

Anglo-American Contract Models

Department of Private Law / Scandinavian Institute of Maritime Law
Faculty of Law, University of Oslo

ANGLO-AMERICAN CONTRACT MODELS NEWSLETTER – AUTUMN 2006

SUBMITTED THESIS

During the Autumn semester *Henrik Wærsted Bjørnstad* submitted his thesis on the Entire Agreement clause (financed by the Norwegian Research Council), and *Bodil Kristine Høstmælingen* submitted her thesis on the Subject to Contract and Best Efforts to Negotiate clauses (financed by the Law firm DLA Piper).

LINKS TO THESES

On the project's site (http://www.jus.uio.no/ifp/anglo_project/index.html) you can find links to the following thesis that were so far submitted in the framework of the project (the full text is in Norwegian; draft abstracts in English are available for some theses and will soon be available for all):

- [Subject to Contract clause](#), by *Christine Halvorsen Thaulow*
- [No Waiver clause](#), by *Fredrik Skribeland*
- [Conditions, Representations, Warranties and Covenants](#), by *Tor Sandsbraaten*, with [abstract](#) in English
- [Material Adverse Changes](#), by *Lars Ole Sikkeland* with [abstract](#) in English
- Entire Agreement clause, by *Henrik Wærsted Bjørnstad* (forthcoming)
- Subject to Contract and Best Efforts to Negotiate, by *Bodil Kristine Høstmælingen* (forthcoming)

Links are available also to the theses that were written on specific marine insurance subjects:

- [Mortgagee's interest insurance](#), by *Silje Gundersen*
- [Norwegian Marine Insurance Plan](#), by *Ingrid Lind Groh*
- [Various reinsurance clauses](#), by *Kaja de Vibe*

CURRENT WORK ON THESIS

We have currently a new research assistant:

- *André Bjerketveit*, working on a thesis on Indemnification and Hold Harmless clauses (financed by the Norwegian Research Council).

FUTURE THESES

We are planning to research on following topics in the next semesters:

- No Oral Amendments
- No Reliance clause
- Liquidated damages, penalties
- Sole remedy clauses
- Retention of title, Hold in trust clauses

A full overview of the topics for research can be found at:

http://www.jus.uio.no/ifp/anglo_project/essays.html

NEW PHD THESIS

We are delighted to announce that our [US law advisor](#), Ed Canuel of the US Embassy in Oslo, will start working on a PhD thesis within our project with the working title: *Analyzing Liquidated Damages Clauses under Norwegian Law: Interpreting U.S. Clauses within the Context of Venture Capital Transactions*.

WORKSHOPS AND SEMINARS

On *October 25th* we held a workshop with our [English](#) and [US law advisors](#) and a group of practicing lawyers from the project's [users group](#). We discussed parts of the topics of two PhD theses upon which *Herman Bruserud* and *Anders Mikelsen* are working on, respectively Hardship Clauses and Force Majeure Clauses. More information can be found on the [programme](#).

On *December 5th* Lars Ole Sikkeland presented his thesis on Material Adverse Changes. Professor *Lars Gorton* from the Universities of Lund and Stockholm participated, commenting Swedish law's attitude in respect of English-inspired contract clauses in general, and in particular towards MAC-clauses. More information can be found on the [programme](#).

NEXT WORKSHOP

Next workshop, with our English and US law advisors, will be held in June and will deal with indemnification, hold harmless clauses and the assessment of damages for breach of Share Purchase Agreements. We will discuss material presented by Margrethe B. Christoffersen and Andre Bjerketveit. Should you be interested in participating, please take contact with Mona Østvang Ådum, m.o.adum@jus.uio.no or Giuditta Cordero Moss g.c.moss@jus.uio.no.

LECTURES AND PUBLICATIONS

Topics closely related to our project's subject-matter were presented and discussed in the following lectures or publications:

Herman Bruserud:

- HVA BETYR WARRANTIES? – BEGREPSFORVIRRING VED BRUK AV ENGELSK OG AMERIKANSK TERMINOLOGI, Lecture given on a Course arranged by Juristenes Utdanningscenter on Copy Right and Open Source in IT-Contracts, September 26th, 2006
- ANGLO-AMERICAN CONTRACT MODELS AND NORWEGIAN OR OTHER CIVIL LAW GOVERNING LAW, Lecture given to the Law Firm Haavind Vislie AS, November 28th, 2006

Giuditta Cordero Moss:

- [THE FUNCTION OF LETTERS OF INTENT AND THEIR RECOGNITION IN MODERN LEGAL SYSTEMS](#), Colloquium "New Features in Contract Law", University of Münster, December 1st, 2006, in Schulze, R. (ed.), *New Features in Contract Law*, forthcoming
- [HARMONISED CONTRACT CLAUSES IN DIFFERENT BUSINESS CULTURES](#), Conference on Private Law and the Many Cultures of Europe, University of Helsinki, 27.8-29.8.2006, in Wilhelmsson, T. (ed.), *Private Law and the many Cultures of Europe*, Kluwer Law International, forthcoming
- INTERNATIONAL CONTRACTS: IS NON-STATE LAW TO BE PREFERRED?, National Report for Norway, XVII Congress of the International Academy of Comparative Law, Section II-B1, Private International Law, Utrecht, July 16th-26th, 2006, in *Global Jurist Advances*, Berkley University Press, forthcoming

Trine-Lise Wilhelmsen:

- THE CHARTERER'S ("BEFRAKTER'S") RIGHT TO LIMIT HIS LIABILITY IN RESPECT OF A CLAIM FROM THE SHIPOWNER FOR DAMAGE TO THE VESSEL – SCANDINAVIAN AND ENGLISH LAW, in *Festskrift til Lasse Gorton*, forthcoming, and *SIMPLY* 2006

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