SMALL BUSINESS/NON-PROFIT CLINIC
COURSE SYLLABUS

Spring 2011

Wednesday: 6:00 – 7:50 p.m.

1) Required, Recommended and Supplemental Readings.

Reading assignments will be distributed during class. Apart from the materials distributed during class, there will be no other reading assignments.

2) Statement of Goals and Objectives.

The primary goal of this class is to provide the student with the background and experience of practicing law in a law firm focusing on a corporate (including nonprofit corporations) and transactional practice. As part of this experience the students will meet with clients, draft documents and deal with issues as they arise in the context of corporate and transactional practice. Additionally, students will keep track of their time spent on each project, as if they were actually billing the client and turn in the timesheets to the instructors. Finally, the students will participate in classroom exercises designed to provide an overview of corporate and transactional issues which commonly arise with their clients for the clinic and in private practice.

3) Attendance Policy.

Given the nature of the class and the small number of students, attendance is critical. In additional to classroom attendance, students are expected to attend meetings with mock clients. As will be described in the Grading portion of the Syllabus, failure to attend mock client meetings or meaningfully participate in classroom exercises will result in zero points for that exercise and cannot be made up. This will dictate attendance. Any more than two unexcused absences from class will be defined as "grossly excessive absence," mandating that the instructors take action under Academic Rule 1110.

4) Testing, Grading and Laptop Policy.

There will be no tests. Students will be graded based on their participation in classroom exercises, written exercises, mock client interviews, work-product and timesheets. Attached to this Syllabus is the form Grading Sheet and Course Schedule. As mentioned in the Attendance Policy above, failure to attend mock client meetings or meaningfully participate in classroom exercises will result in zero points for that portion of the grade. These points cannot be made up. Written exercises, if not timely turned in, can be made up at the instructors' discretion. Failure to complete client work will result in an automatic failing grade for the class. Laptops are not allowed in class.

SMALL BUSINESS/NON-PROFIT CLINIC
COURSE SCHEDULE*

Spring 2011

Wednesday: 6:00 – 7:50 p.m.

January 19, 2011	Introduction, orientation and expectations; Law Office Practice (timekeeping, billing and file organization); Forms of Entities
January 26, 2011	Corporate/Non-Profit Formation Documents; Working with Statutes; Corporate Formation Exercise
February 2, 2011	LLC Formation Documents; Working with Statutes; LLC Formation Exercise
February 9, 2011	Spotting Intellectual Property Issues – guest speaker (subject to change)
February 16, 2011	Non-Profit Entities – formation documents and issues
February 23, 2011	Non-Profit Entities – Taxation and Tax Exempt Entities
March 2, 2011	Corporate Financing -- Bank Loans and Secured Financing
March 9, 2011	Spring Break
March 16, 2011	Financial Distress Issues. Dissolution, Liquidation and beyond
March 23, 2011	Overview of Commercial Lease Transactions
March 30, 2011	Commercial Lease Exercise
April 6, 2011	Purchase Agreement Overview
April 13, 2011	Purchasing Real Property Exercise
April 20, 2011	Corporate Financing – Securities. Securities Exercise
April 27, 2011	Purchase Agreement Exercise

*Subject to change based on schedules.

Spring 2011, Small Business/Non-Profit Clinic -- Grade Sheet

Assignment/Activities		Student	Student	Student	Student	Straw Man
Time Entry						
	Number of Hours Billed					70
	Points					10
	Time Sheet Contents					10
In-Person Interaction with Mock Client(s)	First Meeting					10
	Second Meeting					10
	Third Meeting					10
Legal Work						0
	Document Drafting					10
	Research					10
	Problem Solving Ability					10
	Written Communication with Client					10
Class Room Exercises						0
Writing Skills/Legal Analysis/Issue Spotting						0
	Working with Statutes					10
	Purchase of Real Property					10
	Commercial Lease					10
	Purchase/Sale of Business					10
	Securities					10
Role Plays						0
	Purchase of Real Property					10
	Commercial Lease					10
	Sale of Assets					10
	Securities					10
Total Points						**180**

Grade Rationale:

Hours Billed 70 hours = 10
1 pt reduction for each 5 hours below 70*

Other Assignments
1 through 10 scale

No Assignment = 0

* Dependant on volume of client work; students will not be penalized if there is insufficient client work.