

## ABOUT THE SEMINAR

National contract expert Lenné Eidson Espenschied conducted a methodical survey of **100 ambiguous contract cases** from 2021 state and federal court opinions to identify which drafting errors are actually most likely to cause contractual litigation.

From this program you will learn which **types of contracts**, which **types of provisions**, and which **drafting errors** are most likely to cause litigation based on examples of the specific contractual language litigated from the nationwide study of contract cases.

Through these examples, this seminar will **TEACH** you:

- How Courts Approach **Contractual Litigation**
- The **5 Options** Courts Have When Parties Dispute the Meaning of Contractual Provisions
- **Practical Strategies** for Avoiding the 5 Most Common Causes of Ambiguous Contract Cases
- **Practical Techniques** to Prevent Ambiguity, to Produce Better Contracts, and to Draft More Confidently!

## GENERAL INFORMATION

### ONLINE PROGRAM

Wednesday, April 20, 2022  
View online at [www.minncle.org](http://www.minncle.org)  
Registration for online program must be made at [www.minncle.org](http://www.minncle.org).

### IN-PERSON PASSHOLDERS

You may use your Pass to register for the online program at no charge.

### CREDITS

Minnesota CLE has applied for **6.0 standard CLE credits**. The maximum number of total credits you may claim for this course is **6.0**.

### SCHOLARSHIPS AVAILABLE

Minnesota CLE maintains a scholarship program for those individuals with a financial need. To obtain a scholarship application, contact Grant at [gdavies@minncle.org](mailto:gdavies@minncle.org).

### CANCELLATION / NO-SHOW POLICY

Paid registrants who cancel before the seminar will receive a full credit on their account, or refund upon request. Paid registrants who do not cancel and are unable to attend will retain access to the seminar written materials and PowerPoint presentations through their website account.

### ACCOMMODATION

If you have a disability and need an accommodation in order to attend, contact Minnesota CLE as soon as possible at 2550 University Avenue West, Suite 160-S, Saint Paul, MN 55114 or call us at 651-227-8266 or 800-759-8840.

### QUESTIONS?

Call Minnesota CLE at **651-227-8266** or **800-759-8840**. Or visit us online at [www.minncle.org](http://www.minncle.org).



Minnesota Continuing  
Legal Education  
*Your Success Is Our Goal*

Wednesday, April 20, 2022  
LIVE ONLINE ONLY

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# THE TOP 5 Contract Drafting Errors

*Insights from 100 Real-World Cases!*

*Featuring Nationally-Renowned Contracts  
Expert Lenné Eidson Espenschied*

This seminar presents the results of an in-depth survey of **100 state and federal contract cases** that shows the **most common reasons for litigation** and **how to avoid them**.

LEARN ANSWERS TO:

- Which Types of **Contractual Provisions** Get Litigated Most Frequently?
- Which **Drafting Errors** Appear Most Often in Ambiguous Contract Cases?
- Which **Common Phrasing Patterns** Cause Ambiguity?
- Can **Definitions** Be Ambiguous?
- How do Courts **Assess and Resolve Ambiguity**?
- And More!

# Fast-paced, Practical & Based on 100 Real-World Examples!

Register online at [www.minncle.org](http://www.minncle.org)

## SCHEDULE

8:30 – 9:00 a.m. JOIN ONLINE

9:00 – 10:00 a.m.

### Survey Overview and Methodology Plus How Courts Resolve Ambiguity

Learn how Ms. Espenschied went about selecting 100 ambiguous contract cases from state and federal court opinions from 2021 to identify which drafting errors are actually most likely to cause contract litigation. She will discuss her methodology and the results of her survey, including the types of contracts, types of provisions, and types of errors most likely to cause litigation. She'll also discuss the court's 5 options in resolving ambiguous contract cases.

10:00 – 10:45 a.m.

### Survey Results: Ambiguous Scope Provisions

See examples of scope provisions determined ambiguous by the courts in 2021. Learn practical techniques for drafting scope provisions to prevent ambiguity and to protect your client's interests.

10:45 – 11:00 a.m. BREAK

11:00 a.m. – 12:15 p.m.

### Survey Results: Ambiguous Payment Terms and Termination Provisions

See examples of payment terms and termination provisions the courts considered ambiguous in 2021. Learn practical techniques for avoiding these drafting errors.

12:15 – 1:15 p.m. LUNCH BREAK

1:15 – 2:45 p.m.

### The 5 Most Common Errors in Ambiguous Contract Cases

Learn the 5 drafting errors most likely to cause litigation in this survey of 100 ambiguous contract cases.

### Examples of Contextual Ambiguity and 3 Keys to Avoiding Contextual Ambiguity

Hear examples of contextual ambiguity from this survey of 100 ambiguous contract cases and the 3 keys in avoiding it.

2:45 – 3:00 p.m. BREAK

3:00 – 4:30 p.m.

### Embarrassing Errors Good Lawyers Made with Definitions

Using examples of ambiguous definitions, learn the basic rules of drafting definitions and how to avoid ambiguity; when to use integrated vs. automated definitions; when autonomous definitions are best; and how definitions can improve the text of a contract.

### Questionable Associations and Ambiguous Legal Consequences

Learn to spot and correct common phrasing problems that cause questionable associations:

1. What is the Foregoing?
2. Does this Tail Wag the Dog?
3. How to Tabulate Your Way Out of Ambiguity
4. Recognize Baffling Tagalongs and Careless Reference
5. Which is Such, Said, Same?

## FACULTY

### Lenné Eidson Espenschied

Espenschied has earned her status as one of the two most popular contract drafting speakers in the U.S. by continually striving for excellence and providing innovative, practical skills-based training for transactional lawyers. She practiced law in Atlanta, Georgia for 25 years, focusing on corporate and transactional representation of technology-based businesses. She is the author of two books published by the American Bar Association: *Contract Drafting: Powerful Prose in Transactional Practice* (ABA Fundamentals, 3rd Ed. 2019) and *The Grammar and Writing Handbook for Lawyers* (ABA Fundamentals, 2011). After graduating from the University of Georgia School of Law magna cum laude, Ms. Espenschied began her legal practice at the firm now known as Eversheds Sutherland; she also served as Senior Counsel in the legal department of Bank of America before eventually opening her own law office. As a law professor, Ms. Espenschied taught commercial law, contracts, and contract drafting. Her passion is helping lawyers acquire the skills they need to be successful in transactional practice.



# THE TOP 5 Contract Drafting Errors

Wednesday, April 20, 2022  
Attend Online – No in-person attendance

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[www.minncle.org](http://www.minncle.org)

### TUITION:

\$245 MSBA member

\$245 paralegal

\$295 standard rate

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### NEW LAWYER DISCOUNT!

New lawyers admitted to the bar fewer than 3 years receive a 50% discount.

### SCHOLARSHIPS AVAILABLE!

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