

Contract Law

Adams, Kenneth A. **A Manual of Style for Contract Drafting**. 2d ed. Chicago: American Bar Association, Section of Business Law, 2008. 1 vol. (253 pp.). Paperbound.

Cost: \$74.95 (\$59.95 to Section members); from \$54.91 (print); or \$75.99 (kindle) on amazon.com (2015).

Written for both contract drafters and litigators, this book explains how to draft contracts in language most likely to pass legal scrutiny whether in or outside of the courtroom. The author, an experienced corporate attorney and authority on legal drafting, addresses common sources of inefficiency, dispute, and misunderstanding and suggests ways to avoid them. Among the subjects covered are the introductory and concluding parts of a contract; the different categories of contract language, organizing sections, subsections, enumerated clauses, vagueness, ambiguity, the use of defined terms, and the drafting corporate resolutions, among other topics. Its level of practical detail distinguishes it from other books on drafting. Highly recommended for any attorney who drafts contracts.

American Law Institute. **Restatement of the Law Second. Contracts**. St. Paul, MN: American Law Institute, 1981-date. 12 vols. Annual pocket parts. Periodic Appendix volumes published. Pocket part appears in the back of the most recent Appendix volume only.

Cost: \$823.50; vols. 1-3 (base vols.) only: \$190.50 (\$46.00 in softcover); vols. 4-13 (Appendices) only: \$780; supplementation: 1995: \$19.00; 1996: \$19; 1997: \$72; 1998: \$19; 1999: \$20; 2000: \$21; 2001: \$21; 2002: \$22.75; 2003: \$25; 2004: \$25; 2005: \$25; 2006: \$29; 2007: \$30.00; 2008: \$114.50; 2009: \$32.00; 2010: \$32.00; 2011: \$32; 2012: \$40.00; 2013: \$59; 2014: \$147.

The **Restatements** represent the most significant attempt by the American legal community to draft common law principles based upon the vast body of published appellate court decisions which appear in the various reporter series. Drafted and published under the auspices of the American Law Institute, the **Restatements** reflect the combined efforts of a committee of distinguished legal scholars and jurists. Work on the **Restatement (Second) of the Law of Contracts** was begun in 1962 and first volume was published in 1981. The main body of the work is contained in volumes one through three, while the Appendices, containing Reporter's Notes and Annotations of court decisions, appear in volumes four through nine. Supplementation is published only for certain Appendix volumes.

The Annotated Construction Law Glossary. Edited by A. Elizabeth Patrick, et al. Chicago: American Bar Association, 2014. 1 vol. (215 pp.). Paperbound.

Cost: \$79.95 (\$69.95 to members); from \$41.24 on amazon.com (2015).

This useful glossary provides annotated definitions of more than 300 construction and construction-related terms. Each entry not only defines the term, but also provides additional substantive commentary, and identifies the source of the definition so that it can be used with authority in legal opinions, court decisions, pleadings, and legal research and literature. Written by over 60 experienced construction lawyers, the authors have incorporated

research from the widest range of information sources in their definitions, including legal treatises, law review articles, judicial decisions, engineering texts, industry literature, and many other secondary sources. A chart of acronyms and abbreviations is provided for ease of reference when using the book. A useful tool for law students, young lawyers, construction project managers, and experienced construction attorneys. Lead editor A. Elizabeth Patrick, founder of the Patrick Law Group, has negotiated hundreds of commercial, construction, and procurement contracts. The book is a product of the ABA's Forum on the Construction Industry.

Branca, Michael A., Aaron P. Silberman, and John S. Vento. **Federal Government Construction Contracts**. 2d ed. Chicago: American Bar Association, 2014. 1 vol. (880 pp.). Paperbound.

Cost: \$199.95 (\$159.95 to members); from \$123.40 on amazon.com (2015).

With the passage of the American Reinvestment and Recovery Act of 2009 (Pub.L. 111-5) (the so-called economic stimulus), the federal government will continue to be the world's largest purchaser of construction services. Most construction lawyers will inevitably handle some government contract cases at some point in their careers, and face the daunting prospect of grappling with the voluminous and complex regulations, clauses and case law that govern federal construction contracts. These regulations permeate every aspect of construction contracting, from procurement of construction services, to compliance, risk allocation between the government and the contractor, prevention of waste, fraud and abuse, and the final payment. This exhaustive and authoritative volume examines the full range of contract formation issues, from FARs, sealed bidding, competitive negotiations, architect/engineer contracting, design-build, construction management, IDIQ task order contracts, bid protests, and other provisions and issues unique to federal government construction contracts. It also considers the various aspects of performance, from contractual changes, differing site conditions, inspection, acceptance, warranties, payment and contract funding, termination for convenience and default, equitable adjustments and claims, surety bonds, overhead costs, as well as funding and other issues related to projects outside of the U.S. Finally, it addresses the various aspects of dispute resolution, including ADR, litigation, claim procedures, defective specifications, the False Claims Act and other fraud statutes. Additional chapters examine such topics as subcontracting, pricing of claims, and federal grants. The text is supported with numerous citations to federal statutes, regulations, and case law. Thirty-nine experts in the field of federal construction contracts contributed to the book's 26 chapters, each with extensive legal or construction contract experience. Already well respected in the field, this new second edition will continue to serve as a "bible" for lawyers immersed in the intricacies of federal government construction contracts.

Burnham, Scott J. **Drafting and Analyzing Contracts: A Guide to the Practical Application of the Principles of Contract Law**. 3d ed. Charlottesville, VA: LexisNexis, 2003. 1 vol. (382 pp.). No supplementation between editions.

Cost: \$59; ebook: \$43; from \$34.25 (print); or \$32.99 (kindle) on amazon.com (2015).

This student textbook is organized around the topics presented in the first year course in contract law, including offer and acceptance, consideration, indefiniteness, enforceability, capacity, parole evidence, interpretation, mistake, force majeure, promise and condition, modification and discharge, warranties, damages, and third parties. The author also addresses the principles of drafting as exemplified in contracts, including the framework of a contract, operative language and boilerplate terms, the language of drafting, plain language, and drafting with a computer. Finally, he discusses the various passes through which contract language is to be scrutinized, including the issues of orientation, explication, implication, remediation, and evaluation conclusion. The book is also useful as a review of contract drafting principles and analysis for the practitioner. Scott J. Burnham is Professor of Law at the University of Montana School of Law.

Burns, George F. and Michael R. Bosse. **Building the Construction Case: A Blueprint for Litigators**. Chicago: American Bar Association, 2014. 1 vol. (187 pp.). Paperbound. **Cost:** \$89.98; ebook: \$71.95; from \$67.46 on amazon.com (2015).

Construction projects are fertile grounds for disputes that can lead to litigation. These may involve design deficiencies, environmental hazards, structural failures, differing site conditions and changed conditions, claims for additional compensation for performing extra work, delay, disruption and lost productivity claims, excessive work scope changes, inadequate project management or lack of proper coordination, inadequate inspection, failure to meet performance standards and guarantees, construction defects, late project completion, work-site accidents and safety violations, and post-completion warranty claims, to name just a few. Furthermore, there are certain characteristics of construction litigation that make it different from general litigation: (1) it is influenced by primarily by an actual or alleged contract and the law of contract; (2) it has traditionally been associated with arbitration and mediation; (3) the interpretation of contracts is influenced by historic patterns of arbitration; (4) contract documents are often based on standard forms or templates; and (5) public policy plays a significant role in the interpretation and enforcement of construction contracts that may outweigh the plain language of a word or phrase. This volume provides expert guidance on the substance of construction contracts, tort remedies, damage claims, insurance and indemnification, mechanic's lien and bond claims (including surety), and on the procedural aspects of construction litigation, from discovery through appeal. The text is also enhanced with Practice Pointers, and selective citations to primary and secondary sources. The Appendices include a description of the common types of construction contracts, common contract clauses, a sample letter to insurer that declines coverage or reserves rights, and AIA insurance clauses, a table of cases and index. The authors are shareholders in the Portland, ME firm of Bernstein Shur where they have a combined 40 years experience in construction law.

Calamari, John D. and Joseph M. Perillo. **The Law of Contracts**. 7th ed. St. Paul, MN: West Academic, 2013. 1 vol. (915 pp.) No supplementation. **Cost:** \$110; online: \$82.50; from \$103.00 (print) and \$79.99

(kindle) on amazon.com (2015).

This is a one-volume Hornbook intended as a student text, but also useful to the practicing attorney who requires a good overview of the subject matter. The authors explain and analyze such topics as the offer and acceptance, parole evidence and interpretation, the consideration, promissory estoppel, contracts under seal, capacity, avoidance or reformation for misconduct or mistake, conditions, performance and breach, damages, restitution for breach, specific performance, assignment and delegation, the statute of frauds, discharge, and illegal bargains. In addition to the standard coverage of the field of contractual law, the volume features WESTLAW References scattered throughout the text. The authors also provide liberal citations to both primary and secondary sources. Appendices include a guide to WESTLAW research guide, with examples illustrating contract law queries. There are also Tables of Cases, UCC Citations, and an Index. As with most West Hornbooks, there is no supplementation between editions. Thus, more current material must be located in supplemented treatises or primary sources after using this volume as a first step in the research process. The work was first published in 1970 by Joseph M. Perillo, now Distinguished Professor of Law, Fordham University, and the late John D. Calamari.

Cibinic, John, and Ralph C. Nash. **Administration of Government Contracts**. 4th ed. Washington, DC: George Washington Univ. Law School, Government Contracts Program, 2010. 1 vol. Softbound. Available from CCH, Inc. **Cost:** hardcover: \$150; softcover: \$105; from \$115.74 (print); or \$117.62 (kindle) on amazon.com; 2015).

A companion to the authors' **Formation of Government Contracts** (see next entry), this volume provides expert guidance in the administration and management of government contracts, including such matters as contract interpretation, renegotiation, management of delays and damages, price adjustments, dispute resolution without litigation, payment policies, and contract termination. Chapters include: contract administration and personnel, contract interpretation, risk allocation, changes, differing site conditions, delays, government property, pricing of adjustments, inspection, acceptance and warranties, default termination, damages and liquidated damages, termination for convenience, payment and discharge, and disputes. The Appendices include Standard FAR clauses, statutes, regulations, citations to more than 3,400 of court, board, and Comptroller General decisions, B-Numbers, and a detailed subject index. John Cibinic, a Professor Emeritus of Law at George Washington University Law School and director of the Law School's Government Contracts Program from 1965 to 1974, is a frequent government contracting seminar speaker and consultant. Ralph Nash is the founder of the Government Contracts Program at George Washington University Law School and Professor Emeritus.

Cibinic, John, and Ralph C. Nash. **Formation of Government Contracts**. 4th ed. Washington, DC: George Washington University Law School, Government Contracts Program, 1998. 1 vol. Softbound. Available from CCH, Inc. **Cost:** \$150; from \$74.65 (print); or \$78.58 (kindle) on amazon.com (2015).

A complete guide to process of government contracting and

procurement, including the solicitation, bidding, and award processes under the Executive Branch. It incorporates the changes brought about by the rewrite of FAR Part 15, the Federal Acquisition Streamlining Act of 1994 (FASA), the Clinger-Cohen Act of 1996, and the Administrative Disputes Resolution Act of 1996. Individual chapters examine: basic principles of federal procurement, contract formation principles, acquisition planning, contractor qualification, sealed bidding, basic negotiation procedures, special negotiation procedures, types of contracts, contract pricing, collateral policies, and contract award controversies. The third edition provides an updating of the last ten years of Comptroller General, court, and board decisions. It also includes a table of authorities and detailed subject index. John Cibinic, a Professor Emeritus of Law at George Washington University Law School and director of the Law School's Government Contracts Program from 1965 to 1974, is a frequent government contracting seminar speaker and consultant. Ralph Nash is the founder of the Government Contracts Program at George Washington University Law School and Professor Emeritus.

Contract Appeals Decisions. Riverwoods, IL: Wolters Kluwer Law & Business (CCH Inc.), 1965-date. 1vol. Also available on the Internet.

Cost: Print: \$2,745 per year; Internet: similar in cost, but inquire (2015).

Tracking down decisions of the various federal Boards of Contract Appeals can be a bewildering task for the busy practitioner. This product assembles full-text decisions of the Board of Contract Appeals for the ASBCA, GSBICA, ENG, BCA, AGBCA, HUD BCA, IBCA, LBCA, DOT BCA, EBCA, NASA BCA, PSBCA and VABCA. going back to 1956. The product also includes a citator which allows the researcher to determine if a case has been subsequently cited or discussed.

Corbin, Arthur Linton. **Corbin on Contracts: A Comprehensive Treatise on the Working Rules of Contract Law.** Revised edition. Charlottesville, VA: LexisNexis, 1993-date. 15 vols. Hardbound or eBook. Supplemented annually.

Cost: \$1,720; supplementation: 1994: \$91; 1995: \$102; 1996: \$113.50; 1997: \$114; 1998: \$130; 1999: \$135; 2000: \$255; 2001: \$245; 2002: \$169; 2003: \$315; 2004: \$367; 2005: \$378; 2006: \$390; 2007: \$408; 2008: \$458; 2009: \$696; 2010: \$725; 2011: \$826; 2012: \$884; 2013: \$689; 2014: \$741; eBook: \$1,840; renewal: 2013: \$809.

A long-awaited revision of Corbin's classic treatise by Professor Joseph M. Perillo. A monumental achievement in the history of legal scholarship, Professor Corbin's magnum opus is a reflection of the author's view that the law is rooted in reality, not dogma and that the generalizations made in legal treatises must be based upon the reading and close analysis and reevaluation of the great mass of court decisions. The more than 90 chapters are organized into the following parts: formation of the contract; statute of frauds; interpretation--parol evidence--mistake; construction and legal operation of contract--conditions of legal duty; rights of third parties--assignment--joint and several contracts; breach of contracts--judicial remedies; discharge and impossibility; and illegal bargains. There is a separate volume containing Tables and Index. Original and revised volumes of the first edition were published between 1950 and 1962. The first

volume of the Revised Edition, authored by Joseph M. Perillo, the Alpin J. Cameron Professor of Law, Fordham University School of Law, was published in 1993. The text is amply supported by the inclusion of numerous citations to, and digests of, relevant state and federal court decisions. Includes Library References to both **Corpus Juris Secundum** and the West Key Number Digests. Reasonable annual supplementation costs make the standing order a safe bet for the attorney concerned about costs. As a part of the merger between Thomson Professional Publishing and West Publishing Company in 1996, the Justice Department required West to divest itself of this and 50 other titles. Reed Elsevier acquired the entire package in January 1997 and assigned it to LexisNexis.

Cost Saving Tip: Acquire the Desk edition (see Murray, below) as a cost-effective alternative and avoid the high initial and supplementation costs.

Farnsworth, E. Allen. **Contracts.** 4th ed. New York: Wolters Kluwer Law & Business, 2004. 1 vol. (940 pp.). No supplementation between editions.

Cost: Hardcover: \$98; paperbound: \$79; from \$2.66 on amazon.com (2015).

This student textbook provides comprehensive coverage of all the topics and issues which are addressed in the typical first-year course in contract law. The volume represents a distillation of the author's more expansive three-volume practitioner-oriented treatise **Farnsworth on Contracts**.

Farnsworth, E. Allan. **Farnsworth on Contracts.** 3d ed. New York: Wolters Kluwer Law & Business, 2004-date. 3 vols. Periodic supplementation.

Cost: \$915; supplementation: 2005-2007: 0; 2008: \$224; 2009: \$249; 2010: \$266; 2011: \$295; 2012: \$710; 2013: \$698; 2014: \$750; 2d ed.: 1993: \$69.50; 1994: \$125; 1995: \$137.50; 1996: \$145; 1998: \$151; 1999: \$165; 2000: \$140; 2001: 0; 2002: \$150; 2003: \$185; 2004: new edition.

This three-volume treatise is an expansion of the author's one-volume textbook and is an outgrowth of his work as a Reporter for the **Restatement 2d of Contracts**. As a professor of contract law at Columbia University School of Law, Allan Farnsworth has expanded upon his textbook by adding sections of interest to the practitioner, expanding other sections, and by providing additional footnotes to cases, statutes and secondary sources. Chapter coverage includes a useful introduction which summarizes the general scope of contract law, and chapters on enforceability of promises, scope and effect of promises, rights of third parties and enforcement of promises. The author also relates contractual law to the **Uniform Commercial Code**. The author's clear prose style is matched by a well-organized presentation which can satisfy both the student and the experienced practitioner. Volume three also includes a biographical appendix, Table of Cases, Table of Uniform Commercial Code Sections, a Table of Restatements of the Law, Table of Authorities, and Index. An ideal mid-sized treatise for the practitioner who wants more than a Hornbook, but less than a multi-volume treatise like **Corbin** or **Williston**.

Feldman, Robert A. and Raymond T. Nimmer. **Drafting Effective Contracts: A Practitioner's Guide**. 2d ed. New York: Wolters Kluwer Law & Business, 1999-date. 1 vol. (900 pp.). Looseleaf format.

Cost: \$439; ebook: \$739; supplementation: 2000: 0; 2001: \$115; 2002: \$120; 2003: \$178; 2004: \$178; 2005: \$187; 2006: \$199; 2007: \$212; 2008: \$227; 2009: \$249; 2010: \$272; 2011: \$291; 2012: \$305; 2013: \$349; 2014: \$375.

This is less a book of sample forms than an entire form drafting reference guide with principles which can be used to draft a variety of contracts. The authors begin with a comprehensive and practical review of the contract process, from initial client interview to closing the deal. This is followed by a discussion of the 11 drafting elements essential to every contract: parties, recitals, subject, consideration, warranties and representations, risk allocation, conditions, performance, dates and term, boilerplate, and signatures, each of which is covered in detail in the Structural Analysis chapters that follow. This edition incorporates the significant legal developments over the last decade which have impacted contract drafting, including the new Article Nine of the **Uniform Commercial Code** and judicial interpretations of various contract provisions. Robert Feldman is Deputy General Counsel for Computer Sciences Corporation and a practitioner with over 30 years experience handling transactions both large and small. Raymond Nimmer is the Leonard Childs Professor of Law at the University of Houston Law Center and counsel to the firm of Weil, Gotshal & Manges. He is currently the Reporter to the Drafting Committee on **Uniform Commercial Code** Article 2B-Licenses and the author of over ten books, including **The Law of Computer Technology and Information Law**.

Feldman, Steven W. **Government Contract Awards: Negotiation & Sealed Bidding**. St. Paul, MN: Thomson Reuters (West), 1994-date. 3 vols. Recently converted to annual replacement volumes.

Cost: 2014-2015 ed.: \$933 (\$746 to subscribers); supplementation: 1996: \$125; 1997: \$131.25; 1998: \$189.50; 1999: \$150.50; 2000: \$162.50; 2001: \$188.50; 2002: \$235; 2003: \$252; 2004: \$282; 2005: \$282; 2006: \$314.50; 2007: \$350; 2008: \$390.50; 2009: \$448; 2010: \$496.50; 2011 (1st annual replacement): \$660; **Monthly Assured Print Pricing (APP):** \$78/\$936.

A well-organized and readable exposition of the law governing government contract awards. Topics covered include presolicitation rules and activities, solicitation processes, evaluation processes, award processes, special categories of negotiated acquisition, and sealed bidding essentials. Primary attention is devoted to the procurement processes contained in the Federal Acquisition Regulation (FAR) and to the protests, particularly of negotiated contracts, brought before the General Accounting Office (GAO), the General Services Administration Board of Contract Appeals (GSBCA), the federal district courts, and the United States Court of Claims. While this set provides more than adequate citations to primary authority, it lacks the extensive primary source material and extensive cross-references contained in the West's **Government Contracts**.

Filipp, Mark R. **Covenants Not To Compete**. 3d ed. New York: Wolters Kluwer Law & Business, 2005-date. 2 vols. (880 pp.). Print and Internet. Annual supplementation.

Cost: \$529; Internet: \$supplementation: 2006: \$169; 2007: \$179; 2008: \$189; 2009: \$199; 2010: \$215; 2011: \$239; 2012: \$255; 2013: \$285; 2014: \$305; 2d ed.: 1998: \$103; 1999: \$96; 2000: \$96; 2001: \$105; 2002: \$145; 2004: \$151; 2005: new ed.

Protecting trade secrets and other sensitive information from competitors is a growing concern to employers. Drafting well-tailored non-competition agreements is essential in order to avoid potential litigation or to ensure success in the event litigation results. This two-volume work combines a discussion of the basic theories governing employment law and non-competition agreements with practical guidance on the drafting of such agreements. The author also discusses various pre-litigation and litigation concerns and includes sample employment agreements and litigation forms. Volume two includes a state case digest and various American Arbitration Association rules and procedures.

Cost Saving Tip: Since the most valuable portions of this work are contained in volume one, the cost-conscious attorney may wish to forego purchasing volume two, particular if he or she owns the arbitration rules in other forms and has access to state case law. Dropping the standing order for supplementation will provide an additional \$250+ savings per year.

Government Contract Law: The Deskbook for Procurement Professionals. 3d ed. Chicago: American Bar Association, Section of Public Contract Law, 1999. 1 vol. (473 pp.). Paperbound.

Cost: \$99.95 (\$94.95 to Section members); from \$40.93 on amazon.com (2015).

The basis for this volume is the government contracts text developed by the Contract Law Department at the Judge Advocate General's School of the U.S. Army in Charlottesville, VA which is recognized as a standard reference in government, industry and academia. The individual chapters are in outline form and have been developed and updated by the government contracts law instructors who incorporate the content of new statutes, regulations and court decisions. The chapters include an overview of the contract attorneys' course (CAC), contract law research materials, authority to contract, types of contracts, competition, sealed bidding, socioeconomic policies, negotiations, simplified and commercial item acquisitions, government information practices, bid protests, ethics in government contracting, construction contracting, funding and fund limitations, contract changes, selected labor standards, pricing of contract adjustments, procurement fraud, contracting for services, and more. This second edition incorporates the Federal Acquisition Regulations implementation of the Federal Acquisition Streamlining Act of 1994, changes enacted in the Federal Acquisition Reform Act, the Administrative Dispute Resolution Act of 1996, and the re-write of FAR Part 15. The volume contains extensive citations to cases, statutes and federal regulations.

Government Contracts Reporter [Internet]. Riverwoods, IL: Wolters Kluwer Law & Business (CCH Inc.), 2003-date. Monthly; Internet updated weekly. Includes toll-free support.

Cost: No print; CD-ROM: \$5,319; Internet: approx. \$5,319 per yr., but inquire (2015).

This exhaustive compilation of full text federal procurement laws

and regulations, including current Federal Acquisition Regulation (FAR) and its supplements. also contains detailed analyses of 35,000 court and agency decisions. The print version was eliminated from the CCH product line in 1998.

Hunter, Howard O. **Modern Law of Contracts.** St. Paul, MN: West, 1993-date. 2 vols. Paperbound. Replaced annually.

Cost: 2015 Edition: \$614; ProView eBook: \$550; supplementation: 1994: \$128; 1995: \$132; 1996: \$146; 1997: \$154; 1998: \$160.50; 1999: \$188.50; 2000: \$108; 2001: \$128; 2002: \$150; 2003: \$171; 2004: \$192; 2005: \$220; 2006: \$338.50; 2007: \$300; 2008: \$238; 2009: \$265; 2010: \$289; 2011: \$319; 2013: (first annual replacement vols.) 2014: \$550; **Monthly Assured Print Price (APP):** \$46/\$552.

A one-volume comprehensive practitioner's treatise on contractual law. In addition to the standard topical coverage, Part V analyzes the specific application to employment relationships and the Convention on the International Sale of Goods. Includes a Cumulative Table of Cases and Index. The author writes in a clear and easily understandable style. Includes numerous citations to relevant primary authority. The title was transferred from Warren, Gorham & Lamont to West in August, 1997.

Cost Saving Tips: Consider dropping the standing order and being placed on a prior notification basis for supplementation. Since the volumes are cumulative, you can simply order one whenever you believe your set should be updated. In the meantime, the base text will satisfy most of your needs and you can update relevant authorities in the primary sources and Shepardize. Don't make the mistake of maintaining the standing order if the volumes are not used. For example, the five-year cost of updating this two-volume work will probably exceed \$3,000 given the likely increases in the cost of the annual replacement volumes; and a comparable amount if the **APP** is selected.

Keyes, W. Noel. **Government Contracts in a Nutshell.** 5th ed. St. Paul, MN: West, 2011. 1 vol. (557 pp.). Available from West Academic.

Cost: \$42; online: \$31.50; from \$39.49 (print) and \$23.42 (kindle) on amazon.com (2015)

A volume in the West "Nutshell" series, this work is intended as an aid to lawyers and contract administrators in the business world who deal with government and those in government who deal with private industry. While brief, it does offer critical commentary on those courts and boards which do not follow the law. It treats the Federal Acquisition Regulation (FAR) System, acquisition planning, contracting methods and contract types, general contracting requirements, special categories of contracting, contract management, and clauses and forms. Includes a table of cases and subject index.

Malsberger, Brian M. **Covenants Not To Compete: A State-By-State Survey.** 9th ed. Washington, DC: Bloomberg BNA Books, 2013-date. 3 vols. (6,000 pp.). Periodic supplementation.

Cost: \$705; supplementation: 2014: \$330; ; 7th ed.: 2011: \$225; 6th ed.: 2009: \$215; 5th ed.: 2007: \$185; 4th ed.: 2005: \$175; 3d ed.: 2003: \$215; 2d ed.: 1997: \$135; 1998: \$215; 1999: \$215; 2000: \$245; 2001: \$255.

Protecting company interests and information from use by competitors or potential competitors is a serious concern for many businesses. This resource is designed to assist attorneys representing employers with drafting, counseling, and litigating restrictive covenants, otherwise known as covenants not to compete. Organized alphabetically by state, it addresses 150 important legal issues, including state statutes governing enforceability of such covenants, employer's protectable interests, proof of existence of a covenant, courts' power to modify a covenant, obtaining a preliminary injunction, establishing irreparable harm, the standard of review on appeal, enforceability after firing, damages recoverable by an employer, liquidated damages clauses, applicable choice of law rules, and many more. Each state entry also provides a list of relevant law review articles and appellate decisions. A particularly valuable resource for the attorney with clients having multi-state operations.

McKenna Long Aldridge LLP and Ronald A. Kienlen. **Government Contract Disputes.** Eagan, MN: Thomson Reuters (West), 2010. 1 vol. (517+ pp.). Annual pocket part and periodic revised vols.

Cost: \$225; supplementation: 2011: \$45; 2012: \$37; 2013: \$32; 2014: \$35.

From formation through administration, contracting with the federal government is a highly regulated process. Unlike commercial contracting, which is governed generally by the Uniform Commercial Code and the common law, federal government contracting is governed by a maze of statutes and regulations. Claims and disputes that arise under federal government contracts may take many forms, including claims asserted under the Contract Disputes Act of 1978 (CDA), as amended, implemented through the Federal Acquisition Regulations (FAR), and resolved by the boards of contract appeals, U.S. Federal Court of Federal Claims (COFC), or the U.S. Court of Appeals for the Federal Circuit. This volume examines the various venues and procedures through which federal contract claims and disputes are resolved, with special attention to those under the Contract Disputes Act of 1978. Following a brief summary of federal claims and disputes in Part I, Part II reviews the coverage of the Contract Disputes Act, claims process and procedures, and the contracting officer's final decisions and appeal prerequisites. Part III examines the various dispute resolution forums, including the Board of Contract Appeals, the U.S. Court of Federal Claims, the U.S. Court of Appeals for the Federal Circuit, the Federal Aviation Administration Office of Dispute Resolution for Acquisitions, and payment and interest. Additional parts examine actions affecting jurisdiction, other avenues of relief and forums in contract cases, alternative dispute resolution, subcontractor disputes, and other remedies. There is also discussion of the Freedom of Information Act (FOIA), equal access to justice, government and contractor tort liability, criminal liabilities, and suspension and disbarment. The Appendices include a table of abbreviations, table of laws and rules, table of cases and index. The text is heavily annotated with citations to statutes, rules, and administrative and federal court decisions. Each chapter is prefaced by research references, including appropriate Westlaw databases, ALR citations, treatises and practice aids, trial strategy citations, and law reviews and other periodicals. The

book was written by members of the law firm of McKenna Long Aldridge LLP and Ronald A. Kienlen, a retired member of the Armed Services Board of Contract Appeals.

Murray, John E., Jr. **Corbin on Contracts**. Desk Edition. Newark, NJ: LexisNexis, 2013. 1 vol. (various pagings). Paperbound or eBook.

Cost: 2014: \$399; 2013 Edition: \$371; 2012 Edition: \$349.00; eBook: \$379 (2015).

A chapter-by-chapter summary of the key legal concepts and principles laid out in the 89 chapters of the multi-volume treatise **Corbin on Contracts**. The author of this volume has made no effort to emulate the style or language of the original, except for those phrases or statements that have become standard language in contract law. Rather, he presents a largely original text that tracks the topics in the original. The text includes numerous "Practice Resource" references to the applicable sections of the multi-volume Corbin treatise where the reader can find more in-depth treatment of the subject matter. Citations to applicable cases and statutes are selective, rather than exhaustive. The author is University Chancellor and Professor of Law at Duquesne University School of Law. This is an ideal alternative for the cost-conscious attorney who wishes to have immediate access to the key legal concepts of contract law without the expense associated with the multi-volume treatise, which can be consulted in the nearest academic or public law library as necessary. See entry for **Corbin on Contracts** (above).

Nagle, James F. **How to Review a Federal Contract: Understanding and Researching Government Solicitations and Contracts**. 2d ed. Chicago: American Bar Association, 2000. 1 vol. (328 pp.). Paperbound.

Cost: OUT-OF-PRINT; from \$212.16 on amazon.com (2015).

Intended as a primer for those new to Federal contracting, this volume can also serve as a useful review reference for the experienced practitioner. The author takes a step-by-step look at the federal contracting process and the statutes and decisions which govern it. He also explains how the Federal Acquisition Regulation system (FAR) operates, and where to go for interpretations and guidance. The bulk of the book examines the three most common types of contracting: supply and service contracting (where most federal dollars are spent), commercial contracting, and construction contracting. The appendices include with a variety of resources for understanding and preparing federal contracts, including standard sample forms used by the government in its contracts, and sample sections of contracts to illustrate how the federal government prepares and arranges its contracts. It also includes a glossary of government acronyms, listings of the GSA's Small Business Centers, the SBA's Procurement Center Representatives, and matrices for solicitations and contracts. The second edition also includes a listing of current Internet sites for further research. James Nagle is a partner in the Seattle firm of Oles Morrison Rinker & Baker. He has written four books on federal contracting and has received the Federal Bar Foundation Award for Distinguished Accomplishment in the Study of Procurement Law.

Nash & Cibinic eSeries. Riverwoods, IL: CCH, Inc., 2003-date. Online.

Cost: approx. \$1,200 per year (2015).

This online service includes five of the most popular books from the George Washington University Law School's Government Contracts Program, including **Administration of Government Contracts**, **Formation of Government Contracts**, **Competitive Negotiation: The Source Selection Process**, **Acronyms and Abbreviations in Government Contracting**, and the **Government Contracts Reference Book: A Comprehensive Guide to the Language of Procurement**, as well as citations for more than 3,400 court, BCA and Comptroller General decisions.

Nash, Ralph C., Steven L. Schooner, and Karen R. O'Brien. **The Government Contracts Reference Book: A Comprehensive Guide to the Language of Procurement**. 4th ed. Washington, DC: George Washington University Law School, Government Contracts Program, 2013. 1 vol. (587 pp.). Available from CCH, Inc. Perfect bound.

Cost: 2013 Edition: \$80 (hardcover); \$65.00 (softcover) (2015).

An indispensable reference tool for those involved in government contracting, this volume provides an alphabetical listing of definitions of more than 1,400 terms, phrases, and acronyms used in all stages of the contracting process. It includes both general and agency-specific terms used in such agencies as the Department of Defense, General Services Administration, and the Department of Energy. It also includes valuable cross-references to **Formation of Government Contracts** and **Administration of Government Contracts** by John Cibinic and Ralph C. Nash. These three volumes form the basis of any complete government contracting library.

Rohwer, Claude D. and Anthony M. Skrocki. **Contracts in a Nutshell**. 7th ed. St. Paul, MN: Thomson Reuters (West), 2010. 1 vol. (577 pp.). Available from West Academic.

Cost: \$42; online: \$31.50; from \$27.50 (print) and \$23.43 on amazon.com (2015).

A succinct overview of contract law intended for the law student, but also useful for the practitioner. Covers such topics as forming contracts, restitution, statute of frauds, contract interpretation, modification, remedies, performance, and third-party beneficiaries.

Stim, Richard. **Contracts: The Essential Business Desk Reference**. Berkeley, CA: Nolo. 2010. 1 vol. (475 pp.). Paperbound.

Cost: \$39.99; from \$15.29 (print); or \$23.83 (kindle) on amazon.com (2015).

Legal and binding contracts are a pervasive feature of life in a modern society, involving everything from purchase of a home or business to the simple act of using a toll bridge. A contract is an agreement entered into voluntarily by two parties or more with the intention of creating a legal obligation. Although most contracts are in writing, they may also be made orally. The primary aims of this book are to explain how to write a contract or contract provision, how to comprehend particular contract provisions, and how to ensure that you can enforce business contracts at a later date. The core content of this volume is a dictionary of more

than 300 contractual terms. The definitions are enhanced by the inclusion of common negotiation strategies, sample contract provisions, sample contracts with explanations, explanations of electronic contracts, tips for amending and modifying contracts, and a discussion of what to expect when contracts are broken. Like all Nolo titles, this volume is noteworthy for its clarity and avoidance of legalese. While directed primarily at small business owners, it is also an invaluable reference for anyone whose business or life requires an understanding of legally enforceable agreements. Richard Stim is a San Francisco-based practitioner who specializes in small business and intellectual property issues. He has written numerous books for Nolo, particularly in areas of intellectual property.

Williston, Samuel. **A Treatise on the Law of Contracts**. 4th ed. by Richard A. Lord. St. Paul, MN: Thomson Reuters (West), 1990-date. 41 vols. (including five forms vols.)

Cost: \$4,606; supplementation: 1994: \$40.00; 1995: \$50 (excluding new volumes); 1994: \$315; 1995: \$315; 1996: \$147.50; 1997: \$370; 1998: \$164.50; 1999: \$494.50; 2000: \$771.50; 2001: \$1,108; 2002: \$345; 2003: \$1,075; 2004: \$1,480.50; 2005: \$545; 2006: \$607.50; 2007: \$1,438; 2008: \$1,603; 2009: \$1,833; 2010: \$2,017.50; 2011: \$2,203; 2012: \$2,600; 2013: \$3,082; 2014: \$3,898; **Monthly Assured Print Price (APP):** \$384/\$4,608 (up 17% over 2014).

A classic treatment of contract law originally authored by Samuel Williston, the Dane Professor of Law, Harvard Law School and updated by Walter Jaeger, currently Professor Law at ITT Chicago-Kent College of Law. The 4th edition was prepared by Professor Richard A. Lord, Professor of Law, Campbell University School of Law. It provides complete coverage of the full range of contract related issues, including informal contracts, offers, acceptance, consideration, capacity of parties, married women, corporations and others, contracts of agents and fiduciaries, contracts for the benefit of third parties, contracts for the sale of goods, the parole evidence rule, usage and custom, express conditions, nonperformance, negotiable instruments, breach, specific performance and other equitable remedies, fraud and misrepresentation, mistake, duress, release, and much more. Set includes tables and index volumes and five volumes of forms. Professor Lord's stated intent in preparing this 4th edition is to report, analyze and synthesize the approaches to contract law as reflected in judicial decisions, while integrating provisions of the **Uniform Commercial Code** and **Restatement (Second) of Contracts** which have had a significant impact upon contract law. While there has been a proliferation of treatises in specialized areas of contract law, the author's intention is to produce a work that remains comprehensive in its scope.

Cost-saving Tip: High supplementation costs makes this a poor choice unless acquired as part of a WestlawNext package. **Couch on Insurance** on WestlawNext is priced at only \$1,728 per year, or about half the cost of Williston.

Yorio, Edward and Steve Thel. **Contract Enforcement: Specific Performance and Injunctions**. 2d ed. New York: Wolters Kluwer Law & Business (Aspen), 2011-date. 1 vol. (602 pp.). Annual supplementation.

Cost: \$365; supplementation: 2012: \$160; 2013: \$171; 2014:

\$215; 1st ed.: 1993: \$55; 1994: \$75; 1995: \$80; 1996: \$85; 1997: \$88; 1998: \$97; 1999: \$104; 2000: \$112; 2001: \$118; 2002: \$125; 2003: \$143; 2004: \$175; 2005: \$180; 2006: \$189; 2007: \$201; 2008: \$216; 2009: \$236; 2010: \$253; 2011: new ed.

This is the first book on the law of specific performance since the publication of the third edition of Pomeroy's **A Treatise on the Specific Performance of Contracts** in 1926. The text covers general principles of equitable relief, including various types of contract remedies, the relationship between legal and equitable relief, a survey of particular contracts, agreed remedies, procedure, and theory and comparative law. The particular contracts analyzed include those covering real estate, sale of goods, intangible personalty, construction contracts, employment contracts, service contracts, covenants not to compete, exclusive dealing contracts, contracts to pay money, and wills and other property settlements. Appendices includes a table of cases, **Restatement (Second) of Contracts** provisions, **UCC** provisions, and a subject index. Text is adequately buttressed with footnotes to primary sources.

Additional titles in the field of Contract Law are available from the following publishers: AMACOM, Wolters Kluwer Law & Business, Matthew Bender & Co., Casenotes Publishing Co., CCH, Inc., Gaunt, Kluwer Academic, LexisNexis, Lloyd's of London Press, National Contract Management, NYU Press, Oxford University Press, Panel Publishers, Practising Law Institute, Prentice-Hall, Thomson Reuters (West), Warren, Gorham & Lamont, West Academic. See Appendix B for addresses and telephone numbers.

Copyright Law

Clarida, Robert W. **Copyright Law Deskbook**. Arlington, VA: BNA Books, 2009. 1 vol. with Case Digest CD-ROM and 2012 Cumulative Supplement.

Cost: \$510; supplementation: 2012: \$210; 2013: \$215; 2014: \$230.

This impressive reference work aims to describe the law of copyright as it has been applied by the courts in a variety of specific factual circumstances. Accordingly, each chapter or sub-chapter begins with a description of applicable sections(s) of the copyright law and follows this with a discussion of the cases in order of greatest interest to the practitioner. It aims to summarize the applicable standard and then consider whether that standard has or has not been satisfied.

Chapter one on Jurisdiction and Procedure, for example, examines subject matter jurisdiction, personal jurisdiction, standing, pleadings, jury trial, and declaratory judgment, and the manner in which the courts have ruled in each area. Subsequent chapters cover the issues of copyrightability, ownership, formalities, infringement, fair use, other disputes, remedies, preemption, the Digital Millennium Copyright Act, international issues, and tax, insurance, antitrust and bankruptcy. As the author himself describes it, the result is not so much a treatise or hornbook, but a professional reference that seeks to be useful to the practitioner rather than monumental. In other words, his aim is to describe the law as it is instead of what it ought to be.