

**Corporations Specialization 1**  
**University of West Los Angeles - School of Paralegal Studies**  
**Syllabus - Winter Trimester, 2004**

**Instructor:** Scott F. Pearce, Esq.  
Toll-Free Voice Mail: 877-446-0777; Fax: 661-761-9456  
E-Mail: scott\_pearce@passthebar.com

Mr. Pearce will make himself available as needed for student conferences. Students are encouraged to contact Mr. Pearce with their questions and comments. This syllabus and other materials, including live audio from each class, will be posted on the Internet for reference at [www.passthebar.com/uwla.html](http://www.passthebar.com/uwla.html).

Tape recording is permitted.

**Required Text:** Deborah E. Bouchoux, *Business Organizations for Paralegals*

**Course Description:** This three-unit course will provide a comprehensive introduction to this interesting and sometimes complicated field. We will learn all the important terms and ideas, and apply them to various 'real world' situations. This class will be both rigorous and practical. Students will focus on developing their analytical and writing skills. Those who wish to pursue the Paralegal Specialist Certificate in Corporations will get an excellent foundation for their future studies.

**Classroom Instruction:** We will examine the five basic business structures: sole proprietorships, general and limited partnerships, limited liability companies, and corporations. Students will learn the substantive law and the procedural tasks involved in the formation and maintenance of each business structure. In particular, we will focus on the life cycle of corporations - everything from formation to dissolution. Professional ethics - legal and corporate - will be emphasized.

**Grading:** There will be five graded events, listed below. The top four scores will be averaged to calculate the final grade each student will receive.

Final Examination  
Mid-Term Examinations #1 and #2  
Writing Assignment #1  
Writing Assignment #2

The final examination will be comprehensive. It will cover every chapter in the book and every significant idea brought up in class. The mid-term examinations will cover all the material presented in each of the first two series of classes.

The writing assignments will be graded based on organization, thoroughness, and the quality of the writing. No assignments will be accepted late without the written authorization of the Administration. No more than three absences will be permitted.

If a student is on the border between two grades, such as a B and a B+, outstanding class participation will tip the balance in favor of the higher grade.

**Agenda:**

- January 14, 2004: Text Chapters 1 and 19 – Introduction to Business Organizations & Agency Law; Special Topics in Business Law
- January 21, 2004: Text Chapters 2 and 7 – Sole Proprietorships; Other Unincorporated Organizations
- January 28, 2004: Text Chapter 3: General Partnerships; Writing Assignment #1 Given
- February 4, 2004: Text Chapter 4: Limited Partnerships; Review for Midterm Examination #1
- February 11, 2004: Midterm Examination #1
- February 18, 2004: Text Chapters 5 and 6 – Registered Limited Liability Partnerships; Limited Liability Companies
- February 25, 2004: Text Chapters 8 and 9 – Introduction to Corporations; Formation of Corporations Part One – Writing Assignment #1 Due
- March 3, 2004: Text Chapters 9 and 10 – Formation of Corporations Part Two; Corporate Finances; Writing Assignment #2 Given
- March 10, 2004: Text Chapter 11 – Corporate Management; Review for Midterm Examination #2
- March 17, 2004: Midterm Examination #2
- March 24, 2004: Text Chapters 12 and 13 – Corporate Dividends; Securities Regulation and Stock Exchanges
- March 31, 2004: Text Chapters 14 and 15 – Changes in Corporate Structure; Qualification of Foreign Corporations
- April 7, 2004: Text Chapters 16 and 17 – Termination of Corporate Existence; Corporate Variations
- April 14, 2004: Text Chapter 18 – Employee Compensation and Contracts – Faculty Evaluation; Comprehensive Review – Writing Assignment #2 Due
- April 21, 2004: FINAL EXAMINATION