

## [Translation] Rules of the Fifth Intercollegiate Negotiation Competition

NOTE: This translation is intended for reference purposes only. The Japanese version is controlling.

### **1. Rules**

(1) The fifth Intercollegiate Negotiation Competition shall be conducted in accordance with the following rules (the “Rules”).

(2) The Rules may be amended from time to time by the Steering Committee. Notice of any such changes shall be delivered promptly by the Steering Committee.

(3) Questions relating to the Rules must be addressed to the Steering Committee by the relevant deadline in Article 2(2) of the Rules. With respect to questions which the Steering Committee decides to answer, the Steering Committee shall respond by sending (1) the question and (2) the response to all participants to the relevant schools. However, the Steering Committee has the right to decline to answer any questions at its sole discretion.

### **2. Time and Place**

(1) The time and place of this competition is as follows.

1 Time: December 2 and 3, 2006

2 Place: Sophia University 7-1 Kioi-cho, Chiyoda-ku, Tokyo

(2) The schedule leading up to the competition is as follows.

1. Announcement of the Rules & Distribution of the Problem:  
October 16 (Mon).
2. Deadline for submission of formal registration:  
October 17 (Tue), 24:00
3. Announcement of the match table and distribution of confidential information:  
October 20 (Fri)(tentative)
4. Deadline for questions about the Problem and the Rules:  
November 6 (Mon), 17:00
5. Registration of Roles:  
November 6 (Mon), 17:00
6. Deadline for submission of the preliminary memorandum for Round A:  
November 24 (Fri), noon
7. Deadline for submission of the preliminary memorandum for Round B:  
November 29 (Wed), noon

### **3. Steering Committee**

(1) In addition to setting the Rules, the Steering Committee shall manage and control all matters in relation to the competition.

(2) All communication, questions, submission of preliminary memorandums and registrations to the Steering Committee shall be made via email, addressed to the following addresses:

[negocomp@ml.osipp.osaka-u.ac.jp](mailto:negocomp@ml.osipp.osaka-u.ac.jp) and [tetsu-mo@sophia.ac.jp](mailto:tetsu-mo@sophia.ac.jp)

To avoid the situation in which an e-mail message doesn't reach the committee, please be sure to send e-mail messages to both addresses.

(3) Communication from the Steering Committee to each school shall be made by e-mail addressed to the registered e-mail address of the representatives or the supervising professor of each school.

#### **4. Registration**

(1) Each participating school shall register the list of participants and other relevant information in the format provided by the relevant deadline.

(2) The competition has two sections, one is the section conducted in Japanese (the Japanese section) and the other is the section conducted in English (the English section). Each participant needs to be registered in either the Japanese section or the English section.

(3) Each school may register up to 2 teams for the Japanese section and 2 teams for the English section. Each team shall consist of 4-5 participants. The Steering Committee may grant special exemptions from this restriction.

(5) Each school shall designate one or two representatives and one instructor to receive communication from the Steering Committee. Communication and announcements from the Steering Committee shall be made by e-mail to the e-mail address of such registered representatives or registered instructor, depending on the content of such communication and announcements. Questions to the Steering Committee shall be made by the registered representatives or by the registered instructor.

#### **5. Problem**

(1) The following information will be given to each school:

1. General information common to all participants (to be distributed via the Competition website); and
2. Confidential information specific to parties on each side of the competition (to be sent to instructors).

(2) Questions about the problem shall be addressed to the Steering Committee by the relevant deadline. The Steering Committee shall reply to such questions by giving its

answer to all the schools (in the case of questions relating to the general information) or to the relevant schools (in the case of questions relating to the confidential information). The Steering Committee has the right to decline to answer any questions at its sole discretion.

(3) Confidential information may not be revealed to other schools.

(4) Both the general information and the confidential information for both sides shall be given to judges and instructors.

(5) The Steering Committee may make amendments to the Problem from time to time. In such case, the notice of such amendments shall be sent to each school promptly.

(6) The Japanese text of the Problem is controlling for the Japanese section, and the English text of the Problem is controlling for the English section. All involved in the competition should take note that there is no guarantee that the Japanese and the English content correspond with one another.

## **6. Basic Structure**

(1) In this competition, there is a Japanese section and an English section.

(2) Each school will be designated in the role of either “Red” or “Blue”.

(3) The matching of teams for the competition shall be decided by the Steering Committee.

(4) Negotiations with other schools prior to the competition are prohibited.

(5) The competition shall take place in two rounds, as follows.

### **1. Round A**

(a) An arbitration based upon the UNCITRAL rules shall be conducted.

(b) The applicable law shall be the UNIDROIT Principles of International Commercial Contracts (1994).

### **2. Round B**

- A bilateral negotiation shall be conducted.

- After the negotiation, self-evaluation in front of the judges shall be made.

(6) In Round A, all participants shall take on the role of lawyers for Red or Blue.

In Round B, each participant in each team must be in one of the roles given below. Participants are required to conduct negotiations from the perspective of their respective roles. The details of each role are left to the discretion of each participating school, but in the course of the competition, judges may question participants concerning the details of their role. Judge will evaluate adequateness of role sharing.

1. Vice President (in charge of corporate planning and human resources)

(1 Person)

2. Senior Managing Director (in charge of Sales Department) (1 Person)

3. General Manager of Finance and Accounting Department (1 Person)

4. General Manager of Legal Department (1 Person)

## 5. General Manager of Research and Development Department (1 Person)

\* If a team has 4 members, someone shall take on two roles (#2-#5) concurrently.

(7) Each school shall register the role of each participant by the deadline specified in 2(2) by adding the designation of the roles in the form for the formal registration.

(8) In both Round A and Round B, it is not permitted to use a language other than the language of the section (this includes directions given by judges to participants, conversations with judges, and conversations within each team). However, this shall not apply to conversations within a team outside of the room in which the round is held, conversations with Steering Committee members, or conversations during break time.

## 7. Round A

(1) An arbitration shall be conducted in Round A (note that this differs from mediation and other processes). The arbitration panel shall consist of three arbitrators (judges, for the purpose of the competition). Of these, one shall be the chief arbitrator. The decision of the arbitration panel shall be made by majority decision (however, for purposes of judging the competition, each judge shall evaluate team performance independently), and in the event that the arbitrators are evenly divided, the decision of the chief arbitrator shall be treated as the final decision of the arbitration panel.

(2) The arbitration shall be conducted on the basis of the Problem, the memoranda, the arguments made by the parties in Round A, and the materials filed by the parties for Round A under the Rules.

(3) The issues to be addressed in the arbitration shall be limited to those stated in the Problem (the parties shall be deemed to have referred these issues to arbitration).

(4) Each team shall submit a memorandum setting forth its claims and supporting reasons (the “preparatory memorandum” referred to in the Problem) by the deadline specified in Rule 2(2) by sending it as an e-mail attachment to the Steering Committee. The format of the memorandum shall be as follows:

a. The memorandum shall be made with MS-Word, with A4 size page setting. In the case of Japanese, submissions should be 40 characters by 40 characters per page, with a maximum seven pages in length; in the case of English, submissions should be a maximum of 3500 words in length.(including footnotes) .

b. A cover page should be attached to the memorandum, which sets forth the name of the university, team number, whether the team represents Red or Blue, and the names of team members.

c. Additional materials such as cases, articles and tables may be submitted with the memorandum as an attachment in PDF format via e-mail. The number of pages and

words of such attachment are not counted for the purpose of the limitation of the length of the memorandum, but such additional materials shall not exceed 5 pages.

(5) In case a memorandum does not abide by this rule, the points for that team in Round A may be reduced as a penalty. The Steering Committee shall decide the necessity and extent of such penalty, under the following guidelines:

(a) Exceeding length limit

- less than half page or 250 words: minus 0.5 point
- less than one page or 500 words: minus 1 point
- more than one page or 500 words: 1.5 point

(b) Delay in submission

- within 30 minutes: 0.5 point
- within one hour: 1 point
- over one hour: 1.5 point

(6) It is not necessary for the contents of the memorandums of the teams of the same university to be the same (but it is permissible for the contents of teams from the same university to be the same).

(7) In the memorandum, all the issues indicated in the Problem must be addressed, giving consideration to the basic assertions of the counterparty referred to in the problem. In the memorandum, teams may address arguments not referred to in the Problem by guessing possible additional arguments that the counterparty may make. The memorandum should be drafted with an easy to understand, logical structure, by using concise sentences, sub-section headings, etc.

(8) The memorandum will be disclosed to your counterparty before the Competition. Arguments not set forth in the memorandum are permitted to be made orally in Round A, but failure to cover an important point in the memorandum, or making an oral argument that conflicts with a position set forth in the memorandum, may be negatively evaluated.

(9) There is no examination of witnesses in the arbitration.

(10) The arbitration panel will not make an arbitral award.

(11) The controlling substantive law in the arbitration shall be the UNIDROIT Principles of International Commercial Contracts (1994).

(12) Procedure of the arbitration shall be controlled by the UNICTRAL rules of commercial arbitration; but in this competition, this refers to rules 15.1, 15.3, 20, 24 and 30 only (other rules shall not apply). In the event of a conflict between the aforementioned UNCITRAL provisions and these Rules, these Rules shall prevail. Matters covered neither by the aforementioned UNCITRAL provisions nor by the Rules shall be determined by the arbitration panel.

(13) Each team shall make a 10-minute opening statement at the beginning of the round, and a 5-minute closing at the end of the round, to present and sum up their positions. The above statements may be conducted by one or more persons. After the

initial 10-minute presentation, the order of counterarguments and presentations, and any other procedures for carrying forward with the arbitration, shall be set by the arbitration panel.

(14) Participants should take note that, as a general matter, each side has an obligation to persuade the arbitration panel as to its claims, by backing up its arguments with facts or reasoning, found in the Problem or other materials.

(15) Each team may request 5 minutes of caucus time per hour. However, the arbitration panel may postpone a request for a caucus for up to 20 minutes, as it deems appropriate for the orderly progress of the arbitration.

## **8. Round B**

(1) Participants shall share responsibilities and carry out their respective roles in order to ensure smooth operation of their team (points may be deducted by the judges, or a warning issued by the Steering Committee in the event that a participant is simply not engaged).

(2) The schools party to the negotiation shall determine, through negotiation, which members of each team shall participate in the negotiations in which manner, and in which manner the negotiation shall proceed.

(3) Each team shall submit a memorandum stating what it wants to achieve (the negotiation target) and an explanation of its reasons, by the deadline specified in 2(2) of these Rules, by sending it to the Steering Committee as an e-mail attachment. The format of the memorandum shall be as follows:

a. The memorandum shall be made with MS-Word, with A4 size page setting. In the case of Japanese, submissions should be a maximum 1000 characters in length; in the case of English, submissions should be a maximum 400 words in length (including footnotes) .

b. A cover page should be attached to the memorandum, which sets forth the name of the university, team number, whether the team represents Red or Blue, and the names

(4) Memorandums that do not abide by the preceding Rule will be subject to deductions of points, in the same manner as set forth in Rule 7(5) above with respect to memorandums for Round A.

(5) It is not necessary for the contents of the memorandums of the teams of the same university to be the same (but it is permissible for the contents of teams from the same university to be the same).

(6) Negotiations shall be conducted in the designated place.

(7) Participants must follow the instructions by the judges.

(8) Round B shall be conducted in the following manner:

(a) At the beginning of Round B, each team will have a 10-minute discussion about the negotiation strategy with the President (a judge will serve as the President). In the

first 5 minutes, each team must explain the thoughts of team members. The remaining 5 minutes will be used for questions and answers and other discussion. The winner of a round of rock-scissors-paper will go first for this discussion session.

(b) Thereafter, bilateral negotiations will occur.

(c) After the negotiation, each team shall have 15 minutes to deliver an oral self-evaluation before the judges in the following manner. The winner of a round of rock-scissors-paper shall go first for the self-evaluation. That team will be given 15 minutes for preparation. The self-evaluation will be conducted in the following manner.

1. Report to the President on the results of the negotiation (about 10 minutes) and answer questions from the President. Judges will serve as the President;
2. Self analysis: If the same negotiation were to be repeated the following day, which aspects of the team's approach would they choose to repeat, and which would they choose to change?

(9) Members of one team may not attend the other team's discussion of negotiation strategy at the start of the round nor the other team's self-evaluation at the end of the round.

## **9. Submission of Materials**

(1) Each school may submit materials to support its claims. Such materials are not limited to paper documents; projected images and the like may be used. If a team wants to use a projector, each team must prepare its own machine individually and give prior notice to the Steering Committee.

(2) Notes by participants for personal reference during the proceedings, as well as memos, copies and other such materials for personal reference, are excluded from the requirements of this paragraph.

(3) The UNIDROIT Principles of International Commercial Contracts (1994) are also excluded from the requirements of this paragraph. The Steering Committee will provide each judge and school with the Principles (with official comments).

(4) Materials may be used only after a complete copy has been passed to each member of the opposite team, and to the judges (prepare 10 copies, to assure enough for each member of the opposite team, plus the judges). Materials may be passed to the other side and to the judges in the course of the proceedings in both rounds; they need not be supplied in advance. However, the opposing team may request sufficient time to review the materials after receiving them.

(5) When using cases and arbitral awards written in foreign languages (other than Japanese language in the Japanese section and other than English language in the English section), the whole translation of the text or the "cases memo", written in the language of the section and attached with the original document, should be submitted.

If the original document is a summary, the participants can choose the whole translation of the summary or the “case memo”. Still, if the description is abstract and unclear as a result of using a summary, the document value will be decreased. “Case memo” should specify:

- Name of the court, date of the judgment, citation;
- Summary of the facts (parties, facts, petitions);
- Summary of issues and judgments (all the claims and issues should be mentioned in a concise manner.)
- Relationship of the case to the assertions in the Competition;
- Translation of the relevant parts of the case, which will be introduced to support the argument.

(6) Judges and arbitrators may in their sole discretion refuse to permit the use of any set of materials or item therein.

(7) Materials passed to the opposing team but not referred to in the proceedings shall not be considered in evaluation.

(8) Other than the case in (5) above, in both the Japanese section and the English section, any materials not in the native language of the section must be accompanied by a translation (this shall not apply to portions of such materials to which reference is not to be made in the course of the proceedings). Errors in translation will result in a loss of points for the round concerned.

## **10. Judging**

(1) Team performance shall be judged in Round A by a panel of 3 judges.

(2) Team performance shall be judged in Round B by a panel of 3 judges.

(3) Evaluation standards will be disclosed on the Website of the competition. Judging shall be on the basis of absolute (not relative) performance.

(4) In principle, Round A and Round B will be judged by different judges. If the same judge serves in Round A and Round B, the judge shall not take into consideration the performance in Round A in the context of judging Round B.

(5) The Steering Committee shall appoint the judges.

(6) In both Round A and Round B, the arbitrators and judges may ask any questions of the participants that they feel necessary to the task of judging the competition.

(7) In both Round A and Round B, it is expected that comments on the performance may be given by judges, but the evaluations of individual judges will not be disclosed.

(8) For schools represented by multiple teams, the average of the scores achieved by all of its teams shall be the score of the school.

(9) Persons who have instructed teams in preparation for this year's competition may not judge a match involving the team which they have instructed (instructors who have not been involved in the supervision of a team shall not be barred from judging a round



on the grounds that it involves a team from their own school).

(10) Judges shall be permitted to make a record of the proceedings.

(11) Judges shall submit the evaluation form to the Steering Committee within 30 minutes of the completion of the round to be judged.

(12) The points achieved by a school shall be the total of points given by each judge, acting independently, in Round A and Round B. However, this shall not prevent judges from exchanging views in connection with the judging process.

(13) The Steering Committee shall hold an advance briefing with the judges, in order to seek to achieve uniformity in the evaluation process.

#### **11. Support from Supervisors, etc.**

(1) Advice from the instructors of each school in preparation for the competition is encouraged.

(2) During each round, instructors of each school may not provide directions or advice to team members.

#### **12. Dress, Name Card, Name Tag, Name Plate**

(1) Participants shall dress appropriately for business negotiations at each round.

(2) Participants shall make name cards and hand them to the counterparts in each Round. University, company, title, and name should be set forth in the name cards.

(3) Participants shall make and bring name tags and name plates in the following format.

##### **1. Name Tag**

Size: Normal name card size. Please prepare a plastic case for the name tag, as well.

Content: Please show the name of the university and the name of the participant in Japanese for the Japanese section participants and in English for the English section participants.

Colors: light blue (sky blue) for Blue, pink for Red.

##### **2. Name Plate**

The name plate will be put on the table during Rounds.

Size: Bold B5-sizepaper in three, long sideways.

Content: Please show the name of the university and the name of the participant in Japanese for the Japanese section participants and in English for the English section participants.

Colors: light blue (sky blue) for Blue, pink for Red.

#### **13. Awards**

(1) The school that achieves the highest number of total points shall receive the SUMITOMO competition award, and schools ranking 2<sup>nd</sup> through 5<sup>th</sup> shall also receive awards.

(2) In the event the points achieved by two schools are identical, the tie shall be resolved by referring to the number of evaluation categories in which each team scored the maximum number of possible points. In the event this also results in a tie, the tie shall be resolved by a rock-scissors-paper contest between representatives from each school.

#### 14. Recommendation for participation in the International Negotiation Competition

(1) The Steering Committee will select and recommend two persons from the participants of the competition as Japan representatives for the International Negotiation Competition. (The competition will be held in June or July annually, in English, with 2 persons in the team). The committee may not recommend any team if it considers it difficult to get a competent team. The standard for selection is as follows:

a. The committee will ask the university that achieved the best score in the English division in Round B if the university will send a team. If that university will not send a team, the university that achieved the second best score in the English division in Round B may send a team (if necessary, the same process will continue in order of the rankings).

b. The team shall satisfy the following conditions;

- Team instructor can participate and supervise the team; and

- The team members have fluent English ability, are competent as representatives of Japan from the viewpoint of the instructor, and meet one of the following conditions:

i) Japanese national,

ii) Graduate or present student of a Japanese university 4 years course, or

iii) Japanese resident for more than two years continuously at the time of this intercollegiate negotiation competition.

#### 15. Prohibitions

The following matters are prohibited:

(1) Advanced communication or negotiation on the problem with another school (including but not limited to face-to-face meetings, telephone calls, and e-mail messages).

(2) Matters prohibited by these rules.

(3) Failure to comply with Steering Committee directions.

(4) Failure to comply with directions given by the judges.

- (5) Breach of copyright and other laws.
- (6) Obstruction of the competition.

## **16. Rule Violations**

The Steering Committee may reduce the points or not bestow an award on a school that it has determined to have violated the Rules (this shall include schools that have been subjected to a warning).

## **17. Complaints**

(1) Complaints that another school has violated the Rules must be lodged with the Steering Committee within 5 minutes of the close of each round by the school representatives of the schools involved. The Steering Committee shall issue its decision after hearing the response of the representative of the school concerning which the complaint has been lodged.

(2) Notwithstanding the preceding sub-paragraph, when immediate response is thought necessary, the representatives of each school may, even in the middle of a round, ask the judges to confirm the Rules, and request that the behavior of the other school be corrected.

If the judge determines that such a request is for good reason, the judge may issue such direction as he or she deems appropriate, or consult with the Steering Committee concerning any action to be taken.

(3) The decision of the Steering Committee in subparagraph 1 above, and that of the judges in subparagraph 2 above, are final, and may not be appealed.

## **18. Brochure, Video Recording**

(1) Participants consent to the listing of their names, academic department and year in the brochure made by the Steering Committee and video made by the Sumitomo Group Public Affairs Committee.

(2) Participants consent to the video recording of the proceedings, and to the use of such recording in future education, training, and advertising.

(3) If a team wants to arrange for the video recording of sessions, such team must prepare the necessary video equipment and media. In addition, prior notice is to be given to the Steering Committee.

## **19. Costs**

(1) In principle, costs arising from participation in this competition shall be borne by the

individual participants.

(2) This competition is receiving support from the Sumitomo Group Public Affairs Committee. Authority to use funds received from Sumitomo Group shall lie with the Steering Committee.