Course Requirements, Class Preparation and Class Assignments

Please Read Carefully!!!

Please Note: Class begins at 5:50 and end at 7:30

Course Requirements:

a. Register for White Business Organizations Fall 2015 on TWEN
b. Use your UBALT address as your TWEN e-mail address as per University Policy.
   You are responsible for all information posted on or disseminated from TWEN.

Email Communication: All e-mail communications with the Professor MUST be from your ubalt.edu account as per University of Baltimore policy.

TWEN Password: If you have not received an e-mail with the TWEN password for the course, you may email a request to Professor White’s Administrative Assistant, Shavaun O’Brien at sobrien@ubalt.edu.

Class Participation: Class Participation counts 20% towards your final grade

First Day of Class: You must come to the first day of class with your books and materials and with the first assignment prepared. Class Participation counts 20% towards your final grade and begins on the first day.

Please Note the following policies:

1. No Laptops, PDA’s, Cell Phones or any electronic communications devices are permitted in class except with prior permission of the instructor and only under exceptional circumstances.

2. All assigned books must be brought and out and open on your desk for each class, otherwise you will be considered unprepared for class.

3. You may bring any prepared notes, case briefs, etc. but only in non-digital format. You may bring any non-digital writing materials such as notebooks, paper, pens, pencils, etc. you wish to use during class.

4. There will be numerical calculations both during the semester and on the Final exam. You may bring to class and to the Final Exam a simple calculator that has no other function than to calculate numbers. The calculator may not have the capacity to be a communication device, a recording device – visual or auditory-- or store any information. One can be purchased for approximately $5 at the UB Bookstore.

Disregard of the above requirements & polices may be treated as violations of the honor code and/or serve as grounds for not being allowed to sit for the final exam and/or to be dropped from the course.

Books assigned:

3. White, BUSINESS ORGANIZATIONS Fall 2015 Supplement. (Will not be in the book store until 2nd week of classes. Email will be sent out when ready.)

Please Note: The Publisher of the Hamilton Books: Thompson Reuters West, has indicated that rental and digital versions of their materials may be available for a lower cost than the UB bookstore from their website directly. Contact them directly for further information.

If digital versions of the materials are available, please note that you will have to print out the relevant materials for each class. As there are not a lot of pages assigned on any given day, that will not be too inconvenient.

You will still have to purchase the White, BUSINESS ORGANIZATIONS Fall 2015 Supplement at the UB Bookstore (Email notification will go out when ready.)
Class Preparation Requirements

1. You are responsible only for
   a. The Assigned Reading
   b. All sections of the code from the Model, Uniform and Maryland Codes as well as the Federal Statutes corresponding to the assigned readings.

   You are not responsible for the entire codes; they have been provided for your convenience and future use.

2. You must prepare each case and code assignment for each class equally carefully as it is through the preparation process that you do the bulk of your learning.

3. You are responsible for all cases and code sections in your assigned readings for the Final Exam, regardless of the extent and depth of coverage in class.

   Coverage in class for each case and code section will vary depending on what other cases and code are taught with it and the nature and/or difficulty of the material it introduces. Differences in depth of treatment in class does not imply that some cases or code sections are more or less important than others. It merely indicates that some of concepts contained therein have already been addressed or are not as difficult to master as others. Assigned material not covered in class, you are to learn on your own.

4. Please be sure, however, to raise any unaddressed questions you still have after class, or during my office hours (M & W: 4:30-5:30) or by appointment, or through e-mail: bwhite@ubmail.ubalt.edu or by phone: 410-837-4536.

5. As we will be actively using TWEN to address and discuss issues students raise outside of class, posting your query on TWEN will serve a very useful contribution. I will be monitoring and responding to queries on TWEN on a regular basis.

6. Occasionally readings will be listed as either recommended (REC:) or for your information (FYI:) to deepen one’s understanding or that might be of interest. They are not covered by the final exam.

Please Note the Following Class Preparation Requirements

- You must look-up and read every section of the codes that is mentioned in the readings and/or in the assigned notes. It is critical that you read the assigned notes for each class as that is where most of the sections of the codes you are responsible for are listed and discussed.

- It is critical that you refer to the Code Outline contained in White, Business Organizations Fall 2015 Supplement for corresponding sections of the Maryland Codes to the Uniform and Model Code sections referred to in the assigned notes and readings.

- You must read the Maryland versions of the code as well as the Uniform & Model Code sections assigned in your casebook in your preparation for each class.

   ✔ Be sure to read all footnotes in assigned readings!
The schedule below is approximate and subject to some adjustments as the semester proceeds.

Please note that the MBCA and MBCA 1984 are often used in the text interchangeably and are the same model code. Many of the sections are similar to the Maryland Code today. The MBCA (1969), however, is a different and earlier model code that also has sections comparable to Maryland’s code today. Why this is the case will be discussed in class.

****Read the cases and statutes in the order that they are assigned.

Read the code sections as they come up in your readings. Do not save them to read all at once after you have read the other assigned readings.

The order of the readings and code sections is the order in which they will most efficiently maximize your understanding and retention as well as the order to be covered in class.

√ Be sure to read all footnotes in assigned readings! √

Read the following pages for important instructions in preparing your assigned readings.
A. Read carefully Introduction to the Supplement in White, Business Associations, (White Supplement) and locate each section described there in your supplement.
B. Read carefully the introduction to this Assignments section (previous two pages) to be sure to understand how to do the assignments properly.
C. Read each assigned Casebook section fully unless page or note limitations indicate otherwise.
D. Be sure to read each section of codes, etc and the corresponding MD codes as they arise in your readings

REMEMBER: Class Participation counts 20% of your final grade and it begins on the first day of class.

√ Be sure to read all readings in the order they are assigned! √

Week of August 17 (Be sure to look up and read all the statute sections in assigned readings and their Maryland equivalent- as per the Code Outline in your statutory supplement.)

Monday
I. Chapter One: Introduction
A. The Subject in General
B. An Introduction to Business Forms (Read Chapter Eighteen sections below concurrently with Limited Partnership part of this section.)
   (We will be going into more detail about Partnerships, Corporations and Limited Liability Companies later in the course.)
XVI. Chapter Eighteen: The Limited Partnership (Just read the assigned excerpts below)
A. Introduction (up to, but not including, Note on Statutory “Linkage” and “De-Linkage”)
B. Formation (Introductory reading and Note 1)
C. Management and Operation (up to, but not including, sample Illinois partnership agreement language) (for this section, skip reading the UPA (Uniform Partnership Act) and skip RUPA sections at this time but be sure to read the RULPA sections)
F. Limited Liability
   1. The Control Rule (Read introductory text, skip case and then read Note on the Statutory Evolution of the Control Rule only; skip all notes following)
   2. Control of the Entity (Exclude Problem and Notes)
then back to:
B. Formation (continued) (Note 8 (Master Limited Partnerships))
I. Chapter One: Introduction (continued)
C. The Statutes (Please note the authors' comment regarding the criticalness of looking up and reading the code sections in the Statutory Supplement as they arise in the reading. Be sure to read their Maryland equivalent as per the Code Outline in White, Business Organizations Fall 2015 Supplement)

{D. Federal Income Taxation: Basic Principles (reserved until later in the course.)}

Wednesday

II Chapter Two: Agency

A. Introduction

B. The Creation of the Agency Relationship

C. Liability from the Agency Relationship

1. Tort Liability From the Agency Relationship (Notes 1, 3, 4)

2. Contract Liability from the Agency Relationship

   a. Liability of the Principal to the Third Party
      (1) Actual Authority
      (2) Apparent Authority (Notes 1-4)
      (3) Inherent Authority (Notes 1-2)
      (4) Ratification (Notes 1-3)

   b. Liability of the Third Party to the Principal

   c. Liability of the Agent to the Third Party (Note)

D. Duties of the Agent and the Principal to Each Other

1. The Agent’s Duties to the Principal

2. The Principal’s Duties to the Agent

E. Termination of the Agent