



THE UNIVERSITY OF TEXAS AT AUSTIN
McCOMBS SCHOOL OF BUSINESS

The Law of Corporations and Other Business Entities

LEB 380.7 - 71680 – Summer II 2010

Instructor: Christopher Meakin

Meeting times: Monday through Thursday - 10:00 a. m. to 12:00 a. m.

Classroom: UTC 1.146

Instructor's Office: CBA 2.226

Office Hours: Before and after class and other times by appointment

Email: Christopher.Meakin@mcombs.utexas.edu

Phone: 471.7616. If you leave a message, please state your full name and a telephone number where you can be reached. I will return your call promptly.

Texts: THE LAW OF CORPORATIONS AND OTHER BUSINESS ORGANIZATIONS, 5TH Edition, Angela Schneeman (West/Thompson 2008)

THE STUDENT'S GUIDE TO THE SARBANES-OXLEY ACT, 2ND Edition, R. Prentice and D. Bredeson (South-Western 2010)

Grading: Your grade will be made up of the following components.

Class attendance and participation (with letter grade proviso below)	20%
Research and presentation project	20%
1 st Exam	30%
2 nd Exam	30%

For each exam you be allowed to bring one 8 1/2" x 11" piece of paper with anything you wish written on it (both sides) in only your own handwriting. Your full name must be written on both sides of the sheet in letters at least **this big**. Sheets that do not comply with these requirements are subject to exclusion. This sheet shall be turned in with the exam. The exams will only test your application of material covered during the period immediately preceding that exam. For example, the 2nd Exam will only test you on

material we discussed after the 1st exam and before the 2nd Exam. Your final grade will be subject to a curve.

Exams will be offered at the times scheduled. Exceptions to the rule in the previous sentence will only be granted under the most extreme circumstances such as a serious illness of you or a loved one at the time of the exam.

Use of Electronic Devices during Class:

Computers and other electronic devices may not be used during class.

Research and presentation project:

You will be required to complete a group research and presentation project. The project will be explained in more detail during class. The grade for this project will have a peer review portion.

Extra Credit:

Throughout the semester I may assign extra credit exercises during class. They will not be difficult but you must be in attendance for the entire class period on the day of the assignment and on the day the assignment is due. Unless, advised otherwise the extra credit should be turned in during class in hard copy. Work without a name will be disregarded.

Attendance, Assignments, and Class Participation:

Please read the assigned chapters from the text and the corresponding supplement pages (with special emphasis on the cases) before each class. We all must attend each class with a firm understanding of the assignment for that day and a willingness to participate in class discussions so that we each may benefit from the ideas of the others. You will be expected to be able to answer questions and ask relevant and thoughtful questions. When evaluating any individual's contribution, quantity and volume are much less important than quality and perceptiveness. At the beginning of each class a roll sheet will be circulated. If you were in your seat ready to participate at the beginning of class and remain for the entire class period, please mark present. If you were not present and ready at the beginning of class but arrive later or if you leave early, please mark tardy. Signing the attendance sheet during class is the responsibility of the student. The attendance sheets will be the only measure of your attendance.

Students should attend each class. Any student who misses three classes is subject to a letter grade reduction. Please look at your calendar for the semester and budget your known absences in advance. If you are tardy twice it will count as a missed class.

Your work:

Unless you are specifically instructed to work with others, your work in this class such as the exam sheets and extra credit assignments shall be your own independent work.

Honor Code:

The University of Texas at Austin McCombs School of Business requires each enrolled student to adopt the Honor System. The Honor Pledge best describes the conduct promoted by the Honor System. It reads as follows: "I affirm that I belong to the honorable community of The University of Texas at Austin Graduate School of Business. I will not lie, cheat or steal, nor will I tolerate those who do. I pledge my full support to the Honor System. I agree to be bound at all times by the Honor System and understand that any violation may result in my dismissal from the Graduate School of Business."

Note:

Nothing in this syllabus displaces the overarching laws of common sense, logic, truth, beauty, grace or humor.

Class Schedule

Summer II 2010 (This is the tentative schedule but we shall move at our own pace)

	<i>Date</i>	<i>Topic</i>	<i>Please have read chapter</i>
July	12	Introduction and Sole Proprietorship	2
	13	Franchising and Agency	1 and Supp.
	14	Agency (cont.) and Partnership	3 and Supp.
	15	Limited Partnership and Limited Liability Company	4 & 6 and Supp.
	19	Begin Corporations	7 & 8
	20	Piercing	Supp.
	21	Corporate Organization	9
	22	Duties of Ds and Os	Supp.
	26	(continued), Promoters and Derivative Claims	Supp.
	27	The Corporate Financial Structure	10
	28	Exam 1	
	29	Public Companies and Securities Regulation	11
	August	2	Mergers, Acquisitions and Changes
3		Sarbanes Oxley	Student's Guide
4		(continued)	
5		Corporate Dissolution	14
9		Bankruptcy	Supp.
10		Presentations	-
11		Presentations	-
12		Exam 2	-