and to develop interest-based solutions. Furthermore they understand the mechanisms of conflict solutions in international settings.
Module language	English

Module availability	Winter semester
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Module 13: Master-Thesis with Colloquium

ECTS Credits (CP) / Workload (h)	20 (17 Credits Master Thesis, 3 Credits Colloquium) / 600
Module examination	Master-Thesis (16 weeks for submission) with a final colloquium (min. 30, max. 45 min.)
Learning outcomes and skills	The Master-Thesis is a supervised final thesis which demonstrates the candidate's ability to apply scientific methods independently within a given period of time and to work on solutions to problems, even in new and unknown environments, based on in-depth and/or specialized knowledge in his or her field of study, to present a summary and to provide scientific argumentation. The Master thesis must be submitted in writing.
Module language	German
Module availability	Winter and summer semester

Module 14: Corporate and Group Financing I

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Written examination (240 min.)
Learning outcomes and skills	<p>Students have an overview of the legal basis of national and international corporate and group financing. They are able to draft financing agreements (loan agreements, collateral agreements, hybrid instruments) for both banks and borrowers, taking their respective economic and legal interests into account. In addition, they are aware of the existing scope for negotiation depending on the situation and market conditions and can make use of it, taking into account the economic interests of the contracting parties (including banks and borrowers).</p> <p>Furthermore, students are able to draft contracts and conduct negotiations at both the national and international level.</p> <p>Students learn techniques and methods to generate and apply knowledge in this special field in a planned and targeted manner. They are able to adapt to changing economic and legal conditions and to act accordingly when drafting and negotiating contracts.</p>
Module language	German
Module availability	Winter semester

Module 15: Company and Group Financing II

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Project work (submission period 8 weeks) with presentation (min. 15, max. 30 min.)
Learning outcomes and skills	<p>Building on Module 14, which focuses primarily on the banking market, this module is dedicated to the area of capital market-oriented corporate financing.</p> <p>Students gain a deeper insight into the legal and economic processes of capital market transactions so that they can support the various participants (companies, banks, etc.) in their professional lives, both on the documentation side and on the negotiation side. Furthermore, students have knowledge of the obligatory and optional elements of modern financial market communication (e.g. requirements for annual financial statements, ad-hoc reports), their essential contents, publication channels and maintenance requirements.</p>
Module language	German
Module availability	Summer semester

Module 16: Methods and Instruments of Out of Court Conflict Resolution I

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Written examination (240 min.)
Learning outcomes and skills	<p>Students gain an overview of the methods and instruments of out of court conflict avoidance and conflict resolution. Students have knowledge of the fundamentals of arbitration law at the national and international level and, at the same time, are in a position to master the inclusion of arbitration clauses in civil, commercial and company law contracts as a design task in a practical case.</p> <p>Students are informed about areas of application, rules of conduct and strategies of business mediation. They can take on the role of mediator in proceedings and are familiar with the economic and legal framework conditions of business mediation.</p> <p>Students develop communication and conflict resolution skills. They plan resolution strategies and implement them in sensible solutions.</p>
Module language	German
Module availability	Winter semester

Module 17: Methods and Instruments of Out of Court Conflict Resolution II

ECTS Credits (CP) / Workload (h)	5 / 150
Module examination	Project work based on a mediation process (submission period 12 weeks). Basis for the evaluation is active participation in the mediation process.
Learning outcomes and skills	<p>Students deepen their knowledge of the basic methods of out of court conflict avoidance and conflict resolution by participating in mediation moot court proceedings. The module builds on the knowledge acquired by students in the "Methods and Instruments of Out of Court Conflict Resolution I" module. They are proficient in both legal writing and rhetorical skills and are thus prepared for the requirements of legal practice in the free economy.</p>
Module language	German
Module availability	Summer semester