

CORPORATE FINANCE
LAW-705-1 (55930) CORPORATE FINANCE
Monday 6-9 pm

REQUIRED MATERIALS:

HAMILTON AND BOOTH, CORPORATE FINANCE: CASES AND MATERIALS (4th ED. 2012).

SUBJECT AREA:

The subject areas of this course focus upon corporate finance. In particular, the topics of corporate finance include:

1. Basic Concepts
2. Statutory Provision Related to Shares and Distributions
3. Debt and Leverage
4. Stockholders Rights and Remedies
5. Distributions and Executive Compensation
6. Transactions in Control
7. Preferred Stock
8. Debt Securities
9. Start-Ups and Closely Held Businesses

COURSE DESIGN:

One of my primary teaching tools of the class will be to direct questions to students about the course materials in order to stimulate active learning and discussion.

There will be a group project which will require a few meetings by and between the participants to discuss the issue presented. Prior to the end of the semester the group will be responsible for submitting a final paper exploring the issue presented and devising the best solution and alternatives to the problem.

COURSE POLICIES AND RULES:

Professor Friedman will be available to meet students by appointment. Please make an e-mail appointment at tod.friedman@spgroup.com

When sending e-mails, please put "Corporate Finance" in the Subject Line.

If you will be absent from class, please send an email to the same address prior to class.

If a student is absent (If a student is unprepared for class, he or she will be marked as absent. Attending class means being prepared to participate in class discussions) from more than two classes during the semester, it may result in a reduction in the student's grade of one level for each class beyond two. (E.g. B+ to B) If a student misses' (or is unprepared for) two classes and does not wish to have his or her grade reduced, he or she will have to meet with me within ten days of "missing" the second class. After three, it will automatically result in a reduction, and may result in the student being withdrawn from the course, unless there are exceptional circumstances.

LEARNING OBJECTIVES:

Students are expected to be able to:

1. Explain the principles upon which the laws of corporate finance are based
2. Situate the laws of corporate finance within their social contexts
3. Articulate the roles which a business lawyer assumes
4. Be aware of the evolving nature of corporate finance
5. Identify areas of laws of corporate finance in need of reform
6. Use the techniques of legal reasoning and argument
7. Apply intellectual and practical skills to formulate solutions to legal problems
8. Identify and address ethical dilemmas in a legal context
9. Demonstrate behavior consistent with academic integrity, social responsibility and high professional standards
10. Show initiative, personal responsibility and accountability in professional contexts
11. Recognize the importance and value of serving and promoting the public interest

EVALUATION:

Course grades will be determined by an examination. Examination -75%

Group Project- 25%

There may also be a decrease in grade for lack of class participation. (See Course Policies and Rules above.)

SEE NEXT PAGE FOR TOPICS AND READINGS...

Professor Tod Friedman Email Tod.friedman@spgroup.com
Office Hours: by appointment

COURSE CONTENT:

Below, the course has been divided into fourteen units, one unit for each week of the semester.

TOPICS AND READINGS:

CLASS	READING	
1	1-7; 21-30; 70-84 122-145	Introduction to Class and to Basic Concepts of Corporate Finance
2	244-315	Statutory Provision Related to Shares And Distributions
3	316-364	Debt and Leverage
4	365-410	Stockholders Rights and Remedies
5	410-467	Stockholders Rights and Remedies
6	468-508	Distributions and Executive Compensation
7	508-547	Distributions and Executive Compensation
8	548-607	Transactions in Control
9	608-664	Preferred Stock
10	664-713	Preferred Stock
11	740-997	Debt Securities
12	829-879	Start-Ups and Closely Held Businesses
13	879-911	Start-Ups and Closely Held Businesses
14	Review / Make Up	