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Corporation Law Cases And Materials

**William Lucius Cary, Melvin Aron
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Corporation Law Cases And Materials:

Cases and Materials on Corporations Jesse H. Choper, John C. Coffee, Ronald J. Gilson, 2008 Cases and Materials on Corporations has long been the choice of instructors who want a rich and challenging casebook with in depth coverage of both public and closely held corporations Now in its seventh edition this traditionally organized casebook continues to prove itself to be an invaluable teaching tool Time and classroom tested and authored by leading thinkers in corporate law Cases and Materials on Corporations offers Traditional casebook pedagogy text notes statutory material excerpted commentary problems questions and edited cases all meticulously chosen and edited by this outstanding author team Richness and depth a range of thoroughly developed topics allows instructors to delve into topics with as much depth as they wish A strong introductory chapter that develops the underpinnings for the course the authors expertly delineate the significant characteristics of a corporation limited liability perpetual existence free transferability and centralized management A framework that examines corporate responsibility the authors scrutinize corporate law in the context of the corporation s responsibilities to its own constituents and investors as well as to society New to the Seventh Edition A number of new main cases that have been recently decided including In re Walt Disney Co Derivative Litigation *Stone v Ritter* Effectively used to teach generations of law students Cases and Materials on Corporations Seventh Edition remains the choice for instructors who want a sophisticated in depth presentation of corporate law

Introduction to the Law of Corporations Brian J. M.

Quinn, 2019 **Documentary Supplement for Use with Basic Corporation Law** Detlev F. Vagts, 1989 *Cases and Materials on Corporations* John C. Coffee, Ronald J. Gilson, Brian JM Quinn, 2021-09-14 Renowned for its richness depth and authorship Cases and Materials on Corporations offers broad coverage of both public and closely held corporations A powerful introductory chapter sets out the defining characteristics of a corporation A thematic framework frames corporate law in terms of the corporation s responsibilities to its employees its investors and society New to the Ninth Edition The introductory Chapter recognizes that issues of race and systemic discrimination have dominated recent headlines and political discourse This has re focused attention on the long standing debate between proponents of the dominant shareholders primacy model of corporate governance and proponents of a more stakeholder oriented model Without taking sides on this issue this Chapter notes that this debate has continued throughout American legal history and it focuses on recent efforts by some states and Nasdaq to require greater diversity both in terms of race and gender on corporate boards Current data is provided In addition this Chapter adds a new section to introduce the public benefit corporation a new corporate form that is a hybrid of a profit making corporation and a not for profit entity now recognized by a majority of the states New material on the emerging line of good faith cases in the context of director oversight where a corporation is subject to mission critical regulation This new line of cases opens up potential avenues to assign monetary liability to directors for failure to manage corporate risks New Supreme Court decisions including *Lorenzo* and *Omnicare* are assessed

and the continuing struggle to define insider trading is reviewed The chapter on shareholder voting and proxy gives special attention to recent efforts by activist hedge funds to influence and constrain corporate management The revised chapter on takeovers takes up the legal rules governing friendly and unfriendly acquisitions The chapter tracks the unique experience of Delaware law over this period an ongoing and openly but respectful disagreement between the Delaware Chancery Court and the Delaware Supreme Court about the allocation of authority between the board of directors and shareholders The chapter also examines the new texture of the takeover market where activists play a central role Professors and students will benefit from Richness and depth A range of thoroughly developed topics allows instructors to delve into topics with as much depth as they wish The text is strong in material on both public and closely held corporations Traditional casebook pedagogy Text notes statutory material excerpted commentary problems questions and edited cases Strong introductory chapter Sets out the defining characteristics of a corporation limited liability perpetual existence free transferability and centralized management Thematic framework Examines corporate law in the context of the corporation s responsibilities to its own constituents and investors as well as to society

Introduction to the Law of Corporations Brian Quinn, 2018-12-10 This open source casebook is the sixth edition of a casebook using the H2O OpenCasebook platform of Harvard s Berkman Center This casebook is intended to be used as the main casebook for an introductory course on the law of corporations Because is subject to a Creative Commons license and can be printed via Amazon CreateSpace it is available to students at a very modest cost Alternatively students can read and access the cases and materials online via the H2O platform at opencasebook.org at no cost This casebook and the H2O OpenCasebook platform are part of an effort by educators to make high quality course materials and casebooks available to students at reasonable prices Although this course is called an Introduction to the Law of Corporations it is better understood as a more general business organizations course The materials in this casebook cover Delaware corporate code exclusively However your learning during this semester long course will not be limited to the corporate law We will start the class with an online course covering the basic concepts of Agency Agency is the single most important building block required to understand the corporate law Agency is also an essential building block to understand the laws governing other forms of business organization During the course of this semester you will be introduced to other forms of business organization including Partnership Limited Liability Companies Nonprofit Corporations and Public Benefit Corporations Most of your introduction to these other forms will come through a series of online courses covering the basic concepts and rules for each of the forms You should plan to complete all of these courses including the accompanying quizzes in Canvas by the dates set forth in the syllabus As you are working on the online courses in class we will focus on the corporate form the Delaware corporate code and the Delaware common law of corporations Because the corporate law is so much more extensive than the laws of other business forms like for example the law governing LLCs courts often lean heavily on the corporate law and apply it by analogy to other forms when they are in search of persuasive

authority By becoming expert in the corporate law you will find it easy to translate that knowledge and apply it other business organizations Much of the work of the corporate lawyer starts with the code As such we will start with an in depth examination of the corporate code Although we could study the Model Code or the Massachusetts code for most corporate lawyers the Delaware corporate law will be central to their practice Sixty percent of all publicly traded corporations are Delaware corporations With respect to private corporations they are typically incorporated in the state in which they are physically located or they are incorporated in Delaware Beyond the code Delaware has a very deep corporate common law It is in the corporate common law that the courts have developed the law of corporate fiduciary duties It is through fiduciary duties that the corporate law attempts to regulate the relationship between stockholders and the corporation between managers and the corporation as well as the relationships of controlling stockholders and minority stockholders Delaware's treatment of the corporate common law is so extensive that it is not at all uncommon at all for the courts of other states to refer to or cite Delaware corporate law cases when deciding questions involving their own corporate law The Delaware corporate law is the closest we have to a lingua franca in the US for corporate law The fiduciary duties of corporate directors are tested most often in the context of corporate takeovers The corporate takeover materials in this casebook attempt to highlight the most important issues in takeover situations as well as the court's doctrinal efforts to mitigate the transaction costs that arise in these situations 2004 to *Cases and Materials on Corporations* Melvin A. Eisenberg, 2004-07

Corporations, a Contemporary Approach Lawrence E. Mitchell, Michael R. Diamond, 2004 *Corporations A Contemporary Approach* offers a fresh perspective on the traditional corporate law course while retaining most of the classic cases Integrating economics sociology philosophy and psychology the book incorporates contemporary corporate issues through cases and materials that situate the corporation in its social and political setting This casebook takes a new approach to the organization of the traditional materials on directors and officers duties by integrating materials like derivative litigation and indemnification Issues involving close corporations including promoter's liability limited liability piercing and other related issues are gathered in one chapter while also retaining traditional case materials The notes and questions provoke thought not only on legal issues and the relationship between cases and theories but also on the effect corporations have on their constituents and communities There is a chapter devoted to the corporation's place in modern society which covers traditional issues as well as more novel ones A teacher's manual will be available *Introduction to the Law of Corporations: Cases and Materials* Brian Quinn, 2018-10-23 This open source casebook is the sixth edition of a casebook using the H2O OpenCasebook platform of Harvard's Berkman Center This casebook is intended to be used as the main casebook for an introductory course on the law of corporations Because it is subject to a Creative Commons license and can be printed via Amazon CreateSpace it is available to students at a very modest cost Alternatively students can read and access the cases and materials online via the H2O platform at opencasebook.org at no cost This casebook and the H2O

OpenCasebook platform are part of an effort by educators to make high quality course materials and casebooks available to students at reasonable prices. Although this course is called an Introduction to the Law of Corporations it is better understood as a more general business organizations course. The materials in this casebook cover Delaware corporate code exclusively. However your learning during this semester long course will not be limited to the corporate law. We will start the class with an online course covering the basic concepts of Agency. Agency is the single most important building block required to understand the corporate law. Agency is also an essential building block to understand the laws governing other forms of business organization. During the course of this semester you will be introduced to other forms of business organization including Partnership, Limited Liability Companies, Nonprofit Corporations and Public Benefit Corporations. Most of your introduction to these other forms will come through a series of online courses covering the basic concepts and rules for each of the forms. You should plan to complete all of these courses including the accompanying quizzes in Canvas by the dates set forth in the syllabus. As you are working on the online courses in class we will focus on the corporate form, the Delaware corporate code and the Delaware common law of corporations. Because the corporate law is so much more extensive than the laws of other business forms like for example the law governing LLCs, courts often lean heavily on the corporate law and apply it by analogy to other forms when they are in search of persuasive authority. By becoming expert in the corporate law you will find it easy to translate that knowledge and apply it to other business organizations. Much of the work of the corporate lawyer starts with the code. As such we will start with an in depth examination of the corporate code. Although we could study the Model Code or the Massachusetts code for most corporate lawyers the Delaware corporate law will be central to their practice. Sixty percent of all publicly traded corporations are Delaware corporations. With respect to private corporations they are typically incorporated in the state in which they are physically located or they are incorporated in Delaware. Beyond the code Delaware has a very deep corporate common law. It is in the corporate common law that the courts have developed the law of corporate fiduciary duties. It is through fiduciary duties that the corporate law attempts to regulate the relationship between stockholders and the corporation, between managers and the corporation as well as the relationships of controlling stockholders and minority stockholders. Delaware's treatment of the corporate common law is so extensive that it is not at all uncommon at all for the courts of other states to refer to or cite Delaware corporate law cases when deciding questions involving their own corporate law. The Delaware corporate law is the closest we have to a lingua franca in the US for corporate law. The fiduciary duties of corporate directors are tested most often in the context of corporate takeovers. The corporate takeover materials in this casebook attempt to highlight the most important issues in takeover situations as well as the court's doctrinal efforts to mitigate the transaction costs that arise in these situations.

Cases and Materials on Corporations Jesse H. Choper, John C. Coffee, Ronald J. Gilson, 2004. Of notes excerpted commentary, problems, questions, edited cases, statutory material to reinforce important concepts in the text. What's new in the

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Cases and Materials on the Laws of Corporations Harry G. Henn, 1974

Corporations Joel Seligman, Aspen Law & Business, 1995

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Cases and Materials on Corporations William Lucius Cary, 1969

Corporations and Other Business Organizations Lawrence A. Cunningham, 2020-07-22

Cases and Materials on Business Entities Eric A. Chiappinelli, 2006 When you review this offering be sure to notice its comprehensive succinct coverage of corporations LLCs partnerships and agencies in a concise text specifically designed for the three or four hour single term course the completely up to date content 95% of the cases are from the 1990s or 2000s over half were decided after 1996 and all agency references are to Restatement 3rd of Agency 2006 the enriched accessible content and approach using a student friendly writing style and a real world practical focus in examples notes and problems the expertise of distinguished author Eric A Chiappinelli who has received numerous teaching awards and has taught written and practiced extensively in business entities M A securities regulation and civil procedure the extremely useful Teacher's Manual with suggested syllabi including suggestions for using the text to focus on all entities some entities or corporations alone teaching notes and discussion pointers lists of supplemental materials and examination and paper suggestions for each chapter Unique pedagogical features make the book distinctly flexible You Draft It exercises are taken directly from the documents at issue in the case to guide students in thinking through the legal implications of the drafters original language Current Setting sections introduce core legal principles while Background and Context sections allow deeper exploration an

innovative note structure includes Reality Check Suppose and What Do You Think sections allowing students to test and extend their understanding as they explore the nature and implications of the principles at issue

Corporations and Other Business Organizations Larry D. Soderquist, 1997 This book is designed for a three or four hour Corporation Law or Business Associations course The first two chapters deal with unincorporated business organizations The remaining chapters focus on corporations

Cases and Materials on Corporations William Lucius Cary, Melvin Aron Eisenberg, 1995

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