

**SMALL BUSINESS/NON-PROFIT CLINIC
COURSE SYLLABUS**

Fall 2008

Tuesday: 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 real 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 a clinic and the small number of students, attendance is critical. In addition to classroom attendance, students are expected to attend meetings with clients. As will be described in the Grading portion of the Syllabus, failure to attend 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 and Grading.

There will be no tests. Students will be graded based on their participation in classroom exercises, written exercises, client interviews, client 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 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.

**REVISED SMALL BUSINESS/NON-PROFIT CLINIC
COURSE SCHEDULE***

Spring 2008

Tuesday: 6:00 – 7:50 p.m.

August 26, 2008	Introduction, orientation and expectations; Law Office Practice (timekeeping, billing and file organization)
September 2, 2008	Forms of Entities; Initial case assignments
September 9, 2008	Spotting Intellectual Property Issues – guest speaker (subject to change)
September 16, 2008	Entity Formation Documents; Working with Statutes
September 23, 2008	Non-Profit Entities – formation documents and issues
September 30, 2008	Tax Exempt Non-Profit Entities; Tax-Exempt Organizations: governance and transactions
October 7, 2008	Overview of Commercial Lease Transactions; Client Assignment Discussion
October 14, 2008	Commercial Lease Exercise
October 21, 2008	Purchasing a Business – assets or stock. Purchase Agreement Overview
October 28, 2008	Purchasing Real Property Exercise. Self Evaluation: Individual meetings with instructors
November 4, 2008	Purchase Agreement Exercise
November 11, 2008	Corporate Financing – Securities. Securities Exercise
November 18, 2008	Corporate Financing -- Bank Loans and Secured Financing
November 25, 2008	Financial Distress Issues. Dissolution or Liquidation

*Subject to change based on client needs.

Fall 2008 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 Client(s)						0
	Meeting One (Initial Meeting)					10
	Subsequent Meeting(1)					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						170

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.