

# Legal Writing, All Business



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*For James and Giovanni,  
whose words inspire me every day,  
and who have been perfect since first draft.*



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# Preface

When I started teaching “Legal Writing” 9 years ago, I naturally reviewed the range of available texts. My review had quite an impact, literally: One of the larger treatises fell off an overmatched coffee table, nearly shattering my toes.

It was then I became wary of “comprehensive” books on the subject. Weighty texts addressed everything from research to client contacts to oral argument. The craft of Legal Writing was described as requiring mastery of a series of acronyms and structures mercilessly enforced. The exercises were often drawn unpredictably from a broad array of subjects. Attached appendices included detached, professional-caliber Memos, Briefs, and Motions that added to the bulk.

Subsequent years in the 1L classroom taught me that a course is only as comprehensive as its instructor. More importantly, speaking at length about *writing* is a hopeless cause. For the motivated student, it is akin to listening to someone talk about eating a chocolate sundae. For the unmotivated, it is hearing of the sundae’s melting. Overall, I found some very talented students were not giving the Legal Writing course a chance. And few students selected a Legal Writing text as their favorite law book to read.

Thus, when given the opportunity, I fashioned a shorter coursebook with a much more direct message: All Legal Writing centers on a user-friendly presentation of a Rule of Law, which is then applied to a new set of facts via a Rule Application. With this modest aim in mind, any student of any background can succeed at Legal Writing, and learning the process can have numerous takeaways.

Accordingly, herein are offered short Chapters designed to minimize lecture and maximize practice. The Chapters fall into two categories. Part One (Chapters I–VI) provides instruction on the central aim of identifying the Rule, and applying it. In service of the “learn as you go” approach, each Chapter commences with a short list of objectives, continues through a lesson, lists examples (“Weak” and “Better”), and intermittently requires completion of an Exercise.

Part Two (Chapters VII–XIII) was designed to get the student started in his/her preparation of the documents that Legal Writing courses and summer internships value. Here, I attempted to update examples to reflect modern tasks of—and opportunities for—1L and 2L law students. There are Chapters on office memos, e-memos, law journal Notes, and industry comment letters, among others.

Overall, the approximately 30 Exercises offer themed practice and repetition. They uniformly involve business law topics and settings, covering a range stretching from the generic and historic (e.g., vacatur of arbitration and tax liens) to the specific and timely (Bitcoin statutes, online fantasy sports, and “vapor shop” regulations). These Exercises, the majority of which involve actual statutes, and nearly all of which employ real case law, reveal business law standards, statutes, doctrines and trends, while consistently stressing the significance of primary authority.

The teaching methods are varied. The lessons repeat the stressed two-part formula, by way of conventional introduction of standards, narrative anecdotes explaining the author’s painful lessons “on the job,” the incorporation of newsworthy trends and examples, and insights into writing maxims memorized by rote. The Exercises may call for starting points, ending points, or both—specifically, a student may be requested to provide an outline or a list of “bullets” before being asked to actually verbalize a response. The five Appendices at book’s end offer lists designed to further a Chapter’s explanation or to prepare a student’s attempts at a particular document.

The book’s title refers to a compact, no-nonsense approach to the subject, as well as the subject matter through which the approach is learned. It is hoped that the text possesses appeal both through its trumpeting of that subject matter and the sheer volume of opportunity for practice it affords. At all times, the book remains focused on the need to identify a Rule and apply it via Rule Application in each task and document. Overall, the book offers several levels of takeaways, both skill-building and substantive.

In 15 years of teaching law students, I have designed courses ranging from Legal Analysis to Corporate Governance. The Legal Writing course steadfastly poses the toughest challenge, as its registrants hail from widely varying curricula and come of age at a time when people are increasingly communicating via fragments and pictures. Moreover, it seems that students take constructive criticism of their writing quite personally: A first year student accepts an initial weakness in a “doctrinal” subject, but no student wants to hear that he/she cannot yet write effectively. Small wonder that most 1L students inform me

that they would rather spend time with a Torts text or Contracts study aid. To be sure, the popularity of Legal Writing coursebooks can grow. In purpose, design, and method, this work should prove—if not captivating—at least as popular as other subjects. And it is of a size that will endanger no one's toes.

*J. Scott Colesanti, LL.M.*

*June, 2016*





# About the Author

J. Scott Colesanti, LL.M., Professor of Legal Writing, has taught at the law school level for over 15 years. In 2006, while serving as an adjunct, he was selected “Professor of the Year” by the Hofstra Law Review. He has developed and taught 10 courses and has had over a dozen articles published by law reviews. His writings are included in treatises on securities law and as expert commentaries to seminal cases.

Professor Colesanti is a member of the Bars of New York, Missouri and Washington, D.C. In 1987, he was the first law clerk to a Chief Hearing Officer of the New York Stock Exchange; he subsequently served as Investigative/Trial Counsel for the New York Stock Exchange Division of Enforcement for 10 years. Afterwards he served within the NYSE Office of the General Counsel, and as a securities industry arbitrator for over a decade. He has handled appeals before the Securities and Exchange Commission, the Social Security Administration, the EEOC, and the New York State Division of Human Rights. Overall, he has authored articles, commentary, case decisions, speeches, motions, editorials, comment letters, complaints, charging instruments, and settlements.

Professor Colesanti regularly lectures on the Financial Crisis, and he also coaches high school mock trial teams. He previously instructed at the Saint Louis University School of Law, and on several occasions has taught abroad as part of the Hofstra Study Abroad program. He served on the editorial board of the *Journal of Securities Law, Regulation and Compliance*, and is a former contributing co-editor of the *Business Law Professor Blog*.

