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International Commercial Agreements: A Primer on Drafting, Negotiating, and Resolving Disputes

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International Commercial Agreements: A Primer on Drafting, Negotiating, and Resolving Disputes

BOOK NOTES

FOX, WILLIAM F., INTERNATIONAL COMMERCIAL AGREEMENTS: A PRIMER ON DRAFTING, NEGOTIATING AND RESOLVING DISPUTES; Kluwer Law and Taxation Publishers, Deventer, The Netherlands (1992); ISBN 90-6544-587-0; 491 pp. (softcover) Index.

International commercial agreements tend to be complex, imposing entities so filled with legal intricacies as to strike fear into the hearts of the average attorney or businessman. The uninitiated may find such agreements ominous and may, as a result, pass by an otherwise profitable business opportunity. *International Commercial Agreements: A Primer on Drafting, Negotiating and Resolving Disputes* was written to educate the uninitiated with "fundamental information and analysis."

Professor Fox succeeds in creating a compilation of information on international commercial agreements bereft of legal jargon. His primer lays out an overview of issues involved in handling international business transactions. It covers topics from formation of agreements to preventative issues of dispute resolution to the practical aspects of litigation and arbitration in the international arena. As with any simplification, however, this work stumbles in a few areas.

This primer was written for the truly uninitiated, yet at times the author relies upon the reader to understand certain esoteric legal concepts. On the other hand, the legally educated reader may have trouble wading through the discussions of basic legal terminology to get to the nuggets of specialized information found therein. This is especially true for the lawyer with experience in international issues, and to an extent, for the business person with experience in the international market.

Educating the reader is not so much an end in itself. The book's greatest strength lies in the outside sources to which it points the reader. Throughout the book Fox covers complex areas in enough depth for the reader to understand the basic issues involved. He then points the reader to other sources that explain the more complicated details. The footnotes alone are worth the price of the book.

The first four chapters cover the very basic issues confronted in international agreements, including elements of contracts and dispute resolution. This section would be an excellent tool for educating clients

as to the basic issues that attorneys must cover in such transactions. Considerations that clients seldom consider, such as dispute resolution, are covered in a such a way as to explain their importance while allaying fears commonly felt when discussing such topics. This section is somewhat cursory for the experienced attorney. Chapter six covers contract elements in more detail, with thorough coverage of the differences between international and domestic contracts.

Chapter five gives an overview of negotiation across cultures. As in any such discussion, his comments tend to be vague and theoretical. But he gives good coverage to an area that should remain slightly theoretical to account for individual style. Chapter seven explains the difficulties involved in international litigation and takes the reader through some of the loopholes involved.

Chapters eight through ten are the most valuable portions of this primer. Good, thorough coverage is given to the issues involved in arbitration and methods for resolving basic weaknesses in international dispute resolution. The author's coverage of relevant conventions and methods of enforcement are especially useful — not only for business people — but also for attorneys involved in international commercial agreements.

International Commercial Agreements should be used as a basic reference tool, a point of departure and a method of educating a new client or one new to the area of international commercial transactions.

Jeff Delmon

LONBAY, JULIAN AND LINDA SPEDDING, *INTERNATIONAL PROFESSIONAL PRACTICE*; Chancery Law Publishing, New York, NY (1992); (\$265); ISBN 0471-9365-8; 281 pp. (hardcover) Index.

International Professional Practice is a manual which sets out the structure of the legal systems in major nations throughout the world. Lonbay and Spedding begin by examining the international law relevant to harmonizing international commercial and trade relations such as GATT, but they focus primarily on the European initiatives that have resulted in the doubling in size of the European Economic Community. The common thread of these laws is that they are intended to reduce barriers to the globalization of trade. This book's scope is limited to the globalization of services, namely the practice of law, which inevitably accompanies the global expansion of trade.

The European initiatives discussed include trade blocs, the Treaty of Rome, The European Economic Community, and the European Economic Interest Grouping. Also discussed are emergent trends relating to the practice of international law such as specialization, incorpora-