Business Organizations—Professor Friedman
Mondays / Wednesdays 3:20-4:50pm Room 218
First 2 Weeks Assignment Schedule
(Spring 2017)


Readings from the Restatement (Second) of Agency, the Uniform Partnership Act (UPA), Revised Uniform Partnership Act (RUPA), Revised Model Business Corporation Act (RMBCA), Delaware General Corporation Law (DGCL), and the federal Securities Exchange Act (Exchange Act) and rules thereunder (Exchange Act Rules) may be found in William A. Klein et al., Business Associations—Statutes and Rules.

Purchase the least expensive edition of the statutes and rules you can find, as long as it is no more than five years old. Consider using Westlaw and Lexis, as an alternative—but note that assembling the materials will take effort.

Agency & Partnership

Class 1
Syllabus + The Agency Relationship
KRB 1-6
Restatement (Second) Agency §§ 1, 3
Restatement (Third) Agency §§ 1.01, 1.02, 1.03

Class 2
The Agency Relationship (cont’d)
Consequences of Creating an Agency Relationship: Contract
KRB 6-21
Restatement (Second) Agency §§ 8-8B
Restatement (Third) Agency §§ 2.01, 2.02, 2.03

Class 3
Consequences of Creating an Agency Relationship: Ratification and Estoppel
Agent Liability
KRB 22-31 (may start to cover assignment for Class 4—be prepared)
Restatement (Third) Agency §§ 2.05

Class 4
Consequences of Creating an Agency Relationship: Tort
KRB 31-55
Class 5
Consequences of Creating an Agency Relationship: Tort (cont’d)
KRB 59-63
Agents as Fiduciaries
KRB 63-72
Restatement (Second) Agency § 13
Restatement (Third) Agency §§ 8.01, 8.02, 8.03, 8.04

Class 6
Intro to Partnerships
KRB 73-89
UPA (1914) §§ 2, 3, 6-7
RUPA §§ 101-102, 201-202