

ANGLO-AMERICAN CONTRACT MODELS NEWSLETTER – SPRING 2008

SUBMITTED THESES

Kyrre Kielland, who was employed as a research assistant in the Spring semester 2007 (financed by the law firm DLA Piper), submitted his thesis on Liquidated Damages and earned the mark A.

Jens Christian Westly, who was employed as a research assistant in the Autumn semester 2007 (financed by the Norwegian Research Council), is still working on his thesis on No Oral Amendments clauses.

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 theses 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* with abstract in English (forthcoming)
- Subject to Contract and Best Efforts to Negotiate, by *Bodil Kristine Høstmælingen* (forthcoming)
- [Indemnification and Hold Harmless Clauses](#), by *André Bjerketveit*
- [Liquidated Damages](#), by *Kyrre Kielland*
- No Oral Amendments, by *Jens Christian Westly* (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*

FUTURE WORK

In addition to the above mentioned theses, which have been or are being written by research assistants, the project consists of three PhD theses, on hardship (Herman Bruslerud), force majeure (Anders Mikelsen) and liquidated damages clauses (Ed Canuel). These theses will be available in the course of the next couple of years.

Of the originally planned research topics for the project (a full overview of the topics for research can be found at: http://www.jus.uio.no/ifp/anglo_project/essays.html) only three clauses remain:

- No Reliance clause
- Sole remedy clauses
- Retention of title, Hold in trust clauses

“No reliance” has close connection with “Entire agreement”, that was already dealt with in the project (by Henrik Wærsted Bjørnstad); “Sole remedy” has close connection with “Liquidated damages”, that is being dealt with in the project (by Kyrre Kielland). Therefore, it does not seem advisable to devote new, independent theses to these subjects.

“Retention of title” and “Hold in trust” have implications that differ from the clauses that were analysed so far in the project. The challenges that they present go beyond the questions of interpretation arising when the clauses are governed by a law different from English law or other common law system. The challenge that these clauses present is rather whether they are capable of being subject to a law different from the law that governs according to the applicable choice of law rules.

Hence, these clauses will be, together with numerous other clauses mainly in the area of encumbrances, insolvency and corporate law, the subject-matter of a new research project, to be launched immediately after this present project is concluded.

Therefore, the project's future activity will concentrate on completing the research that is already ongoing and on organising final conferences and publications (see below).

WORKSHOPS

On June 16th and 17th we held a workshop with our English and US law advisors, [Edwin Peel](#), Fellow and Tutor in Law, Keble College, Oxford, [Jim Percival](#), Partner, Brabnes Chaffe Street and [Edward Canuel](#), US Embassy Oslo, for a group of practicing lawyers from the project's [user's group](#). We discussed parts of the thesis that *Jens Christian Westly* was working on, on the effect of No Oral Amendments clauses in English and Norwegian law. Professors *Giorgio De Nova* of the Milan University and *Lars Gorton* of the Lund and Stockholm Universities participated and discussed the effect of liquidated damages clauses in, respectively, Italian and Swedish law.

PUBLICATION OF THE PROJECT'S WORK

The project's work is being published in the [Publication Series](#) issued by the Department of Private Law at the University of Oslo. The publications will appear in a separate series entitled "*Anglo-American Contract Models*".

Project publication No 1 (169/2007) introduces the project and its method, and discusses questions of relevance to the general topic of the project.

Further publications will follow for each of the theses submitted in the framework of the project. The publications will be in Norwegian, with an English abstract.

In addition to the Publication Series mentioned above, the result of the project, including also the contributions by the advisors to the project and the various guest lecturers, will be coordinated and published in a separate book.

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