

Professor Moll
Business Organizations
Spring 2014

I. Course Description

Business Organizations concerns the state and federal law applicable to partnerships, corporations, and other similar entities. In general, the course deals with the formation, operation, and dissolution of these various types of business enterprises. The readings focus upon the legal rights, privileges, and obligations associated with the entities themselves, as well as with their owners, directors, managers, and employees. Both doctrinal principles and policy underpinnings will be explored and emphasized throughout the class.

II. Office Hours

My office hours are by appointment. Please feel free to call me or e-mail me to make an appointment. My office is located at TUII 226, my telephone number is 743-2172, and my e-mail address is dmoll@central.uh.edu. My assistant can be reached at 743-2226.

III. Course Materials

Readings for the class will be drawn from two primary sources:

- (1) Robert A. Ragazzo & Frances S. Fendler, Closely Held Business Organizations: Cases, Materials, and Problems (2012). This will be our casebook for the class.
- (2) Robert A. Ragazzo & Frances S. Fendler, Statutory Supplement to Closely Held Business Organizations: Cases, Materials, and Problems (2012). This is the book of statutes that accompanies our casebook. *Your casebook frequently refers to materials in this book of statutes. Be sure to read the statutory references as they are a critical component of the course.*

IV. Class Preparation

I will distribute or announce specific reading assignments in class. Such assignments will generally cover the next week or two of the course. Please be advised that these reading assignments may be altered based upon the amount of material that we get through in class. If any alterations do occur, I will announce them as soon as possible.

Business Organizations covers a tremendous amount of material. *As a consequence, it is essential that you prepare for class on a regular basis or you will find yourself overwhelmed at examination time. In addition, because later classes build upon concepts learned in earlier sessions, you will quickly be left behind without regular preparation.* To this end, I have tried to

make the reading assignments manageable and reasonable (i.e., not too short, not too long) without sacrificing coverage of the critical topics of the course. ***You will find that your time spent in class preparation and in class attendance is useful (if not essential) for learning the subject matter of the course and for doing well on the examination.***

V. Class Participation

I will question students in panels of 3-4 students per class. I will pass around a sign-up sheet periodically throughout the course and each student will be required to sign up for a designated number of panels.

If for some reason you are unable to be present or prepared on your panel day, it is your responsibility to switch days with someone else and to inform me of the switch ***before the class begins***. If a class is cancelled for some reason, the panel for that day will be rescheduled. All other panels will keep their previously-assigned days.

In general, panel members will be questioned on materials that were assigned for that particular day. As mentioned, however, reading assignments may be altered based upon the amount of material that we cover in class. To this extent, you are on notice that your panel may be responsible for material that was not initially designated for discussion on your particular panel date.

Participation by non-panel members is welcomed and encouraged. Pursuant to Law Center guidelines, I reserve the right to lower your final grade by one notch (e.g., from a B to a B-) if you are absent or unprepared on any of your assigned panel days. Any student who is absent or unprepared on two panel days will be dropped from the course.

VI. Class Attendance

The Law Center requires students to attend at least 80% of the scheduled classes. Any student who attends fewer than the minimum percentage of classes is to be automatically dropped from the course. I will take attendance by passing around a roll sheet at the beginning of each class. Each student should initial by his or her name. Not surprisingly, initialing for another student is unacceptable.

It is your responsibility to insure that you have initialed the roll sheet before I leave the classroom each day. This is particularly important if you arrive after class has begun. PLEASE NOTE: You can only sign the attendance sheet for a particular day if you were present for at least half of that day's class.

VII. Examination and Grading

The examination in this course will be entirely "open book." You may use any material that you wish, whether prepared by you or by someone else. Your grade in this course will be derived from your examination score less any adjustment for unacceptable panel performance (see above). The examination itself will be discussed as the semester progresses.

VIII. Instructor Evaluations

I welcome any comments or suggestions that you may have regarding my teaching style, class presentation, or any other subject. Please feel free to provide me with such comments during the course of the semester as they will help me to improve my teaching. I will carefully consider all of the comments and suggestions that I receive.