

bring a lifetime of experience to any learning situation; adults are different from each other; professionals need more than just information to perform competently; and the goal of learning is change.

Chapter two lists and examines the strengths and weaknesses of six different 'formats of better learning' which the authors espouse as valuable in CLE delivery. This is where this small book get down to the nitty-gritty. The six formats are: the lecture; skills workshops; intensive learning-by-doing workshops; video vignettes; participant-generated problems; and residential programs. Each section is prefaced by a point-form summary of the advantages of the method under discussion. For example, the advantages of video vignettes are identified as 'an engaging, lively format for capturing the learner's attention' and 'can be used as prompts for discussion and learning by any group size'; participant-generated problems as 'opportunities for lawyers to address serious or complex issues which they are facing in their own practices' and 'insights into problem-solving strategies from experts and their peers'. Each of the six learning formats is then dissected under various headings, such as appropriate topics, program components, faculty, facilities, equipment, staff and materials, and tips for effective programming, all with practical points of advice provided.

Perhaps beyond the scope of this short book, nonetheless the value of the guidance to CLE providers would have been rammed home if some attempt had been made to give examples of the materials which could be developed by following the advice given. This omission, to this reviewer's mind, is a shortcoming to this book. It seems a shame that the output of a study of two years' duration could not be a more substantial publication getting down to this sort of level of detail, which would have been of immeasurable benefit to its audience, the CLE professional. Howev-

er, it is worth noting that appendix B contains a fairly comprehensive list of instructional techniques taken from another source which further supplement those six under discussion, but again no practical examples are given.

The third chapter contains a very brief resume of the impact of emerging technologies on the delivery of CLE and poses 'eight questions worth asking' by CLE providers before deciding upon their use.

The final chapter canvasses some of the elements of good program design and delivery within the CLE context. Here the advice is very pertinent and is summarised under the following ten categories: know the participants; acknowledge differences in skills levels; use space wisely; use time wisely; use faculty wisely; focus your planning meetings; vary the format; use audio-visuals; take advantage of others' experience and expertise; and take advantage of adult learning expertise.

The appendices contain a list of suggested readings in adult learning and CLE (including, most interestingly, Christopher Roper's *Foundations for continuing legal education*), the glossary of instructional techniques, ALI-ABA's policies for non-traditional CLE formats and the results from surveys of CLE providers and in-house CLE professionals conducted for the study.

This book can be recommended to the CLE professional as a useful addition to the slim body of literature on the design and delivery of CLE programs, whether for commercial offering or for in-house provision. Most readers will find in it material which will cause them to reflect upon their own practices and how they might be improved in the light of the guidance given in this book. Some may be inspired to stretch beyond the standard lecture format to explore non-traditional methods of delivery. However, in this reviewer's opinion, the book's attraction would have been greatly enhanced if practical examples of the advice on

improved CLE practice at work could have been furnished to reader.

Editor

INDIVIDUAL SUBJECTS / AREAS OF LAW

Studying modern corporations law in context

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This article argues that the 'law in context' approach provides a good intellectual framework for blending elements from the variety of types of research being done on corporations and financial markets. It allows policy appraisal to co-exist with theory and doctrinal analysis with interdisciplinary insights. It invites a variety of approaches to teaching and learning, many of which put paid to the legend that corporations law is dull and 'black letter'. The law in context approach to studying corporations and financial markets reminds us that the project of understanding and criticising rules is the central task of a university legal training and a resource for the learned profession of which we are part.

The author describes how a traditional introductory undergraduate company law course and advanced financial regulation options are enriched by context. Simulations are used in the first half of the company law course to mimic the routines and practices of corporate life. This game playing reproduces some of the complexities and nuances of corporate decision making. In advanced options simulations are used in only one topic and information about the institutions and operation of the market under study is provided in market visits and presentations by regulators and market professionals. This gives the law under study a dynamic aspect, as well as information about its institutional or transactional context.

Complexity, unfamiliarity, overload, and continual change in the law are

common areas of student complaint and teacher difficulty with corporate law. The learning aims for the author's contextual approach are both to remedy these difficulties and to support the growing importance of the policy and statutory content of corporate law and financial regulation. They also ensure that students are alive to whether there is a public interest to be weighed in making any legal decision.

The first aim is to provide institutional and practical information so that students quickly become familiar with the life-cycle and routines of the company, and the financial markets in advanced courses. In the foundation course this is done through company simulations. The second learning aim is to develop students' skills of policy analysis. This partly depends on asking questions about the difference between the apparent content of a rule or practice, and its actual effect. It is also assisted by reports of empirical studies and the type of information introduced in pursuit of the first aim. In the company course, this is done selectively against the background of arguments about the public *and* private nature of the corporation. In the options, strong encouragement is given to students to think like policymakers, justifying a heavier emphasis on empirical and theoretical legal literature, and the careful introduction of related interdisciplinary material.

The third learning aim which is well supported by asking contextual questions and using a wider variety of materials, is the development of students' skills in handling statutory materials and statutory interpretation, skills much ignored in legal education and crucial in a statutory regime. The fourth aim is for students to learn the substance of corporate law and financial regulation. All the earlier learning aims are designed also to promote the speed and quality of students' engagement with the substantive rules, principles and policy of the subject. The

final learning aim is to equip students with 'situation sense' — a technical and strategic sense of how to solve a legal problem in a local way, and an ability to bring wider principles or policies to bear on that problem.

'Law in context' is a progressive approach to law which, in addition to understanding law as lawyers see it, requires that law be studied 'with a broad awareness of social consequences and social origins of law'. It will often seek to unsettle traditional categories of law by adopting different organising concepts or a different standpoint. The teaching experience reported in this article attempts to blend together over a number of courses, almost all of the elements of a 'law in context' approach. One such element is to study doctrines and rules of law alongside the effect they have in practice, that is, 'the gap' between the declared aspirations of the legal order, and its real effect. Another is greater criticism of policies underlying statutes and judicial decisions. This fits very well with corporate law seen as the product of the regulatory state, which is in turn driven by policy. Economics and sociology, for example, provide a wealth of material on corporations and financial markets. Inter-disciplinarity is one way of changing standpoint, and this often unsettles legal conclusions, leading to valuable reconsideration.

If traditional legal expositions adopt any standpoint at all, they do so implicitly, most often that of the appellate judge. Another aspect of a law in context vision may be to adopt a different standpoint for analysis, which helps to sharpen the objects of a law in context inquiry. In a jurisdiction where corporate law is heavily statutory, the perspectives of the legislator and regulator may be more illuminating than that of the appellate court. Finally, law in context is open minded about legal theory. But while a contextual approach is open-ended about which theoretical assumptions are adopted, it expects

those assumptions to be made explicit in appraising principles and policy. Because law in context accepts a wide understanding of what law is, it rejects the notion of law being independent of, or closed to, adjacent areas of social, economic or political activity.

Class time in the courses is used in a number of different ways. The most obvious departure from traditional classes is in the use of Incorporation and Meetings 'kits', which are sets of resources, including real documents, with which students work, in small groups, in simulations, forming their own companies, and meeting and transacting within them. Class exercises, class discussion and presentations by student groups also vary the way that class time is used. Beginning class with a short lecture style presentation, and concluding with a general summary, gives structure to what occurs in between. Using a wider variety of materials and mixing up the way class time is used breaks the monotony of a single presentation style. It maintains students' attention and promotes active learning for longer.

The insights offered by the law in context approach provide a principled way to address longstanding difficulties of teaching corporations and financial regulation subjects. Law in context also offers ways of thinking which fit well with the sea-change in corporations law from a general law to a statutory law subject. Most important of all, it helps to create a link between the single transaction in which the technical rules of the subject apply, and the wider questions raised by corporate and market activity in modern social, political and economic life.