



Agency and Partnership Syllabus Fall 2010

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Course Website = TWEN and <http://www.donaldjkochan.com/ap.htm>

Classroom 233
WF 1:15-2:30

- Required Text: *Agency, Partnership and the LLC: The Law of
Unincorporated Business Associations*
(LexisNexis/Bender 7th ed. 2007) ISBN1-4224-0787-X
- Recommended
Hornbook: Gregory's Hornbook on the Law of Agency and Partnership, 3d
- Office Hours: WF 9-10 a.m.; 3-5 p.m.; or otherwise as announced or by
appointment.

**** Review the powerpoints I have prepared for each class ****

Course Description and Objectives

“Agency, Partnerships, and Unincorporated Organizations covers the fundamentals of the law of business organizations other than corporations, with particular emphasis on individual and organizational accountability for the actions of agents and independent contractors. Topics covered will include: rights and duties between principal and agent; vicarious tort liability; contractual powers of agents; fraudulent acts of agents; the undisclosed principal; liability of the agent to third persons; the doctrine of ratification; notice and notification; imputed knowledge; termination of the agency relationship; the creation of a partnership; the operation of a partnership; dissociation and dissolution; the limited partnership; and the limited liability company.”

Grading: Final exam is 3 hours essay and short answer and multiple choice. The exam will cover all materials assigned in your required text, all materials covered in lectures, and any assigned supplemental material including handouts. The examination is a modified open book examination – each student may use his/her text, any assigned supplemental materials, any notes or outlines which that student prepared, and any group notes or outlines to which he/she made a *significant* contribution in preparation. A common usage English language dictionary is also permitted. No commercial outlines, treatises, or similar materials will be permitted for use during the examination.

All students must register on the TWEN page for this course, and must make themselves familiar with the Social Science Research Network (“SSRN”) and JSTOR. Powerpoints for most classes will be posted on TWEN and www.donaldjkoachan.com.

Sample exam questions will be distributed mid-term.

Fall 2010 Assignments

<u>DATE</u>	<u>PAGES</u>
Aug. 25	Class 1 -- No Pre-Reading Required; Review readings designated in the powerpoint after class Introduction; Jensen article; Restatement; RUPA
Aug. 27	Class 2 -- Download and Read: Ross on the Economic Theory of Agency: http://www.jstor.org.libproxy.chapman.edu/stable/pdfplus/1817064.pdf Mitnick on Origins of the Theory of Agency http://papers.ssrn.com/sol3/papers.cfm?abstract_id=102037 8#
Sept. 1	Class 3 -- xxxiii-21 Glossary; Further Introduction; The Agency Relationship
Sept. 3	Class 4 -- 23-44 The Agency Relationship
Sept. 8	Class 5 -- 49-84; 90-101 The Agency Relationship; Principal/Agent Rights and Duties
Sept. 10	Class 6 -- TBA

Sept. 15	Class 7 -- 101-136 Principal/Agent Rights and Duties
Sept. 17	Class 8 -- 137-173 Vicarious Tort Liability
Sept. 22	Class 9 --174-219 Vicarious Tort Liability
Sept. 24	Class 10 -- 202-244 Vicarious Tort Liability
Sept. 29	Class 11 -- 250-270 Vicarious Tort Liability
Oct. 1	Class 12 -- 271-320 Vicarious Tort Liability
Oct. 6	Class 13 -- 321-360 Fraudulent Acts of Agents; Practice Exam Distributed
Oct. 8	Class 14 -- 361-391 The Undisclosed Principal
Oct. 13	Class 15 -- Practice Exam Review
Oct. 15	Class 16 -- 393-417 Liabilities of Agents to Third Parties
Oct. 20	Class 17 -- Lecture; NO reading required Ratification Doctrine and Notice Issues Supplemental non-required reading is at 419-500 (only do this if very intellectually curious)
Oct. 22	Class 18-- 501-523 Termination of the Agency Relationship
Oct. 27	Class 19 -- 525-528, 532-540, 551-555, 561-570, 574, 577-580 Creation of a Partnership
Oct. 29	Class 20 -- 581-616 Partnership Operation
Nov. 3	Class 21 -- 616-648 Partnership Operation

- Nov. 5 Class 22 -- 648-677
 Partnership Operation
- Nov. 10 Class 23 -- 677-682, 706-707, 710-724
 Partnership Operation
- Nov. 12 Class 24 -- 725-754
 Dissociation and Dissolution
- Nov. 17 Class 25 -- 755-769, 772, 778, 782, 784-807
 Dissociation and Dissolution
- Nov. 19 Class 26 -- Lecture: NO required reading
 Limited Partnership
 Supplemental non-required reading is at 809-814,821-825, 831-
 839, 847 (n. 2)-848,5-857, 864-865, 871-873, 876-878, 891-893
 895-900, 903-911, 920 (n. 2)-926, 943-944, 956 (n. 2)-958, 966-
 967, 973-975, 982-986
 (only do this if very intellectually curious)
- Nov. 24 Class 27 – Posner, Agency Theories in Law & Economics
 http://papers.ssrn.com/sol3/papers.cfm?abstract_id=204872
- Dec. 1 Class 28 -- Review Session