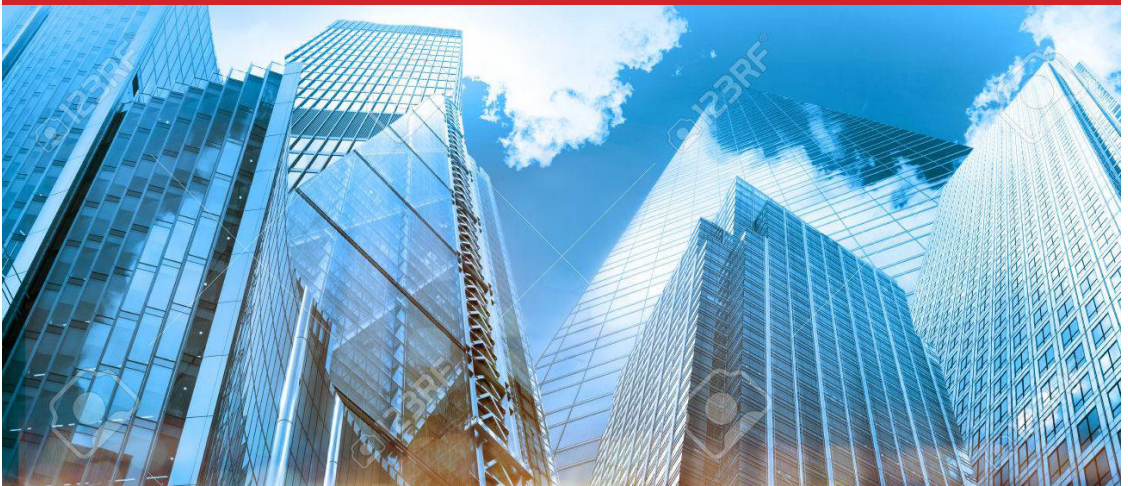




# **Clinical Instruction of Commercial Law Modules and Transactional Law Clinics**

**A Manual for University Lecturers  
Business Law Clinic (BLC)**

**School of Law**







# Clinical Instruction of Commercial Law Modules and Transactional Law Clinics

July 2020

## Consultants:

Prof. Christopher Mbazira\*

Ms. Dianah Ateenyi Ahumuza\*\*

\* Professor of Law; Coordinator and founder of the Public Interest Law Clinic (PILAC)  
School of Law, Makerere University.

\*\* Assistant Lecturer, School of Law, Makerere University; Clinical Instructor - Public  
Interest Law Clinic (PILAC) & LLD Candidate, University of Pretoria.

# Value of diligence

BUSINESS LAW CLINIC  
Department of Commercial Law,  
School of Law,  
Makerere University Old Law Building,  
Main Campus  
P. O. Box 7062, Kampala  
Tel: +256 414542284  
Email: [info@blc.mak.ac.ug](mailto:info@blc.mak.ac.ug)  
Web: <http://blc.mak.ac.ug/>

Copyright © Business Law Clinic, 2020

All rights reserved. No Production, copy or transmission of this publication may be made without written permission. No paragraph of this publication may be reproduced, copied or transmitted save with written permission or in accordance with the provisions of the Copyright and Neighbouring Rights Act, 2006, or under the terms of any license permitting limited copying issued by the licensing agency in Uganda. Any person who does any unauthorized act in relation to this publication may be liable to criminal prosecution and civil claims for damages.

## CONTENTS

<b>1. BACKGROUND</b>	<b>1</b>
1.1 The Business Law Centre and Clinic at Makerere University	5
1.2 Purpose of this Manual	6
1.3 Process of developing the manual	6
2.1 Setting Goals/Objectives	7
<b>2. ESTABLISHING A TLC PROGRAMME: THE NUTS AND BOLTS</b>	<b>7</b>
2.2 Staffing needs	10
2.3 Area of law to practice - Choice between a General and Specialised TLC	11
2.4 Selection of clients - Deciding criteria to adopt	12
2.5 Selection of students in the clinic	15
2.6 Methods used in TLCs and how to prepare for them	17
2.7 The TLC Course	20
<b>3. CHALLENGES</b>	<b>23</b>
3.1 Rejection and resentment	23
3.2 Working space challenges	24
3.3 Competition for student time	25
3.4 Funding	25
<b>OPPORTUNITIES AND PRACTICAL TEACHING</b>	<b>26</b>
4.1 Opportunities	26
4.2 Making the teaching of commercial law subjects practical	27
4.3 Recommendations for TLC generally	28
List of references	30
Websites	31
Appendices	33
Checklist of Issues in Constructing a TLC	33

Client intake form	35
Student volunteer shortlisting template	36
Sample Students' Code of Conduct template	38
Sample Clients' Charter	52

# 1

## BACKGROUND



The history of formal university establishments shows that these institutions were formed as sources of knowledge, a place where knowledgeable people dwelled, could provide advice and confer qualifications. Traced from religious monasteries, university-like institutions stood away from society and with a tradition evolving that it was a privilege to be at a university and obtain university qualifications. The privilege soon became a class right, reserved for those with power, wealth and connections.

With time however, universities started evolving, transforming from purely teaching centres to embracing research. This move resulted from a recognition that universities could create knowledge which would help society deal with some of its problems. University-based innovations were also viewed as having the potential to help industries grow. This marked the birth of university knowledge transfer (KT). Universities started forging partnerships with industries. In some cases, industries started funding university research to help them overcome problems or come up with industry innovations and inventions. Experiences now show that universities are viewed as part and parcel of society and important actors in knowledge exchange. All this is intended to demystify the “ivory tower” notion and make universities useful to the community.

Knowledge transfer has been defined as encompassing “a very broad range of activities to support mutually beneficial collaborations between universities,

businesses and the public sector”.<sup>1</sup> It has also been defined as “the process by which complex information is sent and received among organizations”.<sup>2</sup> These collaborations presuppose that universities have knowledge which they can share with the actors identified above. Rather than simply teach and retain the knowledge they generate through research, universities are better off sharing this knowledge with society. History in the United States shows that much of the obsession was mainly with universities being incubators of technological innovations which would then be used by industries that required the same. As a result, universities started forging close collaborations with industries and commercialising their innovations, in some cases with patents being obtained.<sup>3</sup> Commercialisation took the form of commercialization of licensing agreements; collaborative research partnership, research services, and consultancy; and university-based start-ups or academic entrepreneurship.<sup>4</sup> Indeed, much of the literature on KT is around industry and technology.



Nonetheless, KT has not entirely transformed the way different university disciplines teach and impact on their students. With the exception of some science disciplines, teaching has remained largely theoretical, with limited capacity to skill the students. This has been the case especially in the humanities disciplines. Moreover, these disciplines have generally not harnessed the knowledge they have to directly impact on society. One such discipline is law.

---

1 University of Cambridge “Why is Knowledge Transfer?”. Retrieved from <<http://www.cam.ac.uk/research/news/what-is-knowledge-transfer>> (accessed on 8th July 2020).  
2 [cam.ac.uk/research/news/what-is-knowledge-transfer](http://www.cam.ac.uk/research/news/what-is-knowledge-transfer)> (accessed on 8th July 2020) Wharton, University of Pennsylvania “Knowledge Transfer”. Retrieved from <<http://kwhs.wharton.upenn.edu/term/knowledge-transfer/>> (accessed on 8th July 2020).  
3 See, Irene Martin-Rubio and Diego Andina “University Knowledge Transfer Offices and Social Responsibility” (2016) 20 Administrative Sciences 1  
4 *As above*



As indicated in the Background Paper on which this Manual is based, the teaching of law has traditionally been theoretical, largely based on the lecture and case analysis method. This has come with a number of limitations, including denying students the opportunity to be critical thinkers and acquiring of practical skills and exposure to society.



Some law schools have taken remedial measures to ensure that the teaching is not only practical but impacts on students and society alike. One example of this has been through the use of the clinical methodology of instruction. This has given birth to the global clinical movement, started in Russia and the United States but now embraced world-wide. This movement has promoted legal teaching method based on experiential learning. These methods are believed to foster the growth of knowledge, professional skills and values as well as promoting social justice at the same time. Clinical Legal Education encompasses varieties of formal, non-formal and informal educational programs and projects, which use practical-oriented, student-centered, problem-based, interactive learning methods, including but not limited to, the practical work of students on real cases and social issues supervised by academics and professionals.<sup>5</sup> Some universities have taken advantage of this movement to establish legal aid clinics and to promote public interest lawyering among others, through public interest litigation. In the case of Uganda, this movement touched base when in 2012 the School of Law at Makerere University established the Public Interest Law Clinic (PILAC). The Clinic runs a CLE module, has a walk-in legal aid clinic, implements the Community Law Programme and Mobile Law Clinic (CLAPMOC), and runs the Network of Public Interest Lawyers (NETPIL).

---

5 See <http://encl.org/about-encl/definition-of-a-legal-clinic> (accessed on 8th June 2020).



As a matter of fact, however, the clinical movement has largely concentrated on human rights and related social justice studies. Commercial law related subjects have largely been left out.

As seen in the Background Paper, some universities have started dealing with this problem by establishing what is known as the Transactional Law Clinic (TLCs). The TLCs are largely intended to transplant the clinical movement and make it relevant on commercial law related subjects by enabling students work on actual transactions and interface with the community. TLCs aim at creating all of the legal skills used in establishing or growing a business, with an eye toward assessing risks and actively avoiding the courtroom. This includes planning, drafting, and negotiating against the backdrop of statutes, regulations, and case law, as well as counselling clients to help them realize their business goals and objectives. It also requires business industry knowledge and keen practical judgment, to refine ideas based on legal and financial opportunities and constraints.<sup>6</sup>

In the Ugandan context, TLCs do not only serve the academic needs of the University but are critical in enabling the country to attain its development goals as seen in the National Development Plans (NDPs), and the Sustainable Development Goals (SDGs). The current NDP II is emphatic on the need to transform from the informal sector to an industrialised economy.<sup>7</sup> The SDGs include ending poverty in all its forms everywhere (Goal 1), promoting sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all (Goal 8), and promoting sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all by 2030 (Goal 9), among others. The objectives of the TLC and BLC fit within these broader national and international goals.

---

6 S Jones & J Lainez 'Law & Entrepreneurship in Global Clinical Education Law & Entrepreneurship in Global Clinical Education' (2013) *The George Washington University Law School* 97.

7 See chapters 4, 5 and 10 of NDP II, available at <http://npa.go.ug/wp-content/uploads/NDPII-Final.pdf> (accessed on 20 September 2020).

## 1.1 The Business Law Centre and Clinic at Makerere University

The Business Law Centre of the Commercial Law Department, Makerere University premiered a Transactional Law Clinic in August 2019 to supplement the efforts of other University-Based Law Clinics (UBLACs). The bias of the TLC is to use the clinical methodology in commercial law teaching and outreach to enhance access to justice for small and vulnerable business entrepreneurs. The Clinic has set itself to use students under the supervision of academic staff and advocates to offer legal advice and assistance with transactions that may require a lawyer. These include processes like business registration, labour law related interventions, drafting and reviewing of contracts and tenancy agreements, advocacy for better legal frameworks, among others. The Clinic also aims at enhancing students practical learning, improving access to justice and assisting small entrepreneurs' growth in line with the National Development Plan priorities and contributing towards realising sustainable development. The Clinic is the first of such specific initiative in Uganda and the region. The activities of the clinic so far have included research, trainings and capacity building sessions, guest lecture series, peer-to-peer learning sessions, face-to-face classes, community outreaches, and client interventions in the form of legal advice and drafting and registration assistance for various transactions.

The project was originally conducted on a volunteer basis by the instructors with the help of Advocates from the Public Interest Law Clinic (PILAC) and Academics and Advocates from the Commercial Law Department. **Subsequently, a call for students to participate in the clinic was sent in the same semester, interviews were conducted and 12 students were selected.** An on boarding workshop was conducted; TLC additionally held two other learning workshops, two reflection workshops, three community outreach programs, and received and worked on seven matters and conducted one guest lecture. The main challenge at the start was record keeping, which affected the accuracy of the records presented.

The School of Law, Makerere University TLC has so far provided legal assistance to individuals, small businesses, start-ups, entrepreneurs, NGOs and community organizations. The bulk of the issues that have so far been tackled fall within the realms of Company Law, Intellectual Property, Refugee and Migration Law, Contract Law, Labour and Employment Law, Taxation Law, and Corporate Governance among others. Some of the services offered to clients have included advice on business formation and registration, drafting and review of contracts and agreements like employment contracts, accelerator agreements and partnership agreements among others, MEMARTS, contract negotiations, community outreach legal awareness and sensitization sessions, intellectual property, non-profit formation, permitting, licensing, and other transactional legal services. The clinic operates a pilot project with 12 students and this has

provided them the opportunity to gain experience on topics such as; client interviewing and intake, case management, contract drafting, negotiation skills, professional ethics and legal analysis. The students are guided and supervised by six professional staff members and volunteer Advocates. At the end of each month, students send in their feedback forms in the form of reflective memoranda detailing all activities they participated in, what they expect to learn, what they learnt, challenges faced and how to address them moving forward.

## 1.2 Purpose of this Manual



This Manual is intended for use by lecturers of commercial law related subjects in Ugandan universities and beyond. The Manual is intended to guide the lecturers in the use of the clinical methods of instruction while teaching commercial subjects. This is in addition to providing guidance on how the lecturers and the students can impact on society through community clinics while at the same time learning in a practical manner. It is believed that this will not only produce law graduates with practical skills but will also promote access to commercial justice, especially for vulnerable and indigent sections of our society.

The Manual is additionally aimed at assisting law schools that intend to establish and run Transactional Law Clinics on how to achieve that aspiration.

## 1.3 Process of developing the manual

This Manual was produced through a comprehensive process based on research, observations and consultations. The Manual is informed by a Background Paper on legal education, the clinical movement and the evolution of TLCs. The paper unravels the limitations of the traditional methods of teaching, discusses the clinical movement, giving examples of how this has grown in comparative jurisdictions. Also discussed are the TLCs and how these have been utilized to achieve several objectives. The paper also aggregated the views of various stakeholders on how best legal education should be conducted. These include students, lecturers, community members and legal practitioners.

# 2

## ESTABLISHING A TLC PROGRAMME: THE NUTS AND BOLTS



“The push to form a transactional law clinic at any given school can come from several constituent groups within a law school community, including students, faculty, clinical faculty, alumni, and the local community.”<sup>8</sup> Regardless of how the TLC is started, the roles of different stakeholders need to be streamlined. The following issues then have to be sorted from the onset for a proper establishment:<sup>9</sup>

### 2.1 Setting Goals/Objectives



Any teaching requires particular goals to be set. The clinical methodology

<sup>8</sup> PA Crowder ‘Designing a Transactional Law Clinic for Life-Long Learning’ 19 (2015) Lewis & Clark Law Review 421.

<sup>9</sup> As above.

requires clinicians to be more elaborate on goal setting. Over time, it is possible for the clinic to have a multitude of goals, which calls for prioritization.<sup>10</sup> Emphasis on responsibility for matters taken in the clinic should be a critical goal relevant to both students and clinicians. This is because of dealing with real clients. Connected to that may be a high level of decision making, largely on clinicians.<sup>11</sup> The seriousness placed on this goal will ultimately affect the level of student supervision.

TLCs are distinguished from other clinics that are litigation leaning. It is emphasized that TLCs handle clients' projects or matters, and not cases<sup>12</sup> Scholars have emphasised the collaborative nature between the clinic and the client and as such, TLCs' meetings with clients are known as client meetings and not client interviews which connotes an interview that is case related.<sup>13</sup> TLCs emphasise problem solving skills as the "most basic transactional legal services are practically impossible without considering the broader business, social, political, or economic context in which the client is operating."<sup>14</sup> This is why there is a current movement to incorporate an inter and multi-disciplinary approach to TLCs. Students are also required to generally self-motivate and self-regulate since there may not be a case to file, but a client's need that may require some bit of urgency.<sup>15</sup> TLC's practice is seen more as preventative law.<sup>16</sup>

Some of the teaching objectives of TLCs include promoting the realization of the following:<sup>17</sup>

---

10 Philip G. Schrag "Constructing a Clinic" 2 (1996) *Clinical Law Review* 179, available at <https://scholarship.law.georgetown.edu/cgi/viewcontent.cgi?article=2103&context=facpub> (accessed on 29th May 2020).

11 As above.

12 Patience A. Crowder "Designing a Transactional Law Clinic for Life-Long Learning" 419.

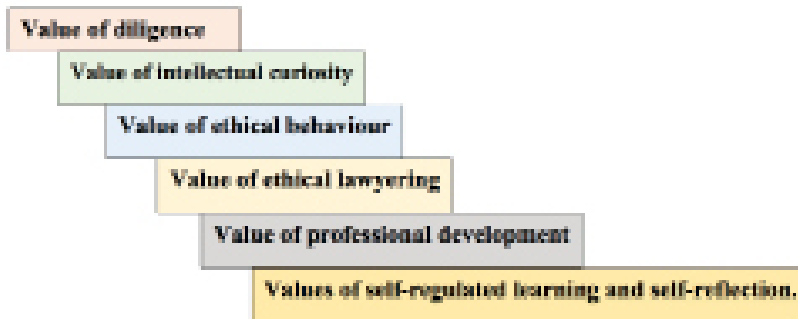
13 As above.

14 Patience A. Crowder "Designing a Transactional Law Clinic for Life-Long Learning" 420.

15 As above

16 D Schlossberg 'An Examination of Transactional Law Clinics and Interdisciplinary and Interdisciplinary Education' (2003) 11 *Washington University Journal of Law and Policy, Promoting justice through interdisciplinary teaching, Practice, and Scholarship* 204, available at [https://openscholarship.wustl.edu/cgi/viewcontent.cgi?article=1323&context=law\\_journal\\_law\\_policy](https://openscholarship.wustl.edu/cgi/viewcontent.cgi?article=1323&context=law_journal_law_policy) (accessed on 28th May 2020).

17 Patience A. Crowder "Designing a Transactional Law Clinic for Life-Long Learning" 420.



Ethics, professionalism, diligence, self-regulation and self-reflection are therefore critical values to emphasize in a TLC.

Other clinics, especially specialized clinics, aim at teaching students about a new area of law with emphasis on the doctrines, institutions, procedures, conflicts, and ethical issues unique to the area of specialization.<sup>18</sup> The other goals include service to community, problem solving, collaboration which emphasizes team work as opposed to a competitive way of doing things. Collaborations with strategic partners, and the community, between the students, between the students and supervisors, among others, develops skills that may not be achieved in an ordinary law curriculum.<sup>19</sup> Clinics also are great spaces to realise the role of emotions especially on students who might find it hard to transition from hypothetical/theoretical studies to being confronted with real issues, and real clients with expectations to act as the “lawyer” even when under instruction. This comes with an added emotional toil that students have to be supported to go through. In some Clinics where such issues might arise, psychosocial counselling for the students before they get involved in the clinic might be helpful. In other instances, a continuous peer and supervisor support system might be come in handy.

The other objective could be giving chance to students to critically think about their own social and professional values.<sup>20</sup> This is against the backdrop that a clinic may be the first place an ordinary law student meets a vulnerable client. This makes them rethink their privileges in life and align their goals and values accordingly. The other goals include

18 Philip G. Schrag “Constructing a Clinic” 180.

19 Philip G. Schrag “Constructing a Clinic” 181.

20 Philip G. Schrag “Constructing a Clinic” 183.

ethics, creativity, learning interpersonal skills, and traditional lawyering skills such as interviewing, counselling, listening skills, drafting of documents, among others.<sup>21</sup>

From the interviews with students, the TLC was seen as a great initiative to reengineer the teaching of commercial law subjects to include a social justice face, make them more relevant to contemporary Ugandan issues and challenges, mentor and interest more students into offering the optional commercial law subjects that are perceived as “hard, technical and easy to fail”, and emphasize the transactional components of commercial law subjects as opposed to focusing on litigation.

## 2.2 Staffing needs



Under this objective, the Clinic needs to identify its staffing needs depending on resources available, volume of work, and the speciality of professors and clinicians. Given the nature of activities, there might be need for additional administrative staff. All resources and options available could be discussed to make a proper decision. In some clinics in the USA for example, clinics have sometimes used adjunct faculty members, others have used graduate students to co-teach and supervise in the clinic, others have recruited non-clinical teachers to help with the supervision, while others use part-time attorneys.<sup>22</sup> All these options should be considered. What is also critical to consider is the need to keep the student-supervisor ratio generally low; in the USA this stands at 7:1, at most.<sup>23</sup> The other factor that could inform this decision is the kind of skills and experience that may be required for a particular clinic.<sup>24</sup> The more specialized the TLC, the more specialized the clinician skills required. Critical to think about under the staffing component are the following questions: How will the clinic be staffed in terms of the number of faculty members teaching in the clinic and their status (e.g., a single faculty member, a clinical teaching fellow, tenure track, long-term contract, or adjunct)?

21 Philip G. Schrag “Constructing a Clinic” 185.

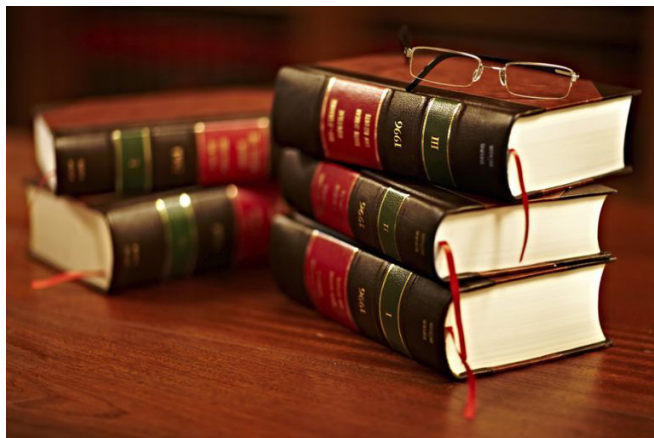
22 Philip G. Schrag “Constructing a Clinic” 186.

23 Philip G. Schrag “Constructing a Clinic” 187.

24 As above.



## 2.3 Area of law to practice - Choice between a General and Specialised TLC



One of the critical educational goals that should be discussed from the onset is whether to establish a general or specialized clinic. This may depend on the educational goals of the clinic, expertise available, the needs of the community, among others. The choice to specialize should be made after a serious consideration of both internal goals and extrinsic factors.<sup>25</sup> The former may include available expertise while the latter may include the funding conditions, unmet justice needs of the community, among other factors.<sup>26</sup> Below is a discussion of the various options available worldwide for TLCs:

Around the world, Law Schools have developed diverse names and specialties for their Transactional Law Clinics, while primarily basing on their mission, client types, practice areas and size, among others. Examples include; Intellectual Property Clinic,<sup>27</sup> Small Business and Non-profit Transactional Law Clinic,<sup>28</sup> Technology and Intellectual Property Clinic,<sup>29</sup> Intellectual Property and Entrepreneurship Clinic,<sup>30</sup> Entrepreneurship Law Center,<sup>31</sup> Economic

25 Philip G. Schrag “Constructing a Clinic” 191.

26 Philip G. Schrag “Constructing a Clinic” 193.

27 Penn State University, available at <https://pennstatelaw.psu.edu/practice-skills/clinics/intellectual-property-clinic> (accessed on 20th July 2020).

28 Washburn University School of Law, available at <http://washburnlaw.edu/practicalexperience/transactional/clinic.html> (accessed on 20th July 2020).

29 University of Pennsylvania, available at <https://www.law.upenn.edu/clinic/intellectualproperty/faqs.php> (accessed on 20 July 2020).

30 University of Notre Dame, available at <https://law.nd.edu/academics/experiential-courses/clinics/intellectual-property-and-entrepreneurship-clinic/> (accessed on 20th July 2020).

31 North-western University, available at <http://www.law.northwestern.edu/research-faculty/entrepreneurship/>

Development Clinic,<sup>32</sup> Internet and Intellectual Property Justice Clinic,<sup>33</sup> Social Enterprise and Economic Empowerment Clinic,<sup>34</sup> Biotech Start-up Clinic, Organizations and Transactions Clinic,<sup>35</sup> Entertainment Law Clinic,<sup>36</sup> Healthcare Entrepreneurship Program,<sup>37</sup> Community Development Clinic,<sup>38</sup> Small Business Clinic,<sup>39</sup> Start-Ed Commercial Law Clinic,<sup>40</sup> Business Law Clinic,<sup>41</sup> Commercial Law Clinic,<sup>42</sup> Venture Law Clinic,<sup>43</sup> Real Estate Clinics, and Transactional Law Group among others. Depending on the needs of the community to serve and the specialties of the clinicians, a decision could be made on whether to establish a general or specialized clinic. Even with a general TLC, the scope of what the clinic would handle should be defined from the onset to avoid being overwhelmed by the demand. Developing a criterion of selection of the nature of clients to serve and transactions to take on in the clinic is a critical early step in the clinic and is discussed below in detail.

## 2.4 Selection of clients - Deciding criteria to adopt



- 
- 32 UCLA School of Law, available at <https://curriculum.law.ucla.edu/Guide/Course/237> (accessed on 20th July 2020).
- 33 University of San Francisco, available at <https://www.usfca.edu/law/professional-skills/law-clinics/internet-IP-justice> (accessed on 20th July 2020).
- 34 UC Hastings Law School, available at <https://cbl.uchastings.edu/social-enterprise-economic-empowerment-clinic/> (accessed on 20th July 2020).
- 35 Stanford University Law School, available at <https://law.stanford.edu/organizations-and-transactions-clinic/> (accessed on 20th July 2020).
- 36 Chapman University Fowler School of Law, available at <https://www.chapman.edu/law/legal-clinics/entertainment-contracts.aspx> (accessed on 20th July 2020).
- 37 Ghent University, available at <https://www.h-impact.be/> (accessed on 20th July 2020).
- 38 University of Notre Dame, available at <https://law.nd.edu/academics/experiential-courses/clinics/community-development-clinic/> (accessed on 20th July 2020).
- 39 USC Gould School of Law, available at <https://gould.usc.edu/academics/experiential/clinics/small-business/> (accessed on 20th July 2020).
- 40 The City Law School, University of London, available at <https://www.city.ac.uk/about/schools/law/careers/pro-bono-professional/start-ed> (accessed on 20th July 2020).
- 41 University of Oregon School of Law, available at <https://law.uoregon.edu/become-practice-ready/clinics/bizlaw>
- 42 Deakin University, available at <https://www.deakin.edu.au/courses/unit?unit=MLL412> (accessed on 20th July 2020).
- 43 Available at <https://www.deakin.edu.au/courses/unit?unit=MLL337> (accessed on 20th July 2020).

Effective client recruitment requires the following to be in place: the “creation and implementation of both a proper infrastructure for client intake, assessment, and management, as well as strong and creative networking efforts to establish strong referral networks.”<sup>44</sup>

It is important that a “means test” is defined to decide who is deserving of the pro bono services in a TLC. This is especially so if one of the missions is to serve the vulnerable and marginalized. This test defines the level of financial or other vulnerability to necessitate legal assistance by the clinic. Since TLCs normally carry on transactional matters, the “merit” test that is largely applicable in litigation and ADR cases may not be appropriate. It is however important that the nature of clients expected and the kind of transactions to be taken on by the clinic are defined with precision. This also ensures there is no arbitrariness in decisions on how cases are taken. The selection could also take into account geographical coverage especially where there may be a need to register some of the transactions, meet the clients out of office, community outreaches, among others. This is also bearing in mind that the main resource available are the students and members of faculty. It may therefore not be very strategic to venture far away in terms of geographical location from the university. Many of the TLCs elsewhere serve locations around the geographical locations of the university or clinic. Collaborations with Local Council leaders are helpful in identifying clients that may need the service but also meet the “means” test.

Connected to this issue may be the need for a protocol on admission, and some forms to capture client information and decision on whether or not the matter would be taken on, with reasons. These forms could include clauses that explain to the clients that their matters will be handled primarily by students under supervision. This would help in managing expectations. If possible, the same form should have an indemnity clause/exclusion, given the claims that could arise for professional negligence out of such cases, especially given the nature of the transactional clinic and the role of students. In the alternative, the TLCs critically need to think about taking up professional indemnity cover to cater for such likely eventualities.

In the United States, clinics primarily work with economically disadvantaged clients but in the UK, some transactional law clinics do not inquire into the clients’ finances or ability to pay a private lawyer to give free legal services,<sup>45</sup> yet many of their clients are medium or even high-income businesses. This is because they believe a transactional law clinic is a safe environment that fosters student development, practically and personally, at a generally comfortable pace. As such clients, especially the medium and high-income businesses, are

---

44 Patience A. Crowder “Designing a Transactional Law Clinic for Life-Long Learning” 424

45 Elaine Campbell “Recognising the Social and Economic value of Transactional Law Clinics: A view from the U.K” (2016) *Journal of Legal Education* 590.

informed that students will require sufficient time to research the issues and that all work is subject to supervision by the faculty supervisors, and many of them will still allow the clinic to serve them.<sup>46</sup>

There may also be need to build strategic partnerships with entities such as Uganda Registration Services Bureau (URSB), Kampala Capital City Authority (KCCA), small traders' associations, financial institutions, law firms and micro finance institutions, among others, which would refer potential clients. These entities enable great collaboration and cross referral opportunities.<sup>47</sup>

Many participants of FGDs with students suggested the need for the clinic to reach out to the untapped needs of the university community first before going out. This could involve collaborations with colleges such as the College of Engineering, Design, Art and Technology (CEDAT) on issues like intellectual property legal literacy, registration, among others; the School of Liberal and Performing Arts; School of Industrial Fine Art, College of Business and Management Sciences (CoBAMs); and university student entrepreneurs. Collaborations with financial institutions and commercial law firms was also emphasized in the FGDs as a way of getting referrals for indigent and deserving clients.

It is important to have in place client's intake forms, also known as request for legal services form, which summarise the details of the clients and the matter they need legal services with. Elsewhere, like in the USA, priority is given to the following projects: community-based projects, matters that serve low-wealth communities, or are owned/operated by women, minorities, or economically disadvantaged individuals who could include refugees and persons with disabilities; have a written business or strategic plan or can otherwise demonstrate the capacity for ongoing operations; are located within the geographical jurisdiction of the clinic; and complement the Clinic's educational goals.<sup>48</sup> Some of these required documents are attached as appendices.

---

46 As above.

47 Patience A. Crowder "Designing a Transactional Law Clinic for Life-Long Learning" 424.

48 Patience A. Crowder "Designing A Transactional Law Clinic For Life-Long Learning" 424.

## 2.5 Selection of students in the clinic



Both in the US and UK, TLCs have carefully designed unique and sound student-staff recruitment and management machinery which have influenced the increase in the diversity and quality of legal services offered. Whereas some clinics prefer to enrol a few students,<sup>49</sup> because of the hands-on nature of transactional clinical work,<sup>50</sup> others prefer to enrol a large number;<sup>51</sup> whereas some clinics enrol students for a single semester tenure,<sup>52</sup> others enrol students for a yearly tenure,<sup>53</sup> whereas in some clinics recruitment is reserved only to Masters and JD students,<sup>54</sup> others have an open enrolment plan,<sup>55</sup> and whereas some clinics enrol only law students, some fuse their law student staff with students of other disciplines, especially for clinics with a multi- or inter disciplinary component.<sup>56</sup> Also, whereas the clinical program is offered as a course with academic credit in some transactional clinics,<sup>57</sup> in others it is considered an extracurricular program.<sup>58</sup>

49 The Organisations and Transactions Clinic at Stanford Law School, Stanford University, enrolls from 7 to 10 students each session, <https://law.stanford.edu/organizations-and-transactions-clinic/our-team/> (accessed on 5th July 2020).

50 USC Gould School of Law, <https://gould.usc.edu/academics/experiential/clinics/small-business/> (accessed on 5th July 2020).

51 The Harvard Transactional Law Clinics recruit over 75 students every year, <https://hls.harvard.edu/dept/clinical/clinics/transactional-law-clinics/> (accessed on 5th July 2020).

52 Entrepreneurship Legal Clinic, University of Pennsylvania, <https://www.law.upenn.edu/clinic/entrepreneurship/students.php> (accessed on 5th July 2020).

53 Small Business Clinic, Gould Law School, University of Southern California, <https://gould.usc.edu/academics/experiential/clinics/small-business/> (accessed on 5th July 2020).

54 International Transactions Clinic, New York University, <https://www.law.nyu.edu/centers/grunin-social-entrepreneurship/courses/clinical-offerings> (accessed on 5th July 2020).

55 Entrepreneurship Legal Clinic, University of Pennsylvania, <https://www.law.upenn.edu/clinic/entrepreneurship/students.php> (accessed on 5th July 2020).

56 Law and Business Clinic, Ryerson University, <https://www.ryerson.ca/tedrogersschool/lawbusinessclinic/> (accessed on 5th July 2020).

57 An example is the USC Gould School of Law. See <https://gould.usc.edu/academics/experiential/clinics/small-business/> (accessed on 5th July 2020).

58 For example the Entrepreneurship and Community Development Clinic at Columbia Law School. See <https://www.law.columbia.edu/academics/experiential/clinics/entrepreneurship-and-community-development-clinic> (accessed on 5th July 2020).

Before any thought of recruitment is done, the eligibility criteria should be clear. The Clinic needs to consider what kind of student would be appropriate. Offering some basic commercial law subjects, good grades, knowledge of the local language and terrain, some business knowledge, leadership and prior community engagements may grant a candidate added advantage. The issue of availability should be emphasized so that students who work or study in the evenings can make a conscious decision on whether or not to apply.

Information on the application or the clinic generally can be given out through general public information sessions, notice board announcements, use of social media, websites, among other methods.

Because the numbers that apply may be overwhelming, an interview process is not only a fair way of selection but may also get the proper students. Both oral and written interviews may be appropriate to test the motivation, different skills and values required as discussed above. It was recommended that since the module may not be credited, it is important that mechanisms are put in place to get students that are genuinely interested and passionate about the subject.<sup>59</sup> Paying keen attention to students who have volunteered before could be a helpful criteria for selection of students with demonstrable passion. It is also advised that the interview criteria selected needs careful consideration so as to be able to gauge students' interest in the activities, as this is key to the success of the programme.

Other students have suggested a mechanism of more student involvement by recruiting a larger number of students who are grouped and each cohort gets a chance to work in the clinic for say a month.<sup>60</sup>

It is critical that Clinics adopt a code of conduct or rules to govern students, supervisors and clients in the clinic. The students should be able to sign onto this code of conduct after being recruited. The code of conduct should include issues such as diligence while serving the client, professional ethics such as confidentiality, commitment, relationships between the different people they will interact with in the clinic, including clients, respect, use of clinical resources, how to handle clients, the dos and do nots, among others. Attached to the Manual is a sample that can be modified.

---

<sup>59</sup> This was a general view by participants of the FGD with 3rd and 4th year CLE alumni students.

<sup>60</sup> Barry Ainomugisha, FGD with 3rd year law students, held on 15th June 2020.

## 2.6 Methods used in TLCs and how to prepare for them



Transactional law clinics, especially in the U.S., have cemented their missions on basically four core pillars which include: 1) producing lawyers who are knowledgeable about various business associations and are able to draft documents relevant to those associations, and who must understand the advantages and disadvantages of each entity based on the transaction and the associated financing and financial statements; 2) lawyers who can investigate the facts of the case, research the law, and undertake due diligence; 3) lawyers who can negotiate and draft contracts; and 4) lawyers who understand how to identify transactional ethical issues including duties to clients and third parties, and issues of multi-jurisdictional practice.<sup>61</sup> For example, the mission of the Small Business Clinic at the University of Pennsylvania has two principles which include educating students through practice so they may acquire the skills and ethical consciousness necessary to become competent transactional law practitioners, and to provide legal services to small businesses and non-profit organisations that cannot afford to purchase these services in the commercial market.<sup>62</sup>

In the United States, transactional clinics use the full panoply of clinical methodologies used in litigation and other types of clinics but with modifications. For instance, while non-transactional law clinics use the directive method of supervision of students, transactional law clinics prefer a mixed non-directive method alongside directive supervision. Transactional law clinics also instill collaboration and student teamwork, because they believe deal-making and problem-solving are inherently collaborative.<sup>63</sup>

In the field of legal writing, TLCs have adopted the “process” or “new rhetoric” writing over the “formalist” or “traditional product approach.” Here, students are taught to incorporate “what they want to say” throughout the writing process.

61 Susan R. Jones and Jacqueline Lainez “Enriching the Law School Curriculum: The Rise of Transactional Legal Clinics in US Law” (2013) Vol. 43:85 *Journal of Law and Policy*; 101, 102.

62 Dina Schlossberg “An Examination of Transactional Law Clinics and Interdisciplinary Education” 1.

63 Susan R. Jones and Jacqueline Lainez “Enriching the Law School Curriculum: The Rise of Transactional Legal Clinics in US Law” 103.

TLCs have used this approach as a launching pad for students to understand the types of writing that occurs in transactional practice, from client opinion letters to contracts, and also the use of sample forms.<sup>64</sup> This is critical as emphasis on writing and quality, which are essential to a life of a transactional lawyer, are said not to be emphasised in an ordinary law curriculum.

TLCs have developed a foundation and common language on which they have built their pedagogies by training students to be transactional cost engineers who add value to transactions through meticulous planning, accountability, or avoiding complex regulatory influencers relating to tax, labour, product liability, employment, securities and corporate law. In other words, clinics train students how to make deals happen and limit client liability, planning services and client needs.<sup>65</sup> Clinics in the US have premised their transactional clinical experience on how the clinic students can enhance the client's business ventures and, more globally, their business relationships. Because of this approach, students have been able to add value by reducing clients' liabilities; reducing costs, for example, by choosing an appropriate business entity or explaining legal issues in a carefully drafted memorandum; reducing regulatory costs, for example, licensing and permits, and health and environmental compliance; being a "reputational intermediary" or resource builder, and helping entrepreneurs exploit social capital through referrals to banks and the likes; offering legal protections, including attorney-client privilege and confidentiality; and providing economies of scale or the "non legal" benefits that come with lawyers' involvement.<sup>66</sup>

Common among all transactional clinics is the concept of "client meetings" instead of client interviews, and in the transactional clinical setting, the term "client interview" is reserved typically for the first meeting the clinic has with a potential client to determine whether to represent them or not.<sup>67</sup> Some clinical tutors testify that live client interactions have been rewarding and using live client desirables (contracts) has helped in the contract drafting negotiation course and understanding the clients' needs.<sup>68</sup> Transactional law clinics in the U.S have fostered the concept of collaboration in their setup as a skill for problem-solving. Clinics in the US have designed programs that enable students to explore the relationship between lawyers and other professionals instead of just prioritising the critical exploration of the fundamental "attorney-client" relationship.<sup>69</sup> To be effective problem solvers, transactional clinics nurture their students to be

---

64 As above.

65 Susan R. Jones and Jacqueline Lainez "Enriching the Law School Curriculum: The Rise of Transactional Legal Clinics in US Law" 104.

66 As above.

67 Patience A. Crowder "Designing a Transactional Clinic for Life-long Learning" 419.

68 Shelley Dunck and Brian Krum "Teaching Transactional Skill using Real Clients from Clinic to Classroom" (2014) 15 Transactions: The Tennessee Journal of Business Law 580.

69 Dina Schlossberg "An Examination of Transactional Law Clinics and Interdisciplinary Education" 8.



able to step outside the confines of pure law through emphasizing collaboration and an honest respect for other approaches to evaluating and understanding a problem. Through this method, clinics have been able to realise improved client services and have broadened the students' perspective. In various transactional law clinics, clinical educators have reinforced collaboration through exercises, teaching students on cases and have provided opportunities for interdisciplinary learning.<sup>70</sup>

Transactional law clinics in the US and the UK engage attorneys outside the clinic setting to meet pedagogical, semi-driven, professional and financial objectives. Some clinics collaborate with outside attorneys as informal legal advisors or consultants; others collaborate with outside counsel for the development of community projects or referral of legal work. Many transactional law clinics engage outside counsel more formally to assist in the supervision of student work on client cases. Clinics collaborate with corporate law firms, individual practitioners, staff attorneys and heads of public interest organizations, government lawyers, community lawyers, and Public Interest law firms.<sup>71</sup> Interviews with various stakeholders as demonstrated in the Background Paper have advised on this model of collaboration between the TLC and commercial law practitioners as critical to the realisation of the goals and visions of the clinics.

In the UK, the procedure of instilling transactional skills in most clinics includes the supervisor giving first an overview of the transaction to the students; then gives the students a case statement and answers any questions concerning the processes and expectations and then assign them to teams,<sup>72</sup> which is basically like forming small law firms.<sup>73</sup> At the end, the supervisor requests the students to prepare a twenty-minute presentation explaining the learning experiences and how each student grew professionally from the transaction. In some cases, students are asked to grade themselves and to identify what each individual contributed the most including on aspects of leadership, intelligence, and hard work, among others.<sup>74</sup>

---

70 Dina Schlossberg "An Examination of Transactional Law Clinics and Interdisciplinary Education" 10, 11.

71 Alicia Plerhoples and Amanda M. Spratley "Engaging Outside Counsel in Transactional Law Clinics" (2014) Vol. 20:379 *Clinical Law Review* 380.

72 Shelley Dunck and Brian Krum "Teaching Transactional Skill using Real Clients from Clinic to Classroom" 588.

73 As above.

74 As above.

## 2.7 The TLC Course



The following should be considered before starting up the TLC module:

### **Length/Duration, credit and workload of the Clinic in terms of engagements by students**

Will it be a year-long clinic or a semester-long clinic? Will the clinic be offered during the holidays, are they internship opportunities? How will clients with unsolved cases be handled during semester breaks when students are away from the clinic? How often will the students be engaged? How many transactions must the student enrolled in the clinic take on within the time of their stay?

### **Will the participation in the clinic be accredited or not?**

If accreditation is the option, then the number of credits should be discussed. If it is a purely voluntary venture, then the form of motivation required to inspire students to volunteer should be discussed. This could include certificates, recommendation letters, engagements with other commercial law teachers to have the engagements in the clinic assessed as part of their continuous assessment for example, among others. From the interviews, almost all students expressed readiness to participate in the programme even if it was not accredited, largely to get the practical feel of the law course. Equally, many of the commercial law subject teachers expressed willingness to supervise students in community related activities outside of their class time.

### **Will the participation in the clinic be accredited or not?**

How many students will be allowed to enrol in each new iteration of the clinic? Are postgraduate students allowed to enrol, and, if so, under what circumstances? What is the admission criteria? Are there minimum requirements? Which years can be admitted? Will the clinic be particularly accessible for evening students

who typically are not able to enrol in clinics because of the incompatibility of work schedules?

### **Allotted Time for Clinic Set-Up**

How much time will the faculty have to form the clinic infrastructure and recruit students and clients before taking on clients? Time spent in the clinic by students and supervisors should also be discussed.

### **Grading**

How will the students be graded if their participation in the Clinic is accredited? The different forms of engagements could be evaluated, weighted and the valuables to base the assessment on. Some of the items to base assessment on could include group work, participation in the clinic, personal reflection, level of involvement in community activities and client matters, team work, level of problem solving, among others.

### **Feasibility study/needs assessment**

From the community side, a feasibility study or a needs assessment is key. It would help understand the other Legal Aids Service Providers (LASPs) in the locality of intervention, what they are providing and the gaps, the justice needs and gaps of the community, a survey of the faculty willing to engage and their respective expertise, identifying complimentary programs in the law school and university at large.<sup>75</sup> This survey or assessment will enable the clinic decide the kind of clients to take on and the pedagogical needs of the students, and use that information to draft a proper clinical curriculum.<sup>76</sup>

### **Key competences**

Some of the key competencies required for transactional attorneys, clinicians and students include: oral and written communication skills, contract and other document drafting skills, understanding the fundamentals of corporate and non-profit governance, due diligence, strategic planning and project management, client counselling and advice, professionalism (includes time management and file maintenance), ethical lawyering, business and financial competencies, creativity, critical thinking, knowing to look for power dynamics in relationships, appreciating the broader social, political, and economic context applicable to their clients' matters, working with community groups, team work and cross-cultural lawyering.<sup>77</sup>

<sup>75</sup> Patience A. Crowder "Designing a Transactional Law Clinic for Life-Long Learning" 421 & 422.

<sup>76</sup> Patience A. Crowder "Designing a Transactional Law Clinic for Life-Long Learning" 422.

<sup>77</sup> Patience A. Crowder "Designing a Transactional Law Clinic for Life-Long Learning" 423.

## Record management

A proper record management system is key. This could also pay attention to tracking the former students to determine what careers they pursue after law school. This would be great for the evaluation of the programme over time.

## Evaluations/feedback mechanisms

These should not be only about the students but each staff in the clinic should be able to be evaluated by the relevant stakeholders. Students should be evaluated by the staff and clients, while staff too are evaluated from the students and the clients they serve as they supervise students. This feedback mechanism ensures continuous improvement in the services offered.

## Collaborations and networks

Professional, interdisciplinary or multi-professional linkages are critical for the work of a TLC and as such valuable additions to such clinics.<sup>78</sup> This enhances interdisciplinary clinical education since law is also seen in many cases as interdisciplinary.<sup>79</sup> These could be with relevant colleges at the university, relevant Government Ministries, Departments and Agencies (MDAs), private actors such as umbrella business organisations, among others.

In the Ugandan context, collaboration with commercial law firms with a bias in transactions would be essential. These would create a platform for students to get mentorship and supervision from practitioners. This may take the form of an externship programme where students attend at such law firms a few times a week for practical sessions and mentorship. This arrangement would later buttress the internship programme.

---

78 Dina Schlossberg "An Examination of Transactional Law Clinics and Interdisciplinary and Interdisciplinary Education" 196.

79 Dina Schlossberg "An Examination of Transactional Law Clinics and Interdisciplinary and Interdisciplinary Education" 197.

# 3 CHALLENGES

## 3.1 Rejection and resentment

Use of the clinical methodology in teaching the law challenges the status quo and introduces methodologies of instruction which are against the traditional approaches of teaching the law discipline. In some circles, this creates a sense of rejection and resentment. In establishing a clinic, some members of faculty and university administration may oppose the move. This is sometimes based on a lack of appreciation for the innovation. From an administrative perspective, the clinical methodology may be opposed because it comes with additional administrative responsibilities and resources.

*The administrative challenges of interdisciplinary collaborations are daunting in a university where each school and department is a quasi-independent institution. Matters that appear trite, such as faculty and student schedules, tuition allocation, location and time of a clinic seminar, defining grading criteria, credit hour awards, and allocation of administrative responsibilities, may often be controversial.*

Dina Schlossberg “An Examination of Transactional Law Clinics and Interdisciplinary and Interdisciplinary Education” *WUJLP* (2003), 212

It is important to adopt strategies that bring everyone on board before and during the introduction of TLCs. This requires engaging colleagues to help them understand the limitations of the traditional methods of teaching and the benefits of the clinical methodology. Capacity building activities involving faculty are necessary. In executing these, colleagues should be enabled to take the lead in evaluating the methods and use and understanding the clinical approach. It is important that these processes should be voluntary. In addition, it is necessary to provide support to colleagues willing to embrace the clinical approach.

*The journey to build the Public Interest Law Clinic (PILAC) was progressive and followed a collaborative strategy of introducing the clinical methodology. At the start, we invested time in educating ourselves about the clinical methodology. It was only after we had enhanced our knowledge that we embarked on helping our colleagues in the School appreciate the methodology. Among others, this was done through capacity building activities. In these activities, we gave space to the colleagues and supported them to assess the effectiveness of their teaching methods. We also shared our experiences and those of our students, highlighting both benefits and challenges. It was a deliberate strategy to be as open as possible and ensure that the school administration appreciated what we were doing.*

**Prof Christopher Mbazira, Founding Coordinator of PILAC**

### **3.2 Working space challenges**

The explosion of the student population in almost all universities has put pressure on the infrastructure of many universities. There is struggle for space for various activities. As a matter of fact, clinical programmes require much more space than the traditional programmes. In the first place, in many respects, students work in small groups. Such activities as meeting and interfacing with clients require special space. Moreover, when a walk-in legal aid clinic is established, it must adhere to professional space requirements.

It is in the first place important to lobby for space from the administration. However, where this is not possible, one may leverage space from partners, from both in the community and professional circles. For these reasons, some activities involving the community and professional partners may be conducted off-campus using community and partner facilities.

*At PILAC, we have been able to leverage the space provided by the community and our professional partners. We have built collaborations with various civil society organisations and state agencies working on issues of social justice. On many occasions, our students work with these partners on cases, advocacy campaigns and research. Many of the partners are willing to provide space to the students for these activities. Indeed, some of the students stay over as employees or volunteers after some time. For community activities, we have worked with local leaders. In some places, the LCs provide their office for legal aid activities for instance.*

**Ms. Dianah Ahumuza-Ateenyi, Clinic Instructor at PILAC**

### 3.3 Competition for student time

At the start, some of the TLC activities may not attract academic credit. Moreover, these may compete with student time dedicated to accredited academic programmes. For instance, students executing TLC activities may be unable to attend many of the critical learning engagements when they collide with other accredited official university subjects or activities.

There are two ways of overcoming the above challenge. In the first place, the TLC should seek to have most of its activities accredited. This can be done within a specially accredited TLC module which is time-tabled. Activities will then be executed within the time allotted by the timetable. In the absence of this, the TLC needs to be as flexible as possible in determining the time for the activities to enable students easily fit in. It also helps when the TLC selects students from different classes to be sure there is always a group that is not engaged whenever the need arises.

### 3.4 Funding

Funding can be a daunting challenge. Yet, clinical programmes require a great deal of funding. Money is required to facilitate community activities, to provide stationery for student activities, for communication, to pay administrative staff, to facilitate research and to meet student and staff transport needs, among others. Some, but not all, clinical programmes may attract donor support. Even then, there are questions of sustainability.

The most ideal is to have the clinical programmes absorbed within the mainstream budget of the faculty/school. This may however be hard in some institutions, especially the private ones. One way of dealing with this challenge is leveraging the resources of partners that may need the services of the TLC. This includes CSO partners working with groups that the TLC targets. It is important to identify CSOs doing work related to the TLC, their thematic focus, and how the TLC can be part of this. Most CSOs are willing to work with university initiatives. This is good premise for building partnerships that may bring in resources. In addition, the TLC needs to have a fundraising strategy and to relentlessly purpose this. This may be a long and disappointing process, but resilience is required. Joint fundraising with partners, including with established clinics, is an option to pursue. The TLC can also encourage students to contribute towards its operations, however modest this may be. It is also good to encourage faculty to volunteer their time to the TLC.





## 4.2 Making the teaching of commercial law subjects practical

Lecturer training/capacity building is a key element in clinical methodologies. Many of the lecturers interviewed who mainly teach commercial subjects had hardly had any formal training on their use. Some were not well acquainted with them. A few had attended at least one training on clinical methodologies of teaching. This cut across regardless of rank. As a result, many lecturers had the interest to incorporate CLE in their teaching but were unaware of how innovative they could get given the time constraints, reduced student concentration with some of the proposed methods and large class numbers. Staff exchange programmes were also seen as a practical way in which staff's capacity can be enhanced to incorporate clinical methodologies.

Establishment of a specialized moot infrastructure for real court exposure is also another key component in CLE. This would enable the mooting culture to spread and incorporate commercial specific moots that students find very effective for practical learning. Connected to mooting is the need to have more commercial law related moots organised. This could take the form of class moots within the subjects taught, internal moots, or supporting students to participate in international and domestic moots on commercial related issues. Ugandan universities could also organize inter university moot activities that test knowledge and skills on contemporary commercial law issues. Many students proposed that if it were possible, each student would have at least one mooting experience as the skills acquired using that methodology were life-long and diverse.

Adoption of more practical methodologies in commercial subjects including moots, projects, simulations, use of visual aids and graphics, community involvement, among others, is another key element in clinical methodologies. There is also urgent need to leverage the use of technology in teaching generally to ensure relevancy with changing times and effectiveness. If possible, it was suggested that because of the several benefits of clinical methodologies, at least each law student could go through at least one clinical programme before graduation.

From the observation that there were general negative perceptions on commercial subjects, especially passed on from previous students' experiences, it was recommended that continuous mentorship is given to especially joining / fresh law students to break these perceptions. This could start during the orientation week but remain deliberate and target mostly first and second years. Connected to this is the need to get clinical programmes that target first and second years to remain interested in commercial subjects before they carry biases to later years. This could be in the form of guest speakers in commercial subjects, moots,

mentorship sessions, public lecturers or dialogues on law reform relevant to commercial law subjects and other contemporary issues.

Connected to the above is the need to enter partnerships with firms for advocates to act as mentors for students as they work on practical aspects of the law or file. From this activity, many aspects of practice that are never taught at law school can be learnt from such collaboration and mentorship. This arrangement could take the form of externship.

### **4.3 Recommendations for TLC generally**

There is need to have a more streamlined guest lecture programmes for the teaching of commercial subjects. This could involve strategic identification, scheduling and incentivizing. The school of law or TLC should have a budget for this activity. Some topics, it was recommended, could best be taught by tapping into practitioners from the different sectors such as banks, intellectual property, insurance, law firms, URSB, etc.

It was further recommended that TLC could come up with a one stock centre for different documents necessary for the different transactions in commercial law. These should be up to standard and can be published for use in classes, clinics, law firms, communities, among others. These could be published on ULII like the Justice Law and Order Sector (JLOS) standard template pleadings. There is also the need to have simplified versions for the clinic and community clients, and where possible translated ones for use in the community.

Linking instructors/lecturers in commercial subjects to clients and strategic partners is an important factor in CLE. The partners could include law firms, for case assistance, mentorship and internships; URSB, banks, among others. Connected to that would be the clinic identifying practical projects and linking them to the relevant subject instructors for discussion in the commercial subjects. Focus could be placed on small and medium enterprises clients since the big companies might have concerns such as data protection and confidentiality issues. There is also a need to link the clinic to the small claims courts where students can play a mediation role since many clients in such claims may not be able to afford lawyers. The other strategic partners may include SACCOs, Investment Clubs, microfinance, women groups, groups of persons with disabilities as these are likely to have many transactional needs such as constitutions, registration processes, contracts drafting, among others.

For the community outreach component to flourish, it is good to open and maintain a strong and cordial working relationship with community link persons. These may be local council leaders, peer/opinion leaders, or leadership in business groups. Keeping these motivated is also key. This could be achieved

through conducting capacity building sessions and then issuing participants with certificates of attendance at the end of the training, awarding certificates of good service, giving them branded T-shirts that give them a sense of belonging in the programme, letting them be in charge of particular activities and managing the small budgets of those activities, among others.

There is also the need to benchmark and carry out needs assessments for both students and communities and identify the knowledge and needs gaps of the relevant stakeholders before drafting an intervention strategy. This would ensure relevant and appropriate interventions.

Accrediting TLC as a module would be a big step forward as the students really invest a lot of time and learn a lot and may be exposed to very many skills, yet the same may never be reflected on their academic papers.

## List of references

- Alicia Plerhoples and Amanda M. Spratley “Engaging Outside Counsel in Transactional Law Clinics” (2014) 20 *Clinical Law Review*
- D Schlossberg ‘An Examination of Transactional Law Clinics and Interdisciplinary and Interdisciplinary Education’ (2003) 11 *Washington University Journal of Law and Policy, Promoting justice through interdisciplinary teaching, Practice, and Scholarship*, available at [https://openscholarship.wustl.edu/cgi/viewcontent.cgi?article=1323&context=law\\_journal\\_law\\_policy](https://openscholarship.wustl.edu/cgi/viewcontent.cgi?article=1323&context=law_journal_law_policy)
- Elaine Campbell “Recognising the Social and Economic value of Transactional Law Clinics: A view from the U.K” (2016) *Journal of Legal Education*
- Irene Martín-Rubio and Diego Andina “University Knowledge Transfer Offices and Social Responsibility” (2016) 20 *Administrative Sciences*
- Government of Uganda *National Development Plan (NDP) II*, available at <http://npa.go.ug/wp-content/uploads/NDPII-Final.pdf>
- PA Crowder ‘Designing a Transactional Law Clinic for Life-Long Learning’ (2015) 19 *Lewis & Clark Law Review*
- Philip G. Schrag “Constructing a Clinic” (1996) 2 *Clinical Law Review*, available at <https://scholarship.law.georgetown.edu/cgi/viewcontent.cgi?article=2103&context=facpub>
- S Jones & J Lainez ‘Law & Entrepreneurship in Global Clinical Education Law & Entrepreneurship in Global Clinical Education’ (2013) *The George Washington University Law School*
- Shelley Dunck and Brian Krum “Teaching Transactional Skill using Real Clients from Clinic to Classroom” (2014) 15 *Transactions: The Tennessee Journal of Business Law*
- Susan R. Jones and Jacqueline Lainez “Enriching the Law School Curriculum: The Rise of Transactional Legal Clinics in US Law” (2013) 43 *Journal of Law and Policy*

## Websites

Chapman University Fowler School of Law, available at <https://www.chapman.edu/law/legal-clinics/entertainment-contracts.aspx>

Deakin University, available at <https://www.deakin.edu.au/courses/unit?unit=MLL412>

Entrepreneurship Legal Clinic, University of Pennsylvania, available at <https://www.law.upenn.edu/clinic/entrepreneurship/students.php>

Ghent University, available at <https://www.h-impact.be/>

<http://encl.org/about-encl/definition-of-a-legal-clinic>

<https://www.deakin.edu.au/courses/unit?unit=MLL337>

International Transactions Clinic, New York University, available at <https://www.law.nyu.edu/centers/grunin-social-entrepreneurship/courses/clinical-offerings>

Law and Business Clinic, Ryerson University, available at <https://www.ryerson.ca/tedrogers-school/lawbusinessclinic/>

North-western University, available at <http://www.law.northwestern.edu/research-faculty/entrepreneurship/>

Penn State University, available at <https://pennstatelaw.psu.edu/practice-skills/clinics/intellectual-property-clinic>

Small Business Clinic, Gould Law School, University of Southern California, available at <https://gould.usc.edu/academics/experiential/clinics/small-business/>

Stanford University Law School, available at <https://law.stanford.edu/organizations-and-transactions-clinic/>

The City Law School, University of London, available at <https://www.city.ac.uk/about/schools/law/careers/pro-bono-professional/start-ed>

The Entrepreneurship and Community Development Clinic at Columbia Law School, available at <https://www.law.columbia.edu/academics/experiential/clinics/entrepreneurship-and-community-development-clinic>

The Harvard Transactional Law Clinics recruit over 75 students every year, available at <https://hls.harvard.edu/dept/clinical/clinics/transactional-law-clinics/>

The Organisations and Transactions Clinic at Stanford Law School, Stanford University, enrolls from 7 to 10 students each session, available at <https://law.stanford.edu/organizations-and-transactions-clinic/our-team/>

UC Hastings Law School, available at <https://cbl.uchastings.edu/social-enterprise-economic-empowerment-clinic/>

UCLA School of Law, available at <https://curriculum.law.ucla.edu/Guide/Course/237>

University of Cambridge “Why is Knowledge Transfer?”, available at <http://www.cam.ac.uk/research/news/what-is-knowledge-transfer>

University of Notre Dame, available at <https://law.nd.edu/academics/experiential-courses/clinics/intellectual-property-and-entrepreneurship-clinic/>

University of Notre Dame, available at <https://law.nd.edu/academics/experiential-courses/clinics/community-development-clinic/>

University of Oregon School of Law, available at <https://law.uoregon.edu/become-practice-ready/clinics/bizlaw>

University of Pennsylvania, available at <https://www.law.upenn.edu/clinic/intellectualproperty/faqs.php>

University of San Francisco, available at <https://www.usfca.edu/law/professional-skills/law-clinics/internet-IP-justice>

USC Gould School of Law, available at <https://gould.usc.edu/academics/experiential/clinics/small-business/>

Washburn University School of Law, available at <http://washburnlaw.edu/practical-experience/transactional/clinic.html>

Wharton, University of Pennsylvania “Knowledge Transfer”, available at <http://kwhs.wharton.upenn.edu/term/knowledge-transfer/>

# Appendices

## Checklist of Issues in Constructing a TLC<sup>81</sup>

- I. What are the goals of the proposed clinic?
- II. What resources are available? How do the resources relate with the goals?
- III. What is the composition of the clinic's teaching staff? How many, roles, relationship with the Director, ToRs, mode of engagement, etc.
- IV. Criteria for case selection; Will it be a general or specialised TLC?
- V. How should students be credited for their work? What should be the duration of the clinic? How much academic credit should be awarded for a student's participation? On how many transactional matters should a student work while in the clinic? Should the clinic be graded or should students simply pass or fail? If the clinic is graded, what should be the criteria for grading? If the clinic is graded, what should be the procedures for grading? If it is not graded, what should be the consideration for students' participation in addition to student learning and exposure?
- VI. How should the clinic manage the interruptions built into the academic calendar?
- VII. What relationships are desirable between the clinic and non-clinical faculty?
- VIII. What methods should the clinic use to select its students? What advertising is desirable? What selection criteria, if any, should be applied?
- IX. What training should clinic instructors have before beginning to supervise students?
- X. What methods should the instructors use to supervise the students?
- XI. Should students work individually or collaboratively in the clinic?
- XII. What materials should be collected or prepared before the clinic begins?
- XIV. What use should the clinic make of forms, and to what extent should these be compiled before the clinic begins to work?

---

81 Modified from the general one in Philip G. Schrag "Constructing a Clinic" 2 (1996) *Clinical Law Review* 245.

- XV. What paper tracking systems should the clinic devise? How will the clinic build its institutional memory? What kind of filing system should the students use? How are matters received in the clinic filed? Is there a need for intake policies and procedures? If yes, what should be included in those policies and procedures? How are the means of a client to be tested?
- XVI. What should the instructors do about classes? Should the clinic have a classroom component? What kind of orientation will students need before joining the clinic?
- XVII. What institutions should be built into the design of the clinic to facilitate its evolution to adapt to changing circumstances? What mechanisms should be used to provide for student evaluation? What devices should be used to make it easy for the instructors to think about and effectuate periodic changes? How is feedback from all relevant stakeholders to be solicited?
- XVIII. What regulatory clearances are required by the clinic to carry out their engagements?



## Client intake form



**SCHOOL OF LAW  
TRANSACTIONAL LAW CLINIC**

### Intake Form

Date of Request:
Name of the organization:
Legal status of the organization:
Name:
Position:
Phone:
Email:
Skype or other online communications platform ID
Website:
Address:
Please provide in no more than 5 lines the mission, goals, and activities of your organization:
Please provide a brief background of the project:
What area of law does the pro bono request relate to?
Which country(ies) does the request relate to?
What legal assistance do you require?
In which language(s) does the assistance need to be provided?
Please provide a list of essential and desirable expertise, experience and skills that the lawyer(s) should have:
By what date should the work be completed?

## Student volunteer shortlisting template

### SHORTLISTING RECORD FORM

#### VOLUNTEERS FOR PILOT TRANSACTIONAL LAW CLINIC

##### Title of Post: Volunteer law students

Essential criteria to shortlist against - these must include the essential skills, qualifications and experience needed for one to carry out the responsibilities, duties and tasks

Please choose the essential criteria from the Person Specification:

1. Letter of Motivation CV
2. Offering / Offered Commercial Subjects
3. Offering / Offered Human Rights
4. Normal Progress CGPA 3.00+
5. Demonstration of relevant attributes (knowledge, skill, attitude)

Name	Assessment against selection criteria - Provide Score						Total Score	Please state clearly the reasons for selection or deselection and give reasons why each candidate was or was not short listed.  This will enable clear feedback to be provided.	Short listed (Yes/ No)
	1	2	3	4	5	6			


**Note: Scoring System: 0= not met**

**1= partly met**

**2= met**

## Sample Students' Code of Conduct template



## PUBLIC INTEREST LAW CLINIC (PILAC) CODE OF CONDUCT

### SECTION A: ORGANISATION BACKGROUND

**Vision, Mission, Values, Motto, Objectives, activities of the organization**

### SECTION B: LOCATION

**Physical Address:**

Postal Address

**OFFICE / CLINIC CONSULTATION HOURS:**

**SECTION C: STAFF DIRECTORY & COMPOSITION OF THE CLINIC**

**SECTION D: OFFICE PROTOCOLS AND PROCEDURES**

#### 1. MANNING OF AND ATTENDANCE AT THE CLINIC

- 1.1 The clinic is manned by the professional and administrative staff, each with a clear job description.

- 1.2 The students are practitioners who are engaged on activities that are not only learning experiences, but also skill training activities. The students' involvement is entirely programme and activity based, as and when they are scheduled for a given task.
- 1.3 A work plan for the planned activities will be made available at the beginning of the semester and any unforeseen activities communicated in time to allow for students' timely planning.
- 1.4 If a student cannot by reason of a sound excuse attend the planned activity, prior notice should be given to his/her supervisor personally, so that alternative arrangements may be made. Needless to say, this may cause practical inconveniences not only to the team-mates but to the clients.
- 1.5 The clinic can only operate efficiently and effectively if student instructors/supervisors and the students attend promptly and regularly; and are reliable and devoted to their respective roles.

## **2. OPERATION OF THE CLINIC**

### **2.1 GENERAL PROCEDURE**

- 2.1.1 Students scheduled for any activity shall arrive at the clinic at least 20 minutes to the scheduled clinic activity in order to manage any unforeseen contingencies.
- 2.1.2 Students should ensure they record their attendance of the scheduled clinic activity they have participated in.
- 2.1.3 Students should ensure that the record of attendance is signed by the participants and if it is the client(s), then the Client's Attendance Register. All registers shall always be kept at the Clinic.
- 2.1.4 Students should minute progress made on the individual case files in the Diary section of the case file.
- 2.1.5 Students should ensure the safe handling and custody of any document or case file that comes into their hands.
- 2.1.6 In case of any telephone conversation, the same must be noted neatly and deposited in the respective case file.
- 2.1.7 Students are advised to regularly visit the Clinic's reception for updates on clinic activities.

## 2.2 DEALING WITH ADMINISTRATIVE SUPPORT STAFF

Like in any law firm or organization, the administrative support staff are a vital part of our machinery. Without them we cannot function and everything comes to a halt. When REQUESTING them to do something for you, please remember the following virtuous rules:

2.2.1 **SMILE:** it helps.

2.2.2 **DON'T RUSH THEM:** They too have assignments on their tables that must be completed in time. Prepare early, allowing time for any hold-up. If it is urgent, POLITELY explain the urgency and patiently wait.

2.2.3 **WRITE CLEARLY:** If they are to deal with a document you have written, ensure it is legible.

2.2.4 **MAKE CLEAR REQUESTS:** They cannot read your mind, so endeavour to be specific. You have heard of being '*Precise and Concise*'!

2.2.5 **DON'T FORGET TO SAY THANK YOU:** it helps and counts more if it is said with a smile.

## 2.3 USE OF THE TELEPHONE

The use of the telephone is for Clinic purposes only. Any student found contravening this rule will be punished accordingly. Such behaviour will affect your credibility as an individual and as a prospective member of the profession.

- a) All telephone calls are to be placed through the Office Manager.
- b) All telephone calls must be entered in the telephone register in the office manager's office.

## 2.4 USE OF THE CLINIC RESOURCE CENTRE

- a) The Clinic Resource Centre is housed in the Clinic's boardroom. Some resources are on the shelves in the Boardroom and the others are at the reception. As the reception in a staff's office and the Boardroom is used for multiple purposes, first inquire about the availability of the facility on a specific day(s) and time.
- b) The collection of resources at the Clinic is primarily intended

for use in Clinic matters.

- c) The use of each and every Resource Centre book must be recorded in the Resource Centre register.
- d) Textbooks can only be removed from the clinic with authorization by the administrator.
- e) Procedure for borrowing resources
  1. Identify the book you intend to borrow.
  2. Receive a borrowers' card form the reception.
  3. Sign for the book / material you intend to take and if you are a student include your phone number and year of study.
  4. Leave the borrowers' card at the reception.
  5. Deposit your identity card as the security for the item borrowed.
- f) Long Loan: Academic /Administrative staff and students can borrow 3 books for a period of 15 days. If someone wants additional time with the book/ material, a request should be made.

### **Short Loan:**

- Academic/Administrative staff / students of PILAC and the School of Law students may borrow materials for a period of 48 hours and it should be a maximum of 2 material items.
- Reserve items must be returned to the library in one day.
- Late return of a reserve material will incur a fine.

### **g) Borrowers' Responsibilities:**

- Borrowers are responsible for keeping the materials in good condition.
- Borrowers are responsible for returning materials to the PILAC library from which they were borrowed.
- The Borrowers meet all fines and other charges incurred if the book is lost or mishandled.

- Lost books will be replaced at the borrowers' own cost

## **2.5 USE OF THE PHOTOCOPYING MACHINE**

- a) Obtain permission to use the facility from the Office Manager.
- b) Ensure discipline on the number of copies and kind of material to be photocopied.
- c) The photocopy machine is intended for use of Clinic purposes only and is not available for personal use.

## **2.6 PREPARING OF DOCUMENTS**

Drafting techniques will be taught and demonstrated at the orientation workshop and in-service trainings as well as hands-on instruction conducted to cover any relevant documents for the legal processes.

- a) Ensure you follow the templates provided as you draft the documents.
- b) Write clearly and neatly if the document is to be forwarded for typing – remember the typist has to decipher your letters. An indecipherable letter can waste a lot of time.
- c) Check the paragraphs and the punctuation.
- d) Check that the documents that need references and addresses are correctly dealt with in that respect.
- e) Confirm and make the required copies of annexures and enclosures before handing over drafts for checking by the supervisor.
- f) Attach the letter by way of a pin or clip, not a staple, to the left hand margin of the front cover sheet of the file.
- g) Students are encouraged to type their own drafts of letters and pleading (it helps in skill development) and to e-mail them to their supervisors for correction and approval. Any corrections requiring the approval of the supervisor shall be done in tracked changes.
- h) All drafts may be removed after typing, but kept by the students for their record purposes and assessment of their writing skills.



## **2.7 GENERAL STANDARD & ETIQUETTE**

- 2.7.1 Be courteous and display a professional code of conduct at all times.
- 2.7.2. We owe a duty to provide a competent and professional service to all our clients.

The fact that they are indigent should in no way affect the quality of services we render our clients. All instructors/supervisors and students must be aware of the fact that they are providing a service of a professional nature and that the clinic is subject to professional rules and disciplinary procedures.

- 2.7.3 Address clients in their choice of language where possible.
- 2.7.4 Introduce yourself to your client at the beginning and:
  - 2.7.4.1 Make sure that your client gets to know your name as well as their file reference number
  - 2.7.4.2 Impress upon your client that he/she must make prior arrangements for any meeting with the clinic.
  - 2.7.4.3 NEVER let your client leave the clinic without a scheduled appointment for the next meeting.
  - 2.7.4.4 Never address your client by his/her first name. Attach an appropriate title: 'Mr.', 'Mrs', or 'Ms'.
  - 2.7.4.5 Bear in mind that all clients' matters are strictly confidential and cannot be discussed or divulged to a third party outside the Clinic apart from your supervisor and colleagues and only in a professional capacity.
  - 2.7.4.6 Never liaise directly with an opposing party who is represented by a lawyer – it is unethical to do so, unless it is with a professional purpose and with the knowledge of your client.
  - 2.7.4.7 Most importantly, endeavour to render and maintain the highest standard of legal service to your client.

## **2.8 MEANS & MERIT TEST**

Before entertaining any matter, completing the requisite registration and the indemnity forms, it must first be established that the client satisfies the means and merit test.

Make reference to the Clinic's Means & Merit Test form to determine whether the client qualifies for the service in question.

## **2.9 FACTS TO BE DISCLOSED TO CLIENTS PRIOR TO INTER-VIEWS**

All practitioners must advise the clients prior to the interview that:

- 2.9.1 They are of a specified qualification (advocate / lawyer / student) and if a student, that the work is done under the supervision of a qualified lawyer.
- 2.9.2 The Clinic provides legal services only.
- 2.9.3 The services are rendered free of charge.
- 2.9.4 That the clinic only renders services in matters of Land, family, a few specific criminal cases, and peculiar labour cases.

## **2.10 OPENING & MANAGEMNET OF CASES FILES**

- 2.10.1 All case files are the property of the Clinic and shall always remain in the custody of the Clinic.
- 2.10.2 No single document on a file or the file itself may be removed from the record or custody of the Clinic without the express permission of the Legal Aid Manager.
- 2.10.3 After introducing one's self to the client, ascertain:
  - That the client satisfies the 'Means & Merit' test;
  - That the supervisor has confirmed that a file be opened and a file reference number generated.
- 2.10.4 Different coloured files will be opened for the various fields of coverage. Don't hesitate to ask and confirm in case you are stuck.
- 2.10.5 Never write directly on the file. The only details on the file cover should be: Client's name, type of matter and the supervisor's name and the diaries of the movement / progress of the files.
- 2.10.6 Always take a detailed statement and satisfactorily complete the registration form, clients' agreement and the file cover sheet. Where the matter needs to be assessed in depth, take a detailed statement and advise the client that the matter will be assessed

and that the Clinic will advise accordingly.

2.10.7 Always check with the supervisor on the details that have been recorded on and in respect of the file before the clients leave the clinic.

2.10.8 Inform the client of the file name and the file reference number as the code to be used to call up the file in any other future dealings on the files.

2.10.9 Completion of case file cover sheet

- Name of client: First Name and then the Surname indicate 'Male' by (Mr.) or 'Female' by (Ms.) after the name;
- Nature of the matter: 'Land' = "L" or 'Family' = "F" or 'Criminal' = "C" or 'Labour' "LR";
- Supervisor's name;
- File Reference Number: To be generated by the Office Manager and approved by the supervisor. The format is: Initial of the nature of the matter in brackets/ First Letter of Client's Surname / the next number in series of that Initial / The last two digits of the year the file was opened. For example, if a land matter was brought by Nassuna and she is the 11th under initial N, coming up in 2014, then - (L)/N/11/2014;
- Diary record on movement of file;
- Compliment Slip: If the client needs to do anything before the next appointment, write such detail on a compliment slip.

2.10.10 Maintaining a File

A client's file should ordinarily contain the following:

- On the Correspondence Clip, in chronological order
  - ✓ a) the registration and client agreement form;
  - ✓ b) the statement taken from the client at first consultation;
  - ✓ c) the supervisor's plan of action as discussed with the interviewer;
  - ✓ d) detailed records of all consultations and advice given;
  - ✓ e) full details of any telephone calls made or received touching the matter

- On the Pleading Clip in the order of receipt of the pleadings
  - ✓ Summons
  - ✓ Written statement of Defence
- • On the Outside Cover, details of every single attendance

**REMEMBER** your file should present a narrative of the matter, anyone should be able to pick up a file, read it and know exactly what has been done and what still needs to be done.



**School of Law**



## **PUBLIC INTEREST LAW CLINIC (PILAC) COMMITMENT TO CODE OF CONDUCT**

### **1. ATTENDANCE AND INFORMATION TO COMMUNITIES/ CLIENTS**

- I will attend and actively participate in all PILAC/CLAPMOC activities. If I am unable to attend, I will communicate to the Coordinator/Supervisor in advance as to my failure to attend.
- I will provide the community/clients with information that is relevant, well researched and gone through by the PILAC staff.
- I will ensure that I provide the community with relevant leaflets and brochures provided by the PILAC staff.

### **2. ASSIGNMENTS/DEADLINES**

- I will write a detailed report according to the format provided of the community outreach attended and observe the deadline for submission of the report.
- I will attend all the CLAPMOC briefing and debriefing meetings when called upon to do so.
- I will ensure that I observe all deadlines for assignments. In case I am unable to meet the set deadlines for assignments, I will communicate to the Coordinator/Supervisor providing sound reason for missing a deadline.

- I will observe all other assignments given to me without due or reasonable notice to the CLAPMOC Coordinator.

#### **4. RESPECT AND DIGNITY**

- I will respect all persons equally and without any distinction or discrimination based on nationality, race, ethnicity, tribe, gender, religious beliefs, political opinion or disability.
- I will respect local laws, customs and habits of the local culture.
- I will always take into consideration the difficult experiences that communities are facing.
- I will always seek to care for and protect the rights of the most vulnerable: children, including orphans and separated children, women single parents, elderly, disabled and chronically sick and particularly vulnerable minority groups. I will act in a manner that ensures that their best interests shall be the paramount consideration.
- I will keep myself informed about PILAC's policies, objectives and activities and do my utmost to support PILAC's work in the communities.
- I will protect the image of PILAC, the School of Law and Makerere University

#### **5. PERSONAL AND PROFESSIONAL CONDUCT**

- I will uphold the integrity of PILAC and my personal and professional performance will always be based on a non-racist, non-discriminatory and gender sensitive conduct.
- I undertake not to abuse the power and influence that I have by virtue of my position over the lives and well-being of communities.
- I will never request or receive any service or favor from the community in return for protection or assistance.
- I will never engage in any exploitative relationships – sexual, emotional, financial or employment-related – with targeted beneficiaries.
- I will uphold the highest standards of competence, efficiency and integrity in my professional and educational life.
- I will demonstrate truthfulness, dedication and honesty in my actions.

- I will be patient, respectful and courteous to all persons with whom I deal with including colleagues, beneficiaries, local leaders and government representatives, representatives of operational and implementing partners, donors and other partners.
- I will dress in a manner appropriate to the assignment and the cultural setting.
- I will not hold out as an Advocate to the communities/clients during and after PILAC activities.
- I will respect the leadership provided by PILAC and abide by all directions in this regard.

## **6. CONFLICT OF INTEREST**

- I will perform my professional/school duties and conduct my private affairs in a manner that avoids conflict of interest, thereby preserving and enhancing public confidence in PILAC.
- I will work to serve the objectives and values of PILAC and ensure that personal views, behaviour and beliefs, including political and religious convictions, do not adversely affect activities performed on behalf of PILAC.

## **7. FINANCIAL AND MATERIAL RESOURCES**

- I will safeguard and make responsible use of the information and resources to which I have access to in the Resource Centre at the available times, and will seek special permission or notice to the Office Manager on materials that may be borrowed.
- I will handle PILAC's material resources with the utmost care, safeguard these at all times against theft or other damage, keep and maintain them properly, and ensure that unauthorized and unethical misuse does not occur.
- I will not use PILAC offices, property or knowledge gained from any processes with PILAC for private gain, financial or otherwise, or for the private gain of any third party, including family, friends or those they favour.

## **8. MEDIA, INFORMATION AND IT**

- I will ensure that portrayal of individuals and their circumstances is fairly represented in terms of their capacities and vulnerabilities. All efforts must be made to explain how photos and stories will be used

and to obtain permission from the individuals for the use of their photos and stories.

- I will refrain from making comments / statements to the media or to journalists on behalf of PILAC unless authorized in writing.
- I will use the computer responsibly and in the process of using the computer information that may be considered illegal, offensive or inappropriate must under no circumstances be processed, downloaded, stored or disseminated.
- I will not issue statements to the press or other agencies of public information or submit articles, books or other material for publication if such act relates to the activities or interest of PILAC unless authorized in writing.

## **9. ALCOHOL, CRIMINAL AND UNETHICAL ACTIVITIES**

- I will not engage in any criminal and unethical activities that contravene human rights, or activities that compromise the image and interest of PILAC.
- I will exercise care with alcohol and will refrain from/avoid using intoxicating substances, including alcohol, while participating in PILAC activities.

## **10. SAFETY, HEALTH AND WELFARE**

- I will promote the safety, health and welfare of all as a necessary condition for effective and consistent performance.
- I will remain aware of security of PILAC premises and will access the premises according to set working hours.

## **11. INTERPERSONAL RELATIONS**

- I will treat all persons fairly, with courtesy, dignity and with respect for different customs and cultures.
- I will not under any circumstances carry out any act of harassment.
- I will contribute to building a harmonious environment based on team spirit, mutual respect and understanding.
- I will seek to resolve differences and solve problems when they arise.



- I will set a good example when it comes to my behaviour in the community

**12. CONFIDENTIALITY**

- I will not disclose or use any confidential information or material that comes to me in respect of and concerning the Clinic and its processes unless expressly authorized to do so by the Clinic in writing.
- I will exercise due care in all matters and will not divulge any confidential information about PILAC beneficiaries.

**ACKNOWLEDGEMENT**

I.....

Year of Study:.....acknowledge that I have read and understood this document and I agree to bind myself to it.

.....

.....

STUDENT PRINT NAME

Signed

Date:.....

Signed on behalf of PILAC

.....

.....

PRINT NAME

Signed

## Sample Clients' Charter



## PUBLIC INTEREST LAW CLINIC (PILAC) CLIENT CHARTER

### **A. WHO WE ARE:**

The Public Interest Law Clinic (PILAC) is the premier University Based Law Clinic in Uganda. Established in 2012 and accredited to provide legal aid services by Uganda Law Council, PILAC seeks to promote social justice through hands-on experiential learning as well as exposing students to “live” cases of individuals who have been confronted by the law in its varied manifestations.

### **OUR VISION**

A legal profession alive to the social justice needs of the vulnerable.

### **OUR MISSION**

To promote social justice through legal education, research, legal aid, public interest litigation and building strategic partnerships.

### **OUR VALUES:**

- Equitable access to justice
- Non- discrimination
- Transparency

- Accountability
- Community empowerment

## **B. OUR SERVICES**

PILAC seeks to link university law students to the community through the provision of services tailored to enable students working with advocates to meet the social justice needs of the community as they learn. Through the Legal Aid Clinic, law students under the supervision of advocates have a chance to gain practical experience by working on cases on real clients who approach the clinic. Our services as attorneys are;

- Legal counselling
- Court representation
- Alternative dispute resolution
- Legal awareness and training
- Public Interest Litigation
- Research

## **C OUR CLIENTS**

The Legal Clinic serves the urban poor communities around the University namely, in Kikubamutwe, Katanga, Kivulu and Kikoni as well as prisoners in selected prisons in Mubende and Wakiso districts and the rural poor in Lwengo District.

- How can you approach us?

Clients can walk- in to the clinic or call us by telephone or talk to our para-legal in the community or through referrals from another organisation.

When we receive a case through a phone call, through our paralegal or referral? we Will;

- Invite you to come to our office at an agreed date and time
- Interview you to gather additional information
- Require you to fill in an application form for legal aid services
- Make an initial needs and merit assessment

- Communicate grant or decline of our services without inordinate delay
- Provide our services to you as agreed and instructed

**D. WHEN WE RECEIVE THE CASE IN PERSON? WE WILL;**

- Interview you to gather material information
- May require you to produce additional documentation
- Require you to fill in an application form for legal aid services
- Make an initial needs and merit assessment
- Communicate grant or decline of our services without inordinate delay
- Provide our services to you as agreed and instructed

**E. WHEN DOING A NEEDS AND MERIT ASSESMENT, WE CONSIDER;**

- The client's means to afford legal services on his or her own
- Reasonability of grounds for initiating or defending the matter or public interest
- Prospects of success or recovery in the matter
- Social status of a client as elderly, widow, orphans, children, persons with disability, internally displaced persons, prisoners, refugees and persons living with HIV/AIDS
- Nature of case as land dispute, inheritance, succession, domestic violence, bail and plea bargain.

**F. OUR COMMITMENTS**

In a bid to ensure client satisfaction, we will;

- Identify ourselves when we speak to you;
- Act honestly, ethically and with professionalism at all times;
- Treat you with courtesy and understanding;
- Be sensitive to cultural and linguistic diversity;
- Protect your interests from third parties;

- Ensure that our service is accessible by taking into account the location of the center, the physical facilities provided and the hours of opening;
- Respond promptly to your request for service;
- Ensure proper storage and filing of your documents;
- Recognize your rights to dignity, respect privacy and confidentiality;
- Respond to your requests for information in a way that is easy to understand;
- Wherever possible, provide interpreters and/or other assistance required by you to ensure good communication;
- Act on your instructions and where impracticable; reasonably and in your best interest.
- Ensure that all your work which is undertaken by a student or paralegal is properly supervised by a lawyer or advocate.

#### **THE CLINIC MAY NOT BE ABLE TO HELP YOU**

- If you give us incomplete or inaccurate information;
- If you do not cooperate with the students and Advocate assigned to your case
- If you do not provide us with the materials or information required to effectively pursue your matter;
- If you do not provide us with truthful and accurate disclosure of all transactions, dealings, relationships or incidents that we assess as relevant to your matter including your criminal record and previous court appearances;
- If you refuse to accept our advice;
- If you indicate to us, or we form the view that you have lost confidence in us;
- Any ethical grounds which we consider require us to cease acting for you, for example, conflict of interest;
- For any reason outside our control which has the effect of compromising our ability to perform the required work within the required time frame;
- If your matter is outside our areas of expertise;

- If in our sole discretion, we consider it is no longer appropriate to act for you;
- If you do not attend appointments or court appearances without making prior arrangements with us;
- If you or any other person with whom you have a family, domestic, personal or social relationship, insults, abuses or uses offensive or threatening language at any member of the staff (including any volunteer) of the Centre;
- If you do not appear in court when called upon to do so;
- If you do not follow up your case for a continuous period of six months without reasonable excuse

### **FEES AND COSTS:**

PILAC offers legal services free of charge. However, to the extent that is just and reasonable and having regard to the means and merit test, the client may be requested to meet part of the expenses involved in the course of provision of services. Any monies or costs due to a client shall be passed on to the client but in the event that the client is liable to costs, the same shall accrue accordingly.

The Clinic's liability only extends to fault occasioned by the wilful and gross unprofessional misconduct of its employees and no other.

### **REVIEW OF OUR SERVICE:**

We will:

- Give clients an opportunity to have a say about the way we provide services;
- Maintain compliance with the standards set out in this Charter and those required by the regulator;
- Regularly review our service delivery against those standards;
- Undertake to continually identify and address ways in which we can make the service better;
- Regularly liaise with our funding bodies and provide reports to ensure financial and service delivery accountability.

### **FEEDBACK, SUGGESTIONS AND COMPLAINTS:**

PILAC actively encourages our stakeholders, clients and service users to provide us with feedback, suggestions or complaints. You may do so in writing, by email to pilac@lists.mak.ac.ug, or verbally to the supervising staff member, the Head of Legal Aid Clinic or the PILAC Coordinator.

### **THE PILAC COMPLAINTS PROCESS:**

PILAC is committed to ensuring that any person using PILAC services has the right to lodge a complaint and to have their concerns addressed in ways that ensure access and equity, fairness, accountability and transparency.

- A staff member will inform you that your complaint has been received.
- Your complaint will be examined within 7 days of receipt.
- Your complaint will be investigated and a resolution will be sought. The PILAC Coordinator, the Head of Legal Aid, or the Supervising Advocate will be responsible for handling the complaint.
- You may be contacted for more information. You have the right to a support person at any stage of the complaints process. Support people may include a friend, advocate, community elder or an interpreter if required.
- You will be informed of the outcome.
- If you are not satisfied with the investigation and the proposed resolution of your complaint, you can report the matter to Uganda Law Council.

### **YOUR COMPLAINT WILL BE DEALT WITH:**

- Seriously,
- Quickly,
- Confidentially and
- Without affecting your right to get more help from the Clinic.

### **OUR ADDRESS**

Public Interest Law Clinic  
Old Law Building  
School Of Law  
Makerere University  
P.O. Box 7062 Kampala  
TEL: +256 41453195  
EMAIL: pilac@lists.mak.ac.ug

