

CORPORATIONS

Cases and Materials

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Corporations Cases And Materials

**John C. Coffee, Ronald J. Gilson, Brian
JM Quinn**



Corporations Cases And Materials:

Corporations Joel Seligman,1995 **Introduction to the Law of Corporations** Brian J. M. Quinn,2019

Corporations Dalia Tsuk Mitchell,2018-08 This casebook focuses on corporate law specifically the law governing the relationship between directors officers and shareholders It aims to foster critical thinking about corporate governance and about the role that law has played in legitimating large publicly held corporations and their managements The casebook is divided into four parts the nature and purpose of the corporation the duties of directors officers and other insiders ownership and control and fundamental transactions *Introduction to the Law of Corporations* Brian Jm Quinn,2020-12-02 This open source casebook is the seventh 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 Direct Publishing 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 **Corporations Cases and Materials** Norman

D. Lattin,1972 Cases and Materials on Corporations (2nd Ed.), 1953 **Corporations and Associations** Robert Baxt,Keith Lloyd Fletcher,Saul Fridman,2009 Corporations and Associations Cases and Materials is a comprehensive casebook on corporations law Now in its 10th ed this book is written by experts and provides comprehensive treatment of the core topics in an undergraduate corporations law unit as well as coverage of selected topics in an advanced course Cases and Materials on Corporations Jesse H. Choper,John C. Coffee,Ronald J. Gilson,1995 Widely respected new co author Ronald Gilson joins Professors Jesse Choper and John Coffee in this completely updated and reorganized revision of one of the most comprehensive and analytically rich casebooks in corporate law CASES AND MATERIALS ON CORPORATIONS With a new chapter on corporate finance appearing early in the book The authors give students a solid foundation to Understand The core topics and direction of corporate law Their excellent discussion encompasses the full range of corporate finance from market efficiency to option pricing and will prime your students for modern corporate law analysis Other significant changes include new focus on limited liability companies in a new chapter combining Close Corporations and Partnerships new treatment of partial acquisitions and freezeout transactions expanded discussion of who institutional investors and directors are and how they operate important new decisions including *Virginia Bankshares Inc v Sandberg* *Central Bank of Denver v First Interstate Bank of Denver* In securities regulation *Stroud v Grace* In voting rights *Roosevelt v E I Dupont de Nemours* and *Paramount Communications Inc v QVC Network Inc* In corporate acquisitions and takeovers Organized in nine chapters this book covers all the basic corporations topics from forming the corporation and corporate disclosure and securities fraud to corporate acquisitions takeovers and control transactions **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

Corporations, a Contemporary Approach Michael R. Diamond, 2012 The author 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 such as 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 also a chapter devoted to the corporation's place in modern society that covers traditional issues as well as more novel ones. The third edition has been updated with the addition of new cases and new material on IPOs and accounting as well as new questions and comments throughout the book. A major new addition is a Glossary that defines many business and finance terms not generally familiar to the typical student.

Corporations and Other Business Organizations Lawrence A. Cunningham, 2020-07-22
Corporations Norman Dunham Lattin, Richard M. Buxbaum, Richard Wormington Jennings, 1975
Cases and Materials on Corporations and Other Business Entities Lee A. Harris, 2011-07-06
A practical approach to Corporations featuring carefully edited cases, intriguing notes and questions and exercises drawn from actual cases to create a practical and skills driven approach to the study of the legal principles of business. Featuring Each chapter includes all the landmark cases that students should be introduced to in a Corporations or Business Entities course. Strong skills driven exercises and questions both litigation based and transaction based. The practical exercises give students a chance to simulate what lawyers do. The exercises are drawn from actual disputes particularly from material in the case's procedural history. Publicly available information about the dispute and other information provided from the actual lawyers on the case. Brief notes and questions after cases including some with practice orientation. Diagrams or Roadmaps are included to give students an illustrative snapshot of some of the toughest cases. This text obviates the need for law professors interested in skills training to rely on supplemental texts or creating their own materials. Companion website that includes supplemental introductory cases with notes and questions to enable use of the casebook by MBA and undergraduate students.

Supplement to Corporations Cases and Materials, 1974
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 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 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

Business Associations William A. Klein, J. Mark Ramseyer, Stephen M. Bainbridge, 2009 With the prior edition of this concise up to date casebook having been adopted at over 100 law schools the seventh edition preserves the authors tradition of providing a comprehensive overview of agency partnership and corporation law It also continues to emphasize six basic editorial principles Be lean but not mean cases edited ruthlessly to produce a readable and concise result Facts matter so they are included in all their potential ambiguity Bring a planners perspective to the table through extensive use of transactionally oriented problems Annually updated PowerPoint slides cover almost all sections of the book and feature an extensive use of data graphics and photos The seventh edition contains a number of important developments and interesting new cases since the prior edition including Perretta v

Prometheus Development Company Inc Benihana of Tokyo Inc v Benihana Inc In re The Walt Disney Co Derivative Litigation Stone v Ritter AFSCME v AIG Inc Brodie v Jordan **Corporations and Other Business Associations** Charles Rogers O'Kelley, Robert B. Thompson, 2010 Sophisticated comprehensive and teachable Corporations And Other Business Associations Cases and Materials Sixth Edition reflects major developments in the corporate law environment while remaining accessible to students The authors retain the features that earned the book widespread adoption a careful balance of theory cases and problems allows law and economic theory to enrich but not dominate the casebook outstanding case selection and editing results in a thoughtful blend of classic and contemporary cases excellent and ample problems at the end of each chapter explore the practical applications of theory in the business world and reinforce the cases and text flexible organization adapts easily to different teaching approaches readable straightforward writing keeps the book sophisticated but not intimidating the strongest treatment of LLCs LLPs and other business associations in any corporations casebook comprehensive Teacher s Manual includes sample syllabi and a transition guide coauthor Robert B Thompson s website supplies additional materials illustrations and documents hyperlinked to cases Corporations ,1979 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 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

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 Fifth Edition Extensive treatment of limited liability companies limited liability partnerships New developments in insider trading Material on the impact of outside directors on corporate performance Complete revision of the treatment of indemnification now including *Mayer v Executive Telecard* *Ridder v Cityfed* A new section on the Private Securities Litigation Reform Act This book delivers timely complete authoritative coverage in a flexible format that is easily adapted to your class length teaching method

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