



THE
CHICAGO
BAR
ASSOCIATION



TRANSACTIONAL NEGOTIATION COMPETITION RULES

Spring 2025

1. PURPOSE

The purpose of the Transactional Negotiation Competition is to give law students an opportunity to practice skills outside the courtroom and to learn about transactional law practice.

2. ADMINISTRATION

This competition is administered by a committee created for such purpose by the Young Lawyers Section of the Chicago Bar Association (the "Committee"). The Committee has final say on all rules, complaints, violations, and planning for the competition.

3. TEAM REQUIREMENTS

All team members must be affiliated with the same law school and:

- a. Must consist of two to three (2-3) competitors;
- b. May have one (1) alternate in the case where a competitor is unable to participate on any given round (subject to these rules);
- c. Every competitor and alternate must be:
 - i. A CBA member;
 - ii. A J.D. candidate; and
 - iii. Be enrolled at an ABA accredited Law School from the time of their registration to the end of the competition.
- d. Must have at least one (1) coach who is either a faculty member who remains as such throughout the competition, or an alumnus who is a licensed and practicing attorney.

4. REGISTRATION

- a. Registration Limitation. Each law school may submit more than one (1) team for the competition. However, to ensure the maximum number of schools are represented in the competition, registration of any additional teams will be pending subject to the approval of the Committee. Any additional teams not approved will receive a full refund of their registration payment.
- b. Registration Process. Teams wishing to enter the competition must obtain written permission from their law school's dean and submit their entry forms with full payment before the published deadline. Failure to meet the published deadline is subject to the approval of the Committee and, if approved, will result in a late fee of fifty dollars (\$50).

- c. Cancellation. If after registering, your team wishes to cancel and withdraw from the competition, your team must submit such intention via email to the Committee. Cancellation emails sent before the registration deadline will result in a full refund. Cancellation emails sent after the registration deadline will result in a refund minus fifty dollars (\$50) cancellation fee.
- d. Schedule and Deadlines. Refer to Exhibit A for the official schedule and deadlines.

5. COMPETITION PROBLEMS

- a. Distribution. Each team will receive a copy of the problems that they are assigned to negotiate for each round. The materials provided will include a common set of facts known by all competitors and confidential information known only to those who represent one side of the negotiation. Unless they explicitly say otherwise, assume that each problem is a closed universe with no outside authority. In some instances, additional research may be allowed or even encouraged. Carefully read the problem materials for clarity and any exceptions. Sharing of problem materials with anyone outside your team is strictly prohibited and will result in disqualification and removal from the competition.

Judges will receive a copy of all problem materials provided to both sides of the negotiations that they will preside over.

The persons and events depicted in the problems are purely fictional and are prepared solely for the educational exercise being conducted in the competition. Any resemblance to actual persons, living or deceased, is unintentional and purely coincidental.

- b. Requesting Clarification. Teams may submit questions (via email) to the Committee seeking clarification about the problems or materials provided. When seeking clarification, coaches must specifically identify their (1) team, (2) law school, (3) which side of the negotiation they were assigned, and (4) the issue they seek clarification on. The Committee reserves the right to refuse additional clarification. Any clarification provided by the Committee will be provided to all teams.
- c. Confidentiality. Anyone with access to confidential information of both sides is strictly prohibited from sharing those materials with anyone. Anyone having access to confidential information for both sides may not act as a coach, competitor, or alternate.

6. COMPETITION FORMAT

- a. Itinerary. An exact itinerary will be provided by the Committee in advance of the competition. The itinerary shall include the number of days, schedule for each day, and venue. In general, each day will begin with a sign-in deadline, conflicts check, orientation, and informational session where each person will be reminded of their role and these rules. This will be followed by a number of rounds with a break in

between each round.

b. Conflicts Check. While the Committee will use its best efforts to prevent any conflict of interest, the Committee does not represent or warrant any guarantees against such conflicts.

i. At the start of the competition: The Committee will ask each judge to disclose any potential conflict of interest they may have (See Section 8.c.). If there is a conflict, that judge will be reassigned to a different room where there is no conflict. If it is not possible to avoid a conflict, then that judge will be removed from the competition.

ii. At the start of each round: When everyone enters their assigned rooms and **before** the competition begins, all competitors and judges must look at each other to make sure they don't recognize anyone in that room. If a judge is recognized by a competitor or a Judge recognizes a competitor, then that judge will be reassigned to a different room.

c. Round Breakdown

i. Pre-Negotiation Analysis – five (5) minutes per team in private with the judges to share their analysis of the materials including their assumed bargaining strengths, limitations, client goals, client requirements, and overall strategy.

Note: whichever team goes first in pre analysis, will go last during post analysis.

ii. Negotiation – fifty (50) minutes. Both teams come together and negotiate. During this time, each team may take a single five (5) minute break, during which both teams will be excused from the room to privately discuss with their teammates.

iii. Post-Negotiation Analysis – Five (5) minute break for the teams to gather their thoughts. Then ten (10) minutes per team to present their post-negotiation analysis. Each time will meet with the judges privately to share their thoughts on their performance, including lessons learned and mistakes made (if any), and then hear questions from the judges, if any.

Note: Judges may not ask leading questions or share their thoughts on who won.

Note: whichever team goes first in pre analysis, will go last during post analysis.

iv. Final Scoring – five (5) minutes. Both teams must leave the room for the judges to complete their score sheets in private. During this time, the judges may ask each other for clarification but must reach their own conclusions.

Judges **may not** share their score with other judges, and **may not** give the same raw score to both teams. No ties! Judges **must** submit their score sheets before the feedback session.

- v. Judge's Feedback – ten (10) minutes. Both teams return to the room, this time together, for the judges to provide verbal feedback.
- d. Timekeeping. Each team is responsible for keeping their own time. One judge will be assigned to keep time as well, but only for the express purpose of assisting the other judges during final scoring. Judges may not communicate time updates with the competitors under any circumstances except only to indicate that the negotiation session has reached its maximum time allowed.
- e. Audience. Audience participation is subject to the following restrictions;
 - i. Venue capacity.
 - ii. Anyone associated with a competitor, such as coaches, alternates, family, or close friends, may only observe rounds in which their team participates. However, anyone may observe the final round and anyone on a team may also observe any round after they are eliminated.
 - iii. In all circumstances, audience members are not allowed to speak, signal, or communicate in anyway during the rounds. Failure to abide by this may result in the affiliated team's disqualification or other such corrective action as the Committee deems necessary and appropriate.
 - iv. Any other restriction that the Committee determines.
- f. Permissible Materials During Rounds. During the negotiation session of each round, competitors are allowed to use any demonstrative materials that they bring themselves. No one, not even the coach or alternative, may provide the competitors with additional materials. It is up to the teams to decide if such materials will assist or hinder their negotiation, keeping in mind the time commitment.
- g. Team Anonymity. The Committee will provide each team with a random designation at the beginning of the competition. Throughout the competition, competitors may only identify themselves using their team designation followed by their first name. In the case of alternates and coaches, they must add their role to their identification.

Ex: "Team C – Julia"
"Team C – Coach Bill"
"Team C – Alternate Pam"

Do not share your last name! This will be the sole method by which judges will know you during the competition.

Teams and anyone affiliated with a team may not reveal their law school affiliation to anyone under any circumstances. This includes not wearing any school logos or identifying marks, using any school labeled materials, or otherwise expressing or share their school affiliation in any way.

7. TEAM PAIRING AND ROUND ADVANCEMENT

- a. Bracket Format. Teams will go head-to-head in a standard bracket style format with the winners of each round advancing to the next round. For example:

Quarter Finals:	8 teams, 4 pairs
Semi-Finals:	4 teams, 2 pairs
Finals:	2 teams, 1 pair

The Committee will randomly assign teams within the bracket and, in order to maintain anonymity, the bracket will not be made public.

- b. Advancement. Because scoring standards of individual judges may differ, a team's total raw score from all judges (the "combined raw score") is not necessarily indicative of achieving the best deal for the client. Therefore, each judge's score sheet will be used solely for the purpose of deciding a winner. The team chosen as winner by a majority of the judges on the panel will advance to the next round regardless of their combined raw score. This means if a losing team has a higher combined raw score than a winning team, the winning team still advances and the losing team does not.
- c. Exceptions. Below is/are the exception(s) to the above-mentioned pairing and advancement rules:
- i. Even Number of Judges. If only two (2) judges are available for a panel (or if a third judge is later removed for violating these rules) and those two (2) judges did not pick the same team as winner, then the scores of those two (2) judges will be averaged to create a third (3rd) score for that panel. If however, this third (3rd) score is tied, then the two (2) judges shall confer in private until they agree on a winner.
 - ii. Preliminary Round(s) for Uneven Bracket. If the number of teams registered for the competition are not enough for a perfect bracket, then there will be a preliminary round(s) in order to eliminate enough teams to make a perfect bracket. During the preliminary round(s), advancement will depend on the following, in order of preference, until enough teams for a perfect bracket are selected without a tie (in the case of multiple preliminary rounds, the following will be averaged, rounding up, except for the coin toss):
 - Win > loss
 - Loss from 2 judges > loss from all 3 judges;

- Raw score;
- Random coin toss.

8. JUDGES

- a. Qualification. Anyone who is a licensed attorney or whose professional activities regularly involve negotiations may serve as a judge. Exceptions will be made only in rare circumstances where not enough judges meeting this qualification are available.
- b. Panel. Each round will have a panel of two to three (2-3) judges.
- c. Conflict of Interest. Judges may not serve on a panel if they have a conflict of interest with either law school of either team. Such conflicts include:
 - i. Student enrollment within the past five (5) years at such law school either full time, part time, as a transfer student, or otherwise;
 - ii. Active employment at such law school or parent university, either as faculty or staff;
 - iii. Past or present service on the board of directors at such law school or parent university; and
 - iv. Any other association that the Committee determines is a conflict.
- d. Communication. In general, throughout the competition, before during and after each round, Judges are prohibited from communicating with anyone in anyway, other than with other judges or Committee members. A few exceptions apply:
 - i. During the post-negotiation session, judges may only ask non-leading questions to the competitors;
 - ii. During the final scoring session, judges may seek clarification from the other judges, keeping in mind, however, that each judge must come to their own independent conclusions in finalizing their score sheets;
 - iii. During the feedback session, judges may identify themselves and speak freely with the competitors in order to provide constructive critiques. Judges must be respectful, professional, and on point in giving feedback. Comments unrelated to the categories listed in the scoring sheet should be avoided. **Judges may not indicate who won the round.** Only the Committee can announce the winner.
 - iv. During the entire round, judges may not communicate time updates with the competitors under any circumstances except only to indicate that the negotiation session has reached its maximum time allowed.

- e. Scoring Standards. Please refer to Exhibit B Judging Standards and Exhibit C Score Sheet. These forms will be given to the judges before the competition to review. During the morning orientation sessions of the competition, judges will be reminded of these forms and given an opportunity to ask for further clarification from Committee members.
- f. Score Submissions. During the final scoring session of each round, Committee members will collect the judges' scoring sheets. These sheets will be held by the Committee on file for fourteen (14) days thereafter and then may be discarded. Scores will not be shared with teams unless the Committee, in its sole discretion, feels it is necessary and appropriate.

9. RULE VIOLATIONS

- a. Violations. The Committee shall use its best efforts to monitor every round for potential rule violations. However, this is not always possible due to logistics and limited personnel. Therefore, regardless of whether a Committee member was present, teams should submit complaints to the Committee of any potential rule violation(s).
- b. Submitting Complaints. All team members hereby acknowledge a full waiver of all claims not properly filed. Properly submitted complaints for disputes or alleged violations must be filed as follows:
 - i. Via email to the Committee;
 - ii. By the team coach only; and
 - iii. Between the start of the judge's feedback session and up to ten (10) minutes after the scheduled end of the round (regardless of whether the round ended at a different time). The Committee shall review such complaints before the start of the next round and before issuing any awards after the final round.
- c. Corrective Actions.
 - i. *Disqualification*. If the Committee concludes to disqualify a team, then all teams below the disqualified team shall move up one place in the standings. Disqualified teams may not receive any award.
 - ii. *Penalty Points*. If the Committee concludes to penalize a team, then (1) the Committee shall assess the number of penalty points (up to 30 maximum), (2) subtract that amount from that team's score within each judges score sheet, and (3) reassess the winner of that round.
 - iii. *Judicial Conflict*. If after the start of a round, the Committee finds a conflict of interest exists with a particular judge, then the score sheet from such judge will be discarded and the round will be scored by the remaining judges

accordingly.

- d. Final Decision. Subject to these rules, the Committee shall have final say over all violations and complaints regarding this competition. The Committee shall have full discretion to reach its decision however it sees fit and determine any appropriate corrective action necessary. In reaching a determination, the Committee may seek assistance from the judges not having a conflict of interest that presided over the round in question.

10. A/V RECORDINGS

Any round during the competition may be video recorded by the Chicago Bar Association. Anyone's attendance at the competition constitutes consent to being video recorded. As a condition of publication and for no monetary compensation, this consent grants the CBA the nonexclusive worldwide rights to reproduce, distribute, and sell any visual material in connection with the student's participation, in whole or in part, in any media, as part of a course book or any other publication published under the auspices of the CBA and to license these rights to others. Consent also grants the CBA the right to use competitor's name, voice, and image in connection with the published competition materials.

Video or audio recording by anyone other than the CBA is strictly prohibited.

11. AWARDS

The team that ultimately wins the competition will receive an award for first place. The Committee in its sole discretion may also award certificates indicating the highest round achieved by some or all of the other teams. For example, reaching the semi-final round.

12. MISCELLANEOUS TERMS AND CONDITIONS

- a. This competition is governed by United States law and all relevant federal, state and local laws and regulations apply. By entering, all participants agree that the competition shall be governed by the laws of the State of Illinois, that the courts of Illinois shall have exclusive jurisdiction, and that Cook County, Illinois shall be the venue for any dispute or litigation arising to or arising from the competition. This competition is void where prohibited by law.
- b. By participating, each registered participant agrees with these rules and the decisions of the Chicago Bar Association, and releases and discharges the Chicago Bar Association, subsidiary and affiliated entities, and each of their respective officers, directors, members, employees, independent contractors, agents, representatives, successors and assigns (collectively, "CBA") from any and all liability whatsoever in connection with this competition, including without limitation, legal claims, costs, injuries, losses or damages, demands or actions of any kind (including without limitation personal injuries, death damage to, loss or destruction of property, rights of publicity or privacy, defamation, or portrayal in a

false light) (collectively, "Claims"). Except where prohibited, acceptance of a prize constitutes a release by any winner of the Sponsor of any and all Claims in connection with the administration of this competition and the use, misuse or possession of any prize. CBA is not responsible for errors or for lost, late, or misdirected mail or email, or telecommunication or hardware or software failures, including by reason of any bug or computer virus or other failure. Sponsor may cancel, modify or terminate the competition if it is not capable of completion as planned, including by reason of infection by computer virus, tampering, unauthorized intervention, force majeure or technical difficulties of any kind.

Exhibit A

Registration Schedule and Deadlines

November 4, 2024: Team A Registration opens

November 18, 2024: Team B Registration opens

December 20, 2024: Team Registration closes for both groups A and B

January 16, 2025: Competition Scenarios distributed to teams

February 13th, 2025: Cutoff to request clarification for Rules and Competition Scenarios

February 27th, 2025-March 1st, 2025: Competition Dates

Exhibit B

Judging Standards

Provided to all judges ahead of the Competition

Schedule. Please note, you might be scoring multiple rounds. Please see the provided schedule for full details.

Preparedness. As a judge, you are expected to have reviewed the materials beforehand and be able to evaluate each team accordingly.

Round Format. Please Refer to the rule book for a more detailed explanation. In general, each round will be as follows:

1. **Pre-Negotiation Analysis – Five (5) minutes per team**

Each round begins with a pre-negotiation analysis, where each team privately and separately meets the judges to share their analysis of the materials, strategy, and overall plan.

Note: whichever team goes first in pre analysis, will go last during post analysis.

2. **Negotiation – Fifty (50) minutes**

Both teams come together and begin the negotiation. Each team may take a single five (5) minute break, during which both teams will be excused from the room to privately discuss with their teammates.

3. **Post-Negotiation Analysis – Five (5) minute break for the teams to gather their thoughts. Then ten (10) minutes per team**

After the negotiation is over, each team will meet with the judges privately and separately to share their thoughts on their performance, including lessons learned and mistakes made (if any). Afterwards, judges may ask questions towards either team, however, judges may not ask leading questions or share their thoughts on who won.

Note: whichever team goes first in pre analysis, will go last during post analysis.

4. **Final Scoring – Five (5) minutes**

The teams will leave the room so that the judges can finish and submit their scoring sheets.

Note: Judges must score one team higher than the other. there can be no ties!

Note: Judges may seek clarification from each other, however, judges may not share their scoring with other judges. Furthermore, each judge must come to their own independent conclusions in finalizing their score sheets.

5. Judge's Feedback – Ten (10) minutes

Finally, both teams return together to hear the judges share their comments and feedback. This is the part where the judges teach the teams what worked and what did not.

Throughout the Entire Competition:

- Competitors must keep their own time. Judges may not communicate time updates with the competitors under any circumstances **except only** to indicate that time is up.
- Judges must not communicate with competitors until after submitting their score sheets!
- Judges must score independently. Please do not discuss your scores with other judges until your score sheet is submitted.
- Judges must not indicate who won the round or share their scores with the teams. Only the Committee can announce the winner and share scores.

Scoring. Each round, you will score the teams based on the following categories:

- Pre-Negotiation: Preparedness. Did the team effectively read the materials and identify their strengths, weaknesses, and client needs? This must be scored before the negotiation begins!
- Negotiation: Flexibility & Adaptability. Was the team able to effectively listen to the opposition and respond properly? Put another way, did the team fail to see any opportunity that arose during the negotiation?
- Negotiation: Teamwork. Did it appear as though each team member shared responsibility? This does not need to be apples to apples.
- Negotiation: Outcome. Did the team get the best deal for their client in light of the situation that arose during the negotiation? Was “no deal” better under the circumstances, or an agreement to “continue negotiating”? Is the outcome practical and realistic with clearly defined commitments?

- Post-Negotiation: Analysis. Did the team identify room for improvement and lessons learned?
- Overall: Professionalism. Based solely on the ABA Model Rules of Professional Conduct and any other professional standard expressly mentioned in the problem materials, did the entire team (coach and alternate included) act professionally and ethically?

Note: although Comment 2 to Model Rule 4.1 (Truthfulness in Statements to Others) explains that a party's intentions as to an acceptable settlement of a claim are ordinarily not taken as statements of material fact, competitors should not misrepresent their authority to settle as expressed in the negotiation problems. This helps to uphold the integrity of the competition.

NOTE: ANY UNETHICAL BEHAVIOR MUST RESULT IN A SCORE OF 1.

Feedback Session. The primary purpose of this competition is to foster excitement and knowledge for a transactional law practice. Your feedback should focus on educating and mentoring the students to this end. Please be respectful, professional, and on point in giving feedback at the end of the round. There is no need to comment on performance beyond the categories listed in the scoring sheet.

Overall. While this is a competition, there is no "correct" or "wrong" way to conduct this negotiation. Just like in the practice of law, there's more than one way to best help your client. As a judge, you must use your professional experience to evaluate the teams accordingly, keeping an open mind that what you would do is not necessarily the best or only approach.

Exhibit C

Scoring Sheet

Circle one:	Round 1	Round 2	Round 3	FINAL
Team Letter:	Judge's Name:			Team Letter:
SCORE	SCORING CATEGORY			SCORE
1 – 2 – 3 – 4 – 5	Pre-Negotiation: Preparedness Must be scored before the negotiation			1 – 2 – 3 – 4 – 5
1 – 2 – 3 – 4 – 5	Negotiation: Flexibility & Adaptability			1 – 2 – 3 – 4 – 5
1 – 2 – 3 – 4 – 5	Negotiation: Teamwork			1 – 2 – 3 – 4 – 5
1 – 2 – 3 – 4 – 5	Negotiation: Outcome			1 – 2 – 3 – 4 – 5
1 – 2 – 3 – 4 – 5	Post-Negotiation: Analysis			1 – 2 – 3 – 4 – 5
1 – 2 – 3 – 4 – 5	Overall: Professionalism Any unethical behavior = Score of 1			1 – 2 – 3 – 4 – 5
(Max 30)	Total Score (No ties allowed)			(Max 30)

Scoring Explained:

1	2	3	4	5
Poor	Ok	Average	Good	Excellent
