

Business Planning

Syllabus

Fall 2011

Professor Joseph Olson, J.D., LL.M.

Class Hours and location: Tuesday, 9:30 am -- 10:45 am room 6
Thursday, 9:30 am -- 10:45 am room 6

Office hours and location:

Office hours: Thursday: 11:30 am -1:30 pm
Or by appointment.

Office location: Law 223W
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(preferred)

St. Paul, MN 55104-1284

Course Description:

BUSINESS PLANNING
3 credits

Integrates corporation, securities and tax law through a series of basic problems that commonly face business lawyers in the formation, financing, and restructuring of corporations.

Recommended: Tax II and Securities Regulation.

The class will emphasize problem solving and class discussion as to methods to achieve client's objectives (both business and legal). The course will not have the usual big examination at the end. Instead, over the course of the semester, students will research and draft a series of 5 "mini-projects" involving documents for a closely-held business. Class time will be made available to assist your preparation of this additional work.

Required text and materials:

Dwight Drake, *BUSINESS PLANNING: CLOSELY-HELD ENTERPRISES* (West, 2006).

A series of class handouts specific to each written project will be distributed.

Supplemental materials:

Business Organization statutory compilation from your Corporations course.

Tax Code and Regs compilation from your Tax I class.

Attendance and grading:

Attendance is taken each day by passing around an Attendance Sheet for you to initial. If you arrive too late to sign in, you have missed the class. More than two unexcused absences is excessive and you will be involuntarily withdrawn from the class.

There will probably be five (5) projects. Each project will be graded. The final letter grade will be determined from the project grades with a half-grade adjustment possible (up or down) based on class participation.

Laptops

The instructor reserves the discretionary authority to limit or ban laptops if their use becomes too distracting.

Advance assignment for the FIRST day of class:

Drake book, pages 1-25.

Generally, the next week's assignment will be orally announced in class every Thursday and distributed by e-mail shortly thereafter.