

LOCAL FOOD & FARM LAW IN PRACTICE (FAA.5381.01)
SYLLABUS & RULES
FALL 2023

Prof. Benjamin C. Varadi
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Class Time: Tuesday/Thursday 11:20 AM

Location: Oakes 211

Office Hours: By appointment, in-person or electronically. I am on campus full-time, and glad to interact as often as our respective schedules permit.

Notice: This document is intended as a general guide. It may (and almost certainly will) be modified based on course progression, scheduling conflicts, weather and otherwise.

Web Platform: Microsoft Teams has been selected for class messaging, resource-sharing, and coordination because among the available options, it is the platform you are most likely to interact with in practice. **It is your sole responsibility to check Teams regularly, as we will be using it heavily for course assignments, discussion, resource access and announcements.** If you are unable to access the Team for this class at any time, for any reason, you must me immediately by email. If your problem is of a technical nature, contact helpdesk@vermontlaw.edu.

Course Description: This course will focus on the duties and tasks of lawyers working throughout those portions of the farm and food industries which exist outside large-scale agribusiness. We will remain wholly focused on the *lex lata*, working through practical exercises, class discussion and representative examples to gain understanding and expertise in the typical work of a practitioner representing producers and food entrepreneurs. Many of the topics we will be discussing are themselves the subject of entire courses (or practice areas), and we will necessarily focus our learning on developing the skills to recognize and respond to issues as they arise. We will also consider the need to respond to client matters in the broader context of their lives and livelihoods, and how we can bolster their future success beyond the questions immediately presented.

Objectives & Outcomes: By the end of the semester, students should have an understanding and direct experience with many of the common tasks and considerations faced by farm and food lawyers, including entity selection and financial relationships, common land use considerations, legal factors affecting crop and field choice and production, and food facility licensing and operation. Students should additionally have developed experience identifying and completing key transactional and compliance documents in these and related areas. We will also acknowledge the impossibility of anticipating every legal challenge faced within the farm-food supply chain and will identify strategies for dealing with novel or unfamiliar fact patterns.

Text(s): No print text will be required. Internet-based readings will be posted to Teams.

Professionalism & Formality: In the classroom and when discussing the course, I prefer to be referred to as Professor Varadi. In casual conversation not related to the course, informal address is welcome. Students are similarly expected to refer to themselves and each other formally. We will clarify your appellations in class, although you are welcome to email me in advance if that is your preference.

You are expected to comport yourself professionally as that term is commonly understood at VLS and in law practice. When in doubt, endeavor to arrive timely and prepared, minimize disruption, communicate clearly, and demonstrate respect and courtesy for the classroom and your peers. A demonstrated lack of professionalism may adversely impact your participation score (discussed below).

Written correspondence should be drafted formally, viz., as to a court clerk or more senior counsel. Per VLGS policy, electronic correspondence is not confidential, and may be reviewed by IT staff or law school administration.

VLGS policy also prohibits eating in class. Beverages are permitted.

Attendance: VLGS Academic Regulations require that a student who is absent from twenty percent of regularly scheduled classes shall be automatically withdrawn from the class with a grade of F- Wd. As of this semester, warning and excuse are not required and the withdrawal shall be effected automatically by the Registrar. If you believe you have a circumstance or excuse warranting exception to this policy, contact the Dean for Students.

If you are unable to attend a given session due to medical, religious, or other circumstances truly beyond your control, please provide the courtesy of notification no later than the following day. I will attempt to provide class recordings, however this is not guaranteed and it is the student's sole responsibility to develop an understanding of the material regardless of class attendance.

Evaluation: 20% of your grade will be evaluated based on your class participation. You are not required to have the right answers, but are expected to be prepared, participate, and to bring intellectual rigor and good faith effort to class interaction.

20% of your grade will be based on your plant journal (discussed below). For each entry, you will receive a mark of Pass, ½ Credit, or Fail.

The remaining 60% of your grade will be based on weekly practical assignments, which will be weighted in accordance with the anticipated completion time. They may require significant reading and/or research but should not require essay-length writing. The goal of these assignments is to provide a survey of deliverables you are likely to produce as a new practitioner. Grading will be based on accuracy, completeness, and presentation, however this is not a writing class, please do not assume that a perfect score implies that your work product is suitable for use as a writing sample elsewhere. There will not be a final or a major paper. **Assignments turned in late will receive half-credit.**

Transactional law can attract practitioners who are not enthusiastic about extemporaneous public speaking, and I will endeavor to provide opportunities for advance preparation where possible.

Semester-Long Assignment: You are required to grow at least one vegetable/herb plant of your choosing, and will maintain a journal in the provided area of Teams responding to prompts about the decisions you make in that pursuit, and the legal factors influencing them (in part by analogy to larger-scale agriculture). You must maintain your farming operation throughout the semester, e.g., if you grow a radish that matures in three weeks, you are expected to harvest it and plant successive crops. You may use the growing method of your choice (commercial organic soil, native soil, conventional soil, soilless, hydroponic, etc.), and will be expected to explain the rationale for your choice. There are many possible answers, and none that I can imagine are wrong. For purposes of this assignment, trees, succulents and plants generally considered decorative houseplants are not permitted (even if technically edible).

Your choices, labor and expenditures should be documented in a section of Teams designated for that purpose, along with your responses to prompts. Document all purchases (including product labels and receipts) and time spent. This is not only an exercise in “thinking like a farmer,” but in that most essential of lawyering tasks: tracking your hours and expenses.

You will *not* be assessed on your horticultural skill, but on the thoughtfulness and completeness of your entries. It’s fine if you experience a crop failure as long as you have evidenced the efforts you took to avoid and mitigate it

Do not take this assignment lightly. It will soon be cold, and it is easy to spend more money than a law school casebook on indoor gardening supplies. If you are absolutely unable to conduct this work due to habitation challenges, physical ability considerations, or other factors truly beyond your control, an alternative option will be provided with commensurate assignments (largely relying on analogies to “turnkey” or “managed” growing operations and investor relationships in the agricultural context). Extraordinarily poor or late journal responses will receive half credit.

If you hate gardening, aren’t excited about this project, and simply want it presented as a clear directive, consider that basil can be easily propagated from seed or grocery store cuttings, and grows readily in commercially available soil under a single bright LED shop light or small grow light set on a 14-hour daily timer, with basic watering needs. I am happy to provide supplemental information if required.

Weekly Assignments: Readings and assignments will be posted to Teams. Our plan is likely to evolve based on course progress, interest, and weather (inter alia). There is no final or major paper for this class, so please bring your full focus, attention and skill to each individual reading and assignment along with the accompanying discussion. The projects are not cumulative and skipping ahead is more likely to reduce your focus than to enhance your outcome.

Course Plan: Following is a highly aspirational lecture timeline. Guest lectures and related adjustments to be announced as they are confirmed. Readings and assignments will be posted on Teams.

Class	Subject	Topics
1	Introduction	Defining Local Farm & Food Law in Practice
2	Let's Start a Farm!	Business Names & Entity Structures
3	How Will We Pay for It?	Investors, Lenders and other Stakeholders
4	Where Shall We Put It?	Zoning & Land Use
5		Leases & Land Transactions
6	How Will We Set Up?	Riparian Rights
7		Organic Certification
8		Equipment Leases & Fixtures
9	Time to Plant!	Seed Sourcing & Certification, IP issues
10	Tending the Farm	Inputs, Herbicides, Pesticides
11		Farm Labor
12	Neighborly Considerations	Boundary Disputes, Pollen & Pesticide Drift
13		Runoff & Environmental Law Factors
14	Harvest Time	Wholesale Transaction Considerations
15		Co-op Considerations
16	Let's Make Some Food!	Home-based Food Production Considerations
17		Food Labels & Menus
18	Going to Market	Farm Stands & Market Rules
19	Let's Start a Restaurant!	Leases & Property Revisited
20		Licenses & Permits
21		Food Safety Regulations

22	Running a Retail Operation	Tort Liability & Insurance
23		Waste Management
24	Labor Redux: Restaurant Staff	Compensation & Management
25	Tax Time	What's Owed, to Whom, When
26	Winding Down Operations	Transfer by Sale, Death, Dissolution or Bankruptcy
27	The Local Food & Ag Lawyer	Professionalism & General Summary
28	Overflow	