

COURSES

In the course and seminar descriptions that follow, the description is followed by the quarter(s) in which it is taught and the instructor name(s). More up-to-date course information is available on the Law School web page at <http://www.law.uchicago.edu/courses>. The course descriptions below, however, provide a representative overview of the curriculum.

Key to course details:

| Key | Description |
|-----|--|
| + | subject to prerequisites, co-requisites, exclusions, or professor permission |
| 1L | first year required course |
| a | extends over more than one quarter |
| c/l | cross listed |
| e | first-year elective |
| m | seminar |
| p | meets the professional responsibility/ethics requirement |
| r | papers may meet substantial research paper (SRP) graduation requirement |
| s | meets the professional skills requirement |
| u | simulation class |
| w | meets writing project (WP) graduation requirement |
| x | class available for bidding |
| (#) | the number of Law School credit hours earned for successful completion of the course |

Civil Procedure I

LAWS 30211 - 01, 02 (3) 1L

Civil Procedure is offered in two parts. Part I meets in the Autumn Quarter and addresses the mechanics of civil litigation, with special reference to pleading, discovery, and trial, including the respective roles of judge and jury. Part II is offered in the Spring Quarter and focuses on the study of the power of particular courts to decide cases (subject matter jurisdiction); jurisdiction of the courts over the person or things before them; the scope and effect of judgments; principles of finality of judgments; and the rules governing joinder of claims and parties.

The student's grade is based on an examination given at the end of each quarter.

Autumn 2013 - William H. Hubbard, Emily Buss

Civil Procedure II

LAWS 30221 - 01, 02 (3) 1L

Civil Procedure is offered in two parts. Part I meets in the Autumn Quarter and addresses the mechanics of civil litigation, with special reference to pleading, discovery, and trial, including the respective roles of judge and jury. Part II is offered in the Spring Quarter and focuses on the study of the power of particular courts to decide cases (subject-matter jurisdiction); jurisdiction of the courts over the person or things before them; the scope and effect of judgments; principles of finality of judgments; and the rules governing joinder of claims and parties.

The student's grade is based on an examination given at the end of each quarter.

Spring 2014 - Alison LaCroix, Diane P. Wood

Contracts

LAWS 30511 - 01, 02 (3) 1L, a

This course, offered over two sequential quarters, is an introduction to commercial and consumer law and lays the foundation for advanced study in commercial transactions, corporations, restitution, consumer credit, insurance, labor and employment law, and investment securities. Substantively, the Contracts course deals with how contracts are formed, which contracts are valid, when a contract has been breached and the various remedies for breach, including damages, specific performance, and restitution. The course is also designed to introduce the student to legal methodology and to compare the common law with the techniques of statutory interpretation, particularly in connection with the Uniform Commercial Code.

The student's grade is based on a single final examination at the conclusion of the Spring quarter.

Winter 2014 - Omri Ben-Shahar, Douglas G. Baird

Contracts

LAWS 30511 - 01 (3) 1L, a

This course, offered over two sequential quarters, is an introduction to commercial and consumer law and lays the foundation for advanced study in commercial transactions, corporations, restitution, consumer credit, insurance, labor and employment law, and investment securities. Substantively, the Contracts course deals with how contracts are formed, which contracts are valid, when a contract has been breached and the various remedies for breach, including damages, specific performance, and restitution. The course is also designed to introduce the student to legal methodology and to compare the common law with the techniques of statutory interpretation, particularly in connection with the Uniform Commercial Code.

The student's grade is based on a single final examination.

Spring 2014 - Eric A. Posner

Contracts

LAWS 30511 - 02 (3) 1L, a

This course, offered over two sequential quarters, is an introduction to commercial and consumer law and lays the foundation for advanced study in commercial transactions, corporations, bankruptcy law, restitution, consumer credit, insurance, labor and employment law, and investment securities. Substantively, the Contracts course deals with how contracts are formed, which contracts are valid, when a contract has been breached and the various remedies for breach, including damages, specific performance, and restitution. The course is also designed to introduce students to legal methodology, particularly common law reasoning and incrementalism.

The student's grade is based on a proctored, four-hour final examination.

Spring 2014 - Edward R. Morrison

Criminal Law

LAWS 30311 - 01, 02 (3) 1L

This course, offered over two sequential quarters, addresses the doctrines of criminal liability and the moral and social problems of crime. The definitions of crimes and defenses are considered in light of the purposes of punishment and the role of the criminal justice system, including police and correctional agencies.

The student's grade is based on class participation and a single final examination.

Winter 2014 - Jonathan Masur, Kimberly Ferzan

Criminal Law

LAWS 30311 - 01, 02 (3) 1L

This course, offered over two sequential quarters, addresses the doctrines of criminal liability and the moral and social problems of crime. The definitions of crimes and defenses are considered in light of the purposes of punishment and the role of the criminal justice system, including police and correctional agencies.

The student's grade is based on class participation and a single final examination.

Spring 2014 - Thomas J. Miles, Richard H. McAdams

Elements of the Law

LAWS 30101 - 01 (3) 1L

This course examines the role of judges in our legal system, focusing particularly on the processes of statutory and constitutional interpretation. The subjects for discussion include the nature of, and justification for, reasoning from precedent; the meaning of originalism and other methods of interpretation; and the role of history and context in judicial decision making.

The student's grade is based on a final examination.

Autumn 2013 - Geoffrey R. Stone

Elements of the Law

LAWS 30101 - 02 (3) 1L

This course examines certain issues that occur in many different areas of the law and considers the relationship between these issues and related questions in other fields of thought, such as moral and political philosophy, economics, and political theory. The subjects for discussion include the nature of, and justification for, reasoning from precedent; the meaning of such notions as consent, coercion, and voluntary choice; the decision whether to impose rules or allow discretion; the problems of interpreting statutes and other authoritative texts; and the objective or subjective nature of moral judgments.

The student's grade is based on a final examination.

Autumn 2013 - David A. Strauss

Elements of the Law

LAWS 30101 - 03 (3) 1L

This course examines certain issues that occur in many different areas of the law and considers the relationship between these issues and comparable questions in other fields of thought, such as moral and political philosophy, economics, and political theory. The subjects for discussion include the nature of, and justification for, reasoning from precedent; the meaning of such notions as consent, coercion, and voluntary choice; the decision whether to impose rules or allow discretion; the problems of interpreting statutes and other authoritative texts; and the objective or subjective nature of moral judgments.

The student's grade is based on a final examination.

Autumn 2013 - Richard H. McAdams

Legal Research and Writing

LAWS 30711 - 01, 02, 03, 04, 05, 06 (2, 1, 1) 1L, a

All first-year students participate in the legal research and writing program under the supervision of one of the six Bigelow Teaching Fellow and Lecturer in Laws.

The work requires the student to become familiar with the standard tools and techniques of legal research and to write a series of memoranda and other documents representative of the lawyer's regular tasks. A prize, the Joseph Henry Beale Prize, is awarded for the outstanding written work in each legal writing section. The Bigelow Fellows also serve as tutor-advisors on an informal basis.

Autumn 2013, Winter 2014, Spring 2014 - Genevieve Lakier, Vincent S. Buccola, Adam Chilton, John Rappaport, Roger A. Ford, Gregory W. Reilly

Property

LAWS 30411 - 01, 02 (3) 1L, a

This course, offered over two sequential quarters, provides an introduction to the legal relationships that arise out of or constitute ownership of property. Subjects covered may include, but are not limited to, such areas as the initial acquisition of rights in real and personal property, the nature of ownership of natural resources, the various types of concurrent and successive interests in land, and restraints on alienation. The course will also deal with the law relating to easements and covenants, landlord and tenant, and conveyancing.

The student's grade is based on a single final examination at the conclusion of the Winter quarter.

Autumn 2013 - Eduardo M. Peñalver, Lior Strahilevitz

Property

LAWS 30411 - 01 (3) 1L, a

This course, offered over two sequential quarters, provides an introduction to the legal relationships that arise out of or constitute ownership of property. Subjects covered may include, but are not limited to, such areas as the initial acquisition of rights in real and personal property, the nature of ownership of natural resources, the various types of concurrent and successive interests in land, and restraints on alienation. The course will also deal with the law relating to easements and covenants, landlord and tenant, and conveyancing.

The student's grade is based on a single final examination.

Participation may be taken into account as indicated in the syllabus.

Winter 2014 - Lee Fennell

Property

LAWS 30411 - 02 (3) 1L, a

This course, offered over two sequential quarters, provides an introduction to the legal relationships that arise out of or constitute ownership of property. Subjects covered may include, but are not limited to, such areas as the initial acquisition of rights in real and personal property, the nature of ownership of natural resources, the various types of concurrent and successive interests in land, and restraints on alienation. The course will also deal with the law relating to easements and covenants, landlord and tenant, intellectual property, and takings .

The student's grade is based on an in-class examination.

Winter 2014 - Lior Strahilevitz

Torts

LAWS 30611 - 01, 02 (3) 1L, a

The focus of this course, offered over two sequential quarters, is on the Anglo-American system (mainly judge-created) of the liability for personal injury to person or property. Special stress is laid on the legal doctrines governing accidental

injury, such as negligence and strict liability, assumption of risk, and the duty requirement. The rules for determining damages in personal-injury cases are discussed. Alternative theories of tort liability, e.g., moral and economic, are compared.

The student's grade is based on a single final examination at the end of the Winter quarter.

Autumn 2013, Winter 2014 - M. Todd Henderson

Torts

LAWS 30611 - 02, 01 (3) 1L

The focus of this course, offered over two sequential quarters, is on the Anglo-American system (mainly judge-created) of the liability for injury to person or property. Special stress is laid on the legal doctrines governing accidental injury, including as negligence and strict liability.

The student's grade is based on a single final examination at the end of the Winter quarter.

Autumn 2013, Winter 2014 - Saul Levmore

Abrams Environmental Law Clinic

LAWS 67813 - 01 (1 to 2) a, s

The Abrams Environmental Law clinic attempts to solve some of the most pressing environmental problems throughout Chicago, the State of Illinois, and the Great Lakes region. On behalf of clients, the clinic challenges those who pollute illegally, fights for stricter permits, advocates for changes to regulations and laws, holds environmental agencies accountable, and develops innovative approaches for improving the environment. Through clinic participation, students learn substantive environmental law and procedures for addressing concerns through the courts or administrative tribunals. Students develop a number of core advocacy competencies, such as counseling clients, spotting issues, conducting factual investigations, performing practical legal research, advocating through written and oral communications, planning cases, managing time, and addressing ethical issues and dilemmas. In addition, students develop an appreciation for the range of strategic and tactical approaches that effective advocates use. Some matters will be best resolved in front of a judge, others in an adversarial hearing, others through face-to-face meetings with government officials, and others by putting public pressure on a polluter or administrative agency. Any given matter may require the use of one or more of these approaches simultaneously or sequentially, although in general, the clinic will deploy adversarial approaches to help achieve its clients' objectives.

Autumn 2013, Winter 2014, Spring 2014 - Mark N. Templeton

Accounting and Financial Analysis

LAWS 79103 - 01 (3) +, s, x

This course is designed to quickly introduce you to (or, preferably, refresh your knowledge of) basic financial accounting [first two weeks of class] and then aims to aggressively increase your ability to be a highly sophisticated user of financial statements. After taking this course, you should improve your ability to determine a firm's accounting policy for a particular type of transaction and to determine how that policy choice affects its primary financial statements. You will also learn how to question whether these effects fairly reflect the underlying economics of the firm's transactions. Asking these questions involves an interplay between accounting, economics, finance, law and business strategy. You should therefore greatly improve your ability to use an accounting report as part of an overall assessment of the firm's strategy and the potential rewards and risks of dealing with the firm.

The teaching approach will be a roughly equal combination of lecture time and demanding case applications of the lecture material that will involve group case assignments that will form the basis for in-class discussion of the cases. The technical knowledge acquired from the lecture material is applied to cases where the main goal is to examine how the reported financial statements would differ if the firm had used different accounting policies. The focus is on modifying the reported financial statements in order to obtain the cleanest possible inputs for use in such applications as equity valuation, transaction structuring and credit analysis. The topics to be discussed are likely to include the accounting for, and interpretation of: revenue recognition, intercorporate investments, organizational structures (e.g., franchising), debt, and leases. Intensive group hand-in cases will be used to illustrate how the flexibility in financial reporting can reflect both the economics of the firm and the incentives of the managers creating the financial statements.

It is strongly recommended that students registering for this course have some prior exposure to accounting course work, at least at the level of Fundamentals of Accounting for Attorneys (LAWS 79112) or Legal Elements of Accounting (LAWS 79102).

Grading will be based on case assignments, short homework assignments, class participation, and a final exam.

Spring 2014 - Philip G. Berger

Accounting for Lawyers

LAWS 79201 - 01 (2) s, x, m

The seminar is presented from the perspective of a practicing lawyer who must apply an understanding of accounting principles to provide relevant and accurate legal advice. While the seminar covers the fundamentals of accounting, it concentrates on their application in typical legal practice settings such as contracts,

mergers and acquisitions, shareholder reporting, regulatory reporting, bankruptcy and litigation.

Winter 2014 - David A. Bowers

Administrative Law

LAWS 46101 - 01 (3) x

This course examines the structure of the administrative state, its relations to the other branches of government and private citizens, and the constitutional, statutory, and common law rules that govern the substance and procedure of administrative action and inaction. The course focuses on some constitutional topics, including the non-delegation doctrine, presidential control over administrative agencies, and the delegation of adjudicative authority to non-Article III officers. Substantial attention is given to the Administrative Procedure Act (APA) and other statutory requirements for lawful agency action. Covered topics include the proper role of agencies in interpreting statutes; judicial review of agency decisions; and public participation in agency rulemaking. A central theme of the course is how the law manages the tension between rule of law values (e.g., procedural regularity, accountability, and substantive limits on arbitrary action) and the desire for flexible, effective administrative governance.

The student's grade is based on class participation and a final examination.

Autumn 2013 - Jennifer H. Nou

Administrative Law

LAWS 46101 - 01 (3)

This course examines the structure of the administrative state, its relations to the other branches of government and private citizens, and the constitutional, statutory, and common law rules that govern the substance and procedure of administration action and inaction. The course focuses on some constitutional topics, including the non-delegation doctrine, presidential control over administrative agencies, and the delegation of adjudicative authority to non-Article III officers. Substantial attention is given to the Administrative Procedure Act (APA) and other statutory requirements for lawful agency action. Covered topics include the proper role of agencies in interpreting statutory and regulatory law; judicial review of agency decisions; public participation in agency rulemaking; and non-traditional approaches to regulation, including negotiation and privatization. A central theme of the course is how the law manages the tension between rule of law values (e.g., procedural regularity, accountability, and substantive limits on arbitrary action) and the desire for flexible, effective administrative governance.

The student's grade is based on a final examination.

Winter 2014 - Nicholas Stephanopoulos

Admiralty Law

LAWS 71001 - 01 (3)

This course will cover the development and scope of this part of the jurisdiction of the federal courts, the role of the Supreme Court in the common law development of the substantive law of the admiralty, and several of the main elements of substantive maritime law: maritime torts, industrial accidents, collisions, salvage, and limitation of liability.

The student's grade is based on class participation and a final take-home examination.

Autumn 2013 - Randall D. Schmidt

Advanced Civil Procedure

LAWS 52502 - 01 (3)

This course examines salient features of major civil litigation from both a practitioner's and a policymaker's perspective. Broadly, these features fall into two categories: issues with forum and aggregation on the one hand, and problems with the collection and production of evidence on the other. Topics in the first category include class actions and arbitration. Topics in the second category include electronic discovery and preservation. In addition, this course studies how the federal rulemaking process, statutes, and judicial decisions compete to define the procedures that govern civil litigation.

The student's grade is based on a final examination with some consideration of class participation.

Spring 2014 - William H. Hubbard

Advanced Contract Drafting: General Corporate Contracts

LAWS 79918 - 01 (2) +, s, x, m

This seminar builds upon introductory contract drafting coursework and provides intensive instruction in the drafting and review of some of the most central types of contracts in general corporate legal practice. As such, it aims to develop students' drafting skills and to prepare them to excel at all levels in law firms' various corporate groups. We will begin the seminar by reviewing the different kinds of provisions that appear in any contract and reinforcing various key drafting considerations. With these principles in mind, we will then introduce and study several of the most important contracts on which corporate attorneys work, including merger agreements, credit agreements, and underwriting agreements. The majority of the seminar will be spent exploring these agreements, how their provisions interact with one another, and how best to draft and negotiate such agreements in the context of a client's objectives, the specific nature of a transaction, its particular legal and business risks, and each party's relative leverage in the negotiation. Throughout the seminar, students will engage in several drafting exercises both in and out of class and in group simulations involving both competition and collaboration. Materials will include publicly

available agreements from actual transactions as well as form contracts that are often used as the basis for drafting.

Grades will be based upon class participation, a series of drafting exercises, and a final take-home assignment.

Contract Drafting and Review (LAWS 79912), or else instructor permission, is a prerequisite for registration in the seminar.

Winter 2014 - Naveen Thomas

Advanced Contracts: Sales Law for A Modern Economy

LAWS 48601 - 01 (3) c/1, s

This course is an advanced contracts course that focuses on Article 2 of the Uniform Commercial Code. It presents the material from a hybrid jurisprudential, transactional and litigation perspective in an effort to help students integrate what they have learned about contracts in theory, into the types of tasks that they will face as a transactional lawyer.

For (almost) every class students will prepare a written exercise (about 2-4 pages) applying the material in the reading, these range from writing letters to clients, to lecturing the loading dock staff of a company, to researching the content of industry norms, to drafting contract clauses to deal with particular transactional realities. During the quarter students will do a mock appellate argument, a negotiation, and will draft a sales agreement.

There is no exam.

Written assignments and the final contract will count for 60% of the grade, the other 40% will be based on class preparation and participation.

Spring 2014 - Lisa Bernstein

Advanced Corporate Law: Mergers and Acquisitions

LAWS 42311 - 01 (2) +, x, m

This seminar develops and applies the student's knowledge of corporate and contracts law in the context of mergers and acquisitions. After introducing the general subject, the seminar will cover a broad range of fundamental topics (acquisition mechanics, successorship, transaction documentation, deal-specific litigation, and fiduciary duties) and then conclude with an in-depth analysis of the legal issues in a takeover battle.

The readings consist of a casebook, recent judicial opinions, scholarly commentary, and other background material.

Corporations or Business Associations I and Contracts are prerequisites.

Students who have taken the Mergers and Acquisitions course with Professor Davis may not enroll in this seminar.

Grades will be based on class participation and an 8 hour take-home final exam.

Spring 2014 - Douglas C. Barnard

Advanced Law and Economics: Theory and Practice

LAWS 55401 - 01 (3) r, w, c/1

This course examines theoretical and empirical work in the economic analysis of law. It will cover, among other things, optimal tort rules, models of contract liability and remedies, optimal criminal rules, settlement and plea bargaining, and models of judicial behavior.

Students are required to be PhD students in the Economics Department, the Harris School or the Booth School, or law students. Students should have the equivalent of an undergraduate economics degree or have taken Economic Analysis of the Law in the Law School. The course will expect students to have Economics PhD-level math skills.

Students will be required to submit 3-4 short research proposals related to topics covered in class. These proposals are sketches of original research that, once developed, could yield publishable academic papers.

Spring 2014 - Anup Malani

Advanced Legal Research

LAWS 79802 - 01 (2 to 3) s, x, m

The purpose of this seminar is to enhance students' knowledge of legal sources and to develop their ability to research the law. The seminar will cover the basic categories of legal research in depth and with a focus on practical skills and efficiency, including statutes, administrative law, legislative history, cases, and secondary sources. This seminar also will address a series of practice areas such as corporate and securities, tax, transactional, federal procedure, and intellectual property, focusing on the substantive resources and practical research skills for each. Upon successful completion of the seminar, students will expand their understanding of research resources in a variety of areas, will improve their skills in using legal research tools, and will develop extensive research knowledge in at least one area from their work on a final research paper.

The seminar will be limited to twenty-five students with priority to third year students.

To receive credit for this seminar, students must complete research assignments (30 percent of grade), submit a research paper on a topic approved by the instructor (60 percent of grade), and attend and participate in course meetings (10 percent).

Students may earn either 2 or 3 credits for this seminar depending upon the number of assignments completed and the length of their final paper. A 20-25 page paper will be required for the 3-credit option for this course, along with 4 research assignments. For the 2-credit option for this course, students will write a 10-15 page paper and complete 2 research assignments.

Research assignments will count towards 30% of the final grade; the research paper 60%. Class participation counts for 10%.

In the research paper, the student should extensively and comprehensively address sources for researching the topic, discuss successful and less useful techniques, and recommend research strategies.

Autumn 2013 - Todd Ito

Advanced Legal Research

LAWS 79802 - 01 (2 to 3) s, x, m

The purpose of this seminar is to enhance students' knowledge of legal sources and to develop their ability to research the law. The seminar will cover the basic categories of legal research in depth and with a focus on practical skills and efficiency, including statutes, administrative law, legislative history, cases, and secondary sources. This seminar also will address a series of practice areas such as corporate and securities, tax, transactional, federal procedure, and intellectual property, focusing on the substantive resources and practical research skills for each. Upon successful completion of the seminar, students will expand their understanding of research resources in a variety of areas, will improve their skills in using legal research tools, and will develop extensive research knowledge in at least one area from their work on a final research paper.

The seminar will be limited to twenty-five students with priority to third year students.

To receive credit for this seminar, students must complete research assignments (30 percent of grade), submit a research paper on a topic approved by the instructor (60 percent of grade), and attend and participate in course meetings (10 percent).

Students may earn either 2 or 3 credits for this seminar depending upon the number of assignments completed and the length of their final paper (minimum 20 pages for 3 credits; 10 pages for 2 credits). In the research paper, the student should extensively and comprehensively address sources for researching the topic, discuss successful and less useful techniques, and recommend research strategies.

Winter 2014 - Sheri H. Lewis

Advanced Legal Research: Foreign and International Law

LAWS 79803 - 01 (2) c/1, s, x, m

The purpose of this seminar is to enhance students' knowledge of foreign, comparative, and international legal sources and to develop their global legal research skills. The seminar will cover the basic categories of legal research in depth and with a focus on practical skills and efficiency, including locating constitutions, legislation, treaties, cases, decisions of international tribunals, documents of international organizations such as the EU, UN, WIPO, and the WTO, and secondary sources. This seminar also will address a series of practice areas such as comparative corporate law (focus on cross-border practice areas), comparative constitutional law, international intellectual property, international criminal law, international trade law, international environmental law, and international human rights, focusing on the substantive resources and practical

research skills for each. It will also highlight gaps in international legal research resources and techniques for bridging them. Upon successful completion of the seminar, students will expand their understanding of research resources in a variety of areas, will improve their skills in using international legal research tools, and will develop extensive research knowledge in at least one area from their work on a final research paper.

The seminar will be limited to twenty-five students with priority given to third year students. To receive credit for this seminar, students must complete 2 research assignments (30 percent of grade), submit a 10-15 page research paper on a topic approved by the instructor (60 percent of grade), and attend and participate in course meetings (10 percent). In the research paper, the student should extensively and comprehensively address sources for researching the topic, discuss successful and less useful techniques, and recommend research strategies.

Winter 2014 - Lyonette Louis-Jacques

Advanced Legal Writing

LAWS 79901 - 01 (2) +, w, s

This course will prepare law students for the working world by honing writing skills for briefs, memoranda, motions and contracts. We will discuss and practice the major principles of legal writing in plain English -- no jargon, no legalese, no anachronistic fluff. In addition to fine-tuning basic and more advanced writing skills, students will learn how to use their writing to win arguments, persuade clients and sharpen their own thinking. The class will function largely as a workshop where we analyze the impact of various writing styles. Regular attendance is essential. Through exercises and group critiques, students will learn to write more succinctly and effectively. Better writers make better lawyers. The course concludes with an eight-hour take-home examination, which determines the student's grade. Students must complete all assignments before the exam.

This course satisfies the requirements of the Writing Project writing requirement. Legal Research and Writing is a pre-requisite.

NB: The first meeting of this class will be 6:10-8:10 p.m. on Thursday, March 27. All other meetings will be on Tuesdays, 4:00-6:00 p.m. The class will not meet Tuesday, April 1.

Spring 2014 - Elizabeth Duquette

Advanced Topics in Corporate Governance Litigation

LAWS 75004 - 01 (2) x, m

The seminar will examine the practical dimensions of some of the current critical litigation issues related to corporate governance disputes. Those topics will include: the differing aspects of derivative litigation; the best use of Board Special Litigation Committees to cut off derivative claims, including litigating the thoroughness of the ultimate Committee report and independence of the members of the

Committee; the role of independent legal counsel to the Board or committees of the Board; the influence of Director and Officer Liability Insurance on corporate governance litigation; the use of appraisal proceedings in transactional settings to limit exposure to breach of fiduciary duty suits; the litigation of Material Adverse Event clauses in acquisition agreements; the litigation of fiduciary outs in acquisition agreements; the role of fairness opinions in acquisition litigation; varying state standards of fiduciary duty; the use of investment banker witnesses and expert witnesses; and the role and impact of jury research. These topics will be explored through, among other things, use of case studies such as the Pennzoil-Getty dispute and through a 30 minute film which will portray a corporate governance crisis.

Autumn 2013 - Steven B. Feirson

Advanced Topics in Moral, Political, and Legal Philosophy

LAWS 78603 - 01 (3) r, w, c/l, x, m

The topic for Winter 2014 will be "Ideology." What makes some moral, political, economic, or legal ideas "ideological," in the pejorative sense associated with the Marxian tradition? How do facts about the genesis of an ideology bear on its epistemic warrant? What is the relationship between ideology and "false consciousness"? How can an individual be mistaken about his interests? What concept of interests is needed for the theory of ideology and false consciousness? We will use some aspects of contemporary economics as a case study for the theory of ideology. Readings from some or all of Hegel, Marx, Horkheimer, Adorno, J. Elster, R. Geuss, M. Rosen, G. Becker.

Winter 2014 - Brian Leiter; Michael N. Forster

Advanced Trademarks and Unfair Competition

LAWS 69902 - 01 (2 to 3) w, x, m

This seminar addresses current issues in trademark law and their evolution since the latter half of the 19th century, such as trademark law's constitutional foundations; competing justifications of trademark rights (incentivizing manufacturers while lowering consumer search costs, fostering commercial morality, protecting property rights, vindicating speech interests, and so on); the reciprocal development of trademark doctrine and commercial practice; the interplay of trademark and First Amendment law; statutory and judicial limitations on trademark rights and those limitations' normative underpinnings; counterfeiting, contributory infringement, and the online marketplace; and the peculiar role (especially in light of other nations' practices) of federal registrations in the acquisition and maintenance of U.S. trademark rights.

Enrollment is limited to twenty-five students.

Previous or concurrent coursework or professional experience in intellectual property is recommended but not required.

A student's grade is based on class participation and either a series of thought papers for two credits, or a series of short research papers totaling at least 25 pages, or a major research paper, both for three credits.

Winter 2014 - Chad J. Doellinger; Uli Widmaier

Agency and Partnership Law

LAWS 44302 - 01 (2) x, m

Agency law, at its core, deals with vicarious liability: When is one person or entity liable or responsible for, or otherwise bound by, the acts of another. Agency principles permeate a great many areas of substantive law, including contracts, torts, commercial and consumer law, corporation law, and administrative-regulatory law. Understanding agency principles is essential in all of those other areas of the law. This seminar examines the law of agency and also the law of partnerships, as agency principles form the cornerstone of partnership law. We will also consider some commonly used variants of general partnerships, such as limited partnerships and limited liability companies.

The grade in the seminar is based on classroom participation and a written final examination.

Autumn 2013 - Robert M. Berger

American Indian Law

LAWS 80302 - 01 (3) r, w, x, m

This seminar will consider two distinct bodies of law regarding the 565 federally recognized Indian tribes in the United States. First, we will study the law governing the relation between non-tribal law and tribal law. This is the law of treaties, federal jurisdiction, and sovereignty. The flavor for this part of the seminar will be international law, although with a decidedly American approach. Second, we will study the law within several prominent tribal areas. The Navajo Nation, for instance, has a court system that is roughly parallel to the American one, but with key differences for handling crimes, contracts, torts, and so on. The flavor for this part of the seminar will be comparative law, since we will compare how different legal rules develop in distinct but related legal systems.

Spring 2014 - M. Todd Henderson

American Law and the Rhetoric of Race

LAWS 49801 - 01 (3) +, c/1

This course presents an episodic study of the ways in which American law has treated legal issues involving race. Two episodes are studied in detail: the criminal law of slavery during the antebellum period and the constitutional attack on state-imposed segregation in the twentieth century. The case method is used, although close attention is paid to litigation strategy as well as to judicial opinions.

Undergraduate students registering in LLSO, PLSC, HIST cross-listed offerings must request faculty consent prior to registration. Law students do NOT need consent

Grades are based on class participation and a final examination.

Spring 2014 - Dennis J. Hutchinson

American Legal History, 1607-1870

LAWS 97601 - 01 (3) c/1

This survey course examines major themes and interpretations in the history of American law and legal institutions from the earliest European settlements through the Civil War. Topics include continuity and change between English and American law in the colonial period; the American Revolution; changing understandings of the U.S. Constitution; the legal status of women and African Americans; federalism; commerce; slavery; and the Civil War and Reconstruction. The student's grade will be based on a take-home final examination and class participation.

Winter 2014 - Alison LaCroix

American Legal History: The Twentieth Century

LAWS 97603 - 01 (3) e

This course examines major legal and constitutional conflicts in twentieth century American history. Topics include law and social movements, the role of the courts, rights consciousness, the legal profession, and legal thought. Students will connect legal texts and legal struggles to broader developments in social, cultural, and political history.

Grading is based on class participation and a final examination.

Spring 2014 - Laura Weinrib

Antitrust Law

LAWS 42801 - 01 (3) x

This course provides an introduction to the law of antitrust. The course focuses on the practices by which competing firms eliminate, or are alleged to eliminate, competition among themselves. The practices considered include formal cartels, price-fixing conspiracies, conscious parallelism, trade association activities, resale price maintenance, and mergers to monopoly and other types of horizontal merger. The course also looks at the practices by which firms, either singly or in combination, exclude actual or potential competitors from their markets, by means of practices such as boycotts, predatory pricing, tying arrangements, vertical integration, and price discrimination under the Robinson-Patman Act. Both price and non-price vertical restrictions are considered.

Autumn 2013 - Randal C. Picker

Antitrust Law

LAWS 42801 - 01 (3)

This course is a one-quarter survey of antitrust law. It is designed for students with diverse interests and practice plans. The course should be as valuable to the general business lawyer and the legally trained private equity investor or investment banker as it is to the litigator. There is no assumption of advanced skill or training in economics and no complex mathematical or economic tools are required.

Antitrust has been defined not by rulemaking and statutory expansion, but by judges deciding cases, one at a time, in the common law tradition, in large part because the antitrust statutes are very terse and compact (unlike statutes in other business fields such as securities regulation, banking regulation and the regulation of telecommunications). Most antitrust issues have been back and forth to the Supreme Court repeatedly. This allows students to see how succeeding generations of great judges have wrestled with the core issues in the field.

For these reasons, the great beauty of antitrust is to see it as, essentially, a common law subject, evolving and adapting over its 120-year history. We will do that by reading and studying the wonderful opinions that enliven this field.

The student's grade is based on class participation and a final three-hour take-home examination.

Spring 2014 - Andrew M. Rosenfield

Art Law

LAWS 79301 - 01 (3) x, m

This seminar examines legal issues in the visual arts including artist's rights and copyright, government regulation of the art market, valuation problems related to authentication and artist estates, disputes over the ownership of art, illicit international trade of art, government funding of museums and artists, and First Amendment issues as they relate to museums and artists.

The basis of the grade will be class participation and three short papers.

Spring 2014 - William M. Landes; Anthony Hirschel

Banking Law

LAWS 80201 - 01 (3)

This course will consider the regulation of banks and other financial institutions in the United States. The focus will be on the current regulatory scheme, with some attention to the recent financial crisis, the history of banking regulation, and proposals for reform.

The student's grade will be based on a proctored final examination.

Winter 2014 - Eric A. Posner

Bankruptcy and Reorganization: The Federal Bankruptcy Code

LAWS 73601 - 01 (3)

This course studies the Federal Bankruptcy Code and the law of corporate reorganization. Topics include the rights of creditors in bankruptcy, the relationship between bankruptcy law and state law, the treatment of executory contracts, bankruptcy planning, the restructuring of corporations in Chapter 11, and the procedure for confirming plans of reorganization.

There are no prerequisites for this course.

Winter 2014 - Anthony J. Casey

Bankruptcy

LAWS 73601 - 01 (3)

This course surveys the Federal Bankruptcy Code, including individual bankruptcy and corporate reorganization. Topics include the rights of creditors in bankruptcy, the individual's right to discharge, the relationship between bankruptcy law and state law, the treatment of executory contracts, bankruptcy planning, and the restructuring of corporations in Chapter 11.

Final grades will be based on a proctored, three-hour examination.

Open to MBA students.

Spring 2014 - Edward R. Morrison

Behavioral Law and Economics

LAWS 51702 - 01 (2) x, m

This seminar will explore a set of frontier issues at the intersection of law and human behavior, including people's conduct under risk and uncertainty; the commitment to fairness; social influences and peer pressure; extremism; adaptation; happiness; discrimination; and judicial behavior. Some discussion will be devoted to the uses and limits of paternalism.

Grades will be based on class participation and a series of short papers.

Spring 2014 - Jonathan Masur

Brief-writing and Appellate Advocacy Seminar

LAWS 79905 - 01 (3) w, s, x, m

This seminar will be devoted to the art of brief-writing and appellate advocacy.

Topics will include how to select the best arguments, how to choose a theme and structure the facts and the argument, and how to write the brief in a way that it is clear, concise and persuasive on the first read.

Grades will be based on two papers -- an opening brief and a reply.

Spring 2014 - Michele L. Odorizzi

Business of Law

LAWS 61602 - 01 (2) x, m

This seminar will focus our students' critical reasoning skills on their own chosen profession through an in-depth and interdisciplinary examination of the business of law. We will analyze the business, how it is changing, and professional development issues that all new lawyers should expect to arise over their long and varied careers. Classes will include guests with expertise in law firm management, client relationship skills, industry trends, and lawyer career development to prompt a robust and candid dialogue from a variety of perspectives. Reading materials will include selected articles, excerpts, and David H. Maister's influential *Managing the Professional Services Firm*.

Grades will be based on short reaction papers.

Spring 2014 - Bruce W. Melton

Business Organizations

LAWS 42301 - 01 (4) x

This is an introductory course on the law of business organizations. While we will focus primarily on corporate law, we will also cover agency and partnership law and emerging legal entities such as limited liability partnerships and limited liability companies.

The class is not open to students who are taking, or have taken, Business Associations I, Business Associations II or Corporation Law.

Autumn 2013 - Daniel R. Fischel

Business Organizations

LAWS 42301 - 01 (3)

This is an introductory course on the law of business organizations. We will focus primarily on the law of corporations and limited liability companies. The course will cover the duties of managers and directors to the business and its stakeholders. Issues of control, litigation procedure, and mergers and acquisitions will be covered.

The student's grade is based on a proctored final examination.

Winter 2014 - Anthony J. Casey

Business Planning

LAWS 62802 - 01 (2 to 3) +, x, m

This seminar develops and applies the student's knowledge of taxation and corporate and securities law in the solution of a series of transactional problems involving typical steps in business formation and rearrangement. The problems include the formation of a closely held company; the transition to public ownership of the corporation; executive compensation arrangements; the purchase and sale of a business; and mergers, tender offers, and other types of combination transactions. Small-group discussions and lectures are employed.

The student must have taken (or be taking concurrently) Corporation Law/Business Association I and Taxation of Corporations I or receive instructor approval.

The student's grade is based on a final examination; students may earn an additional credit by writing a paper on a topic approved by the instructors.
Winter 2014 - Keith S. Crow; Keith Villmow

Business Strategy

LAWS 91524 - 01 (3)

This course applies tools from microeconomics, game theory, industrial organization, and theory of the firm to analyze decisions facing firms in a competitive environment. The specific focus is on strategic decisions where each firm's profits depend critically on the actions chosen by its competitors. Classes combine case analysis and discussions with lectures. Topics include pricing, positioning, strategic commitment, firm structure, and entry and exit.

Spring 2014 - Emir Kamenica

Buyouts

LAWS 42602 - 01 (3) w, x, m

In this seminar we will examine conflicts of interest in mergers and acquisitions, and especially in going private transactions in which publicly held companies are acquired by affiliates of private equity firms with the participation of the company's management or by controlling shareholders. Both types of transactions raise conflict of interest issues because some of the company's directors or officers, who are charged with protecting the public shareholders, may be accused of having interests adverse to those of the public shareholders.

We will examine the methods that Delaware law has provided for dealing with these conflicts of interest and whether those methods are likely to be effective. We will also look at a variety of other issues raised by going private transactions, including why they occur, whether they are likely to be beneficial to shareholders in spite of the existence of conflicts of interest, the consequences to society of these transactions and certain conflict and other issues that can arise in transactions even if they are neither management nor controlling shareholder buyouts. Finally, we will examine the role of the lawyers and financial advisors who are involved in these transactions.

Grades will be based on a paper and class participation.

Some of the topics in this course will also be covered less intensively in Mergers and Acquisitions, but that course is not a prerequisite for this course and students may take both courses.

Spring 2014 - Scott Davis

Canonical Ideas in Legal Thought

LAWS 57013 - 01 (3) +, a, m

This year-long research seminar is the equivalent of a research colloquium in a PhD program. During the Autumn quarter, students will read, discuss, and critique some of the most influential law review articles from the twentieth century, as well as newer papers that extend and apply those canonical ideas to modern legal problems. The readings will consist of a healthy mix of public law and private law, and various scholarly methodologies. During the Autumn quarter, students will write short reaction papers on the readings, and each student will once during the term facilitate the class discussion of an article, drawing on their outside research to do so. Students will also work with faculty to identify a topic for a substantial research paper. During the Winter quarter, the seminar will not meet in formal sessions, but each student will work on his or her research paper and will meet individually with the instructors to assess the paper's progress. During the Spring quarter, the seminar will reconvene, and students will workshop their drafts (i.e., each student will circulate his or her draft in advance and answer questions from students and faculty). Students are expected to produce papers of publishable quality because the seminar's ultimate goal is to prepare students for the process of entering the legal academy.

Students will receive an Autumn quarter grade based on the reaction papers, discussion facilitation, and class participation.

Students will receive a separate grade for the Winter and Spring quarters based on the quality of their research papers and class participation.

Every student must enroll for the entire year; students may not drop the class after the Autumn quarter.

Students may only enroll with the permission of the instructors. Students interested in enrolling should email Professors Abebe, Miles, and Strahilevitz a resume and a one-paragraph statement explaining why they would like to enroll in the seminar no later than August 20.

Autumn 2013, Winter 2014, Spring 2014 - Lior Strahilevitz; Thomas J. Miles; Daniel Abebe

Child Exploitation and Human Trafficking

LAWS 47103 - 01 (3) w, x, m

This seminar provides a comprehensive, practical introduction to the history and present-day reality of child sexual exploitation, as well as to the interconnected web of domestic and transnational federal laws and law enforcement efforts launched in response to this global challenge. The seminar will use a text written by the professor and a colleague who have the distinctive perspective of two individuals who have spent their careers in the trenches investigating, prosecuting, and adjudicating these intricate and commonly emotional cases. The seminar will offer open debate about child sexual abuse by stripping it of its unhelpful, constricted definitions, and by candidly discussing the state of the law, the criminal justice

process, and the treatment of offenders and victims. The seminar examines today's system of federal anti-exploitation laws; the connection between modern communications technologies, such as the Internet, and the rise in U.S. and foreign child exploitation; the unique challenges posed by transnational investigations; organized crime's increasing domination over the commercial sexual exploitation of children; the current state of the U.S. government's transnational anti-trafficking efforts; the myriad international legal instruments designed to enhance transnational enforcement efforts; how, during investigations and trials, to avoid re-injuring the child-victims; the hallmarks of an effective trial strategy; the most promising investigative and trial avenues for the defense; and, what contemporary research tells us about charging and sentencing-related issues, including victimization and recidivism rates.

Taught by federal district court judge, Hon. Virginia M. Kendall.
Winter 2014 - Virginia M. Kendall

Chinese for Lawyers

LAWS 98003 - 01 (1) x, m

This seminar offers an introduction to the legal environment of the People's Republic of China (the "PRC") and basic concepts and terminology of Chinese law. Although not designed as a comprehensive survey, the seminar will cover a list of topics, the general knowledge of which may serve as good basis for the students' further studies in Chinese law. Students interested in China-related law practice/working opportunities in the Greater China region may also find the seminar useful as it aims to improve the students' language and communication skills in legal settings.

Both classroom instruction and reading material are expected to be in Chinese. English interpretation will be provided from time to time as the instructor may determine necessary during the course of instruction.

Other adjustments to course material are also possible based on the enrolled students' general proficiency in Chinese.

The instructor encourages interested students to discuss expected language proficiency in advance.

Students will be graded based on three short writing assignments in Chinese (500 Chinese characters or more).

Autumn 2013 - Xin Dai

Civil Rights Clinic: Police Accountability

LAWS 90913 - 01 (1) +, a, w, s

The Civil Rights and Police Accountability Project (PAP) is one of the nation's leading law civil rights clinics focusing on issues of criminal justice. Through the lens of live-client work, students examine how and where litigation fits into broader efforts to improve police accountability and ultimately the criminal justice system.

Students provide legal services to indigent victims of police abuse in federal and state courts. They litigate civil rights cases at each level of the court system from trial through appeals. Some students also represent children and adults in related juvenile or criminal defense matters.

Students take primary responsibility for all aspects of the litigation, including client counseling, fact investigation, case strategy, witness interviews, legal research, pleadings and legal memoranda, discovery, depositions, motion practice, evidentiary hearings, trials, and appeals. A significant amount of legal writing is expected. Students work in teams on cases or projects, and meet with the instructor on at minimum a weekly basis.

Students also take primary responsibility for the Clinic's policy and public education work. PAP teaches students to apply and critically examine legal theory in the context of representation of people in need. It teaches students to analyze how and why individual cases of abuse occur and to connect them to systemic problems, often leading to "public impact" litigation and other strategies for policy reform. Through our immersion in live client work, we engage fundamental issues of race, class, and gender, and their intersection with legal institutions. We instruct students in legal ethics and advocacy skills. And we seek to instill in them a public service ethos, as they begin their legal careers.

Students are required to complete, prior to their third year, Evidence, Criminal Procedure I, and the Intensive Trial Practice Workshop. Constitutional Law III is also recommended.

Autumn 2013, Winter 2014, Spring 2014 - Craig B. Futterman

Class Action Controversies

LAWS 93602 - 01 (2 to 3) w, x, m

This seminar will address the legal principles that govern class action litigation in federal and state courts. The seminar will discuss the requirements of Rule 23, current issues and recent court decisions, legislative modifications to class action practice, constitutional principles applicable to class actions, and the legal, practical, and ethical issues that arise in class actions.

Students will be evaluated based on class participation and their final option.

Students have the option of submitting a seminar paper or taking an examination at the conclusion of the quarter. Students wishing to receive a third credit will need to submit additional written work.

Winter 2014 - Michael T. Brody

Closing A Deal: The Structuring and Documentation of a Secured Loan Transaction

LAWS 71403 - 01 (2) s, x, m

This seminar will cover the structuring, documentation and closing of a secured loan transaction from the perspective of the secured lender. As counsel for the secured lender we will first consider the best structure for the proposed loans and

how both the organization and working capital needs of the borrowers and the underwriting and regulatory constraints of the secured lender influence this structure. We will next assess commitment documentation and syndication. The majority of our time will then be spent analyzing transaction documentation, progressing from the organization of the closing checklist to the negotiation of the credit agreement and finally to the perfection of liens. In this seminar we will discuss not only why transactions and documentation are structured the way they are and the meanings of standard credit document provisions, but also the practical implications for any commercial finance associate living through the transaction.
Autumn 2013 - Erin M. Casey

Collective Bargaining in Sports and Entertainment

LAWS 63903 - 01 (2 to 3) x, m

This seminar examines collective bargaining in the contexts of professional sports and entertainment. The Sherman Act and Clayton Act are studied in light of antitrust exemptions that apply to monopolistic employment arrangements such as the reserve system (its opposite is called free agency), the draft and exclusive rights for a player, eligibility restrictions for star amateurs, and other anticompetitive practices in music, theater, movie, TV, and sports settings. The seminar explores how unions have evolved as potent employee responses to highly restrictive employment practices. Readings examine powerful weapons under the National Labor Relations Act that unions may use to counteract employer cartels in theater, movies, baseball, football, basketball, hockey, and related industries. These weapons include full and partial and intermittent strikes, as well as strike threats. The seminar examines how these bargaining tactics enable rank-and-file employees, and star performers, to share in the wealth that they generate in combination with capital investments made by employers.

The seminar emphasizes writing. Students are assigned weekly question sets, and are expected to submit a seminar paper based on the accumulation of these exercises.

Weekly reading and submission of a short response paper before each class. There is one arbitration case, presented near the end of the course, that requires some time to prepare outside of class with a team of classmates (estimated group prep time is 3-6 hours, and can be handled in various online group-project formats-- or, with in-person meetings). During the arbitration phase, there is no weekly reading or pre-submit assignment.

Students wishing to take the class for three credits must complete an additional short research paper (10-12 pages).

Autumn 2013 - Michael H. LeRoy

Commercial Real Estate Finance

LAWS 44002 - 01 (2) x, m

This seminar will consider basic principles of commercial real estate lending, including financing structures, legal issues in lending (including the impact of bankruptcy), sources of debt capital and basic underwriting principles applied by institutional lenders.

Having taken Commercial Real Estate Transactions (LAWS 44801) may be helpful, but is not a prerequisite.

A student's grade will be determined by an in-class examination.

Winter 2014 - James B. Rosenbloom

Commercial Transactions - Negotiation, Drafting, and Analysis

LAWS 48604 - 01 (3) s, x, u

This simulation class provides intensive instruction in the negotiation, drafting, and analysis of complex commercial contracts. Students will develop the skills necessary to (i) translate a business deal into clear and concise contract terms, (ii) negotiate and draft various types of commercial contracts across multiple industries, and (iii) effectively and efficiently communicate complex commercial and contractual legal issues to clients.

Grades will be based upon substantial weekly written exercises and productive class participation.

This class will provide the student with opportunities to analyze and draft significant provisions across a range of different contracts (nondisclosure and confidentiality agreements, employment agreements, services agreement, and agreements for the sale of goods); and to participate in a simulated contract negotiation for the acquisition of an interest in a closely held limited liability company.

The simulation will require not only in-class participation, but also negotiation sessions to be scheduled by teams of students (and possible team meetings) between class sessions.

Students will develop the skills necessary to (i) translate a business deal into clear and concise contract terms, (ii) negotiate and draft various types of commercial contracts across multiple industries, and (iii) effectively and efficiently communicate complex commercial and contractual legal issues to clients.

Spring 2014 - Seth McNary

Comparative Constitutional Design Seminar

LAWS 50103 - 01 (3) r, w, x, m

In this seminar, we will explore the considerations and challenges in designing a constitution. The first part of this seminar draws on leading legal, economic and political theories to explore the origins of constitutions: why do countries adopt written constitutions? And what explains their constitutional choices? The second part of the seminar explores different substantive constitutional design topics, or

the different ways in which constitutions deal with rights, checks and balances, and the protection of ethnic minorities. The last part of the seminar addresses potential implications of constitutional design choices. We draw on interdisciplinary research to explore an important puzzle in constitutional design: why do governments comply with their constitutional commitments? And to what extent can smart constitutional design aid compliance?

Every student has to select one country and become an expert on this country's constitution over the course of the quarter. In the class discussions, students will have to apply various constitutional design theories to their country of expertise, and bring insights from this country into the discussion.

Autumn 2013 - Mila Versteeg

Comparative Legal Institutions

LAWS 50101 - 01 (3) r, w

This course is designed to examine a range of legal institutions from a comparative and interdisciplinary perspective. It is not a traditional course in comparative law, in that it focuses not so much on particular rules of substantive law but on the structure of different legal systems and the consequences of those structural differences for law and society, especially for economic development. Readings will be drawn from legal and social science literature, including works from anthropology, economics, political science and sociology. The course will explicitly cover non-Western legal traditions to an extent not found in conventional comparative law courses. The course will conclude with reflections on what a comparative perspective tells us about American legal institutions.

Course grades will be given on the basis of a take-home written exam, with a small component for class participation. There is a paper option.

Winter 2014 - Thomas Ginsburg

Complex Financial Institutions -- too big to fail?; too big to manage? / Lessons from the Financial Crisis and Current Regulatory Debate

LAWS 94813 - 01 (3) x, m

This seminar will examine how the financial crisis ignited the debate about whether large, complex global financial institutions are "too big to fail" and "too big to manage"; how current and proposed regulations in the US and EU have sought to address these issues; why has a global standard approach not emerged?; and what are the implications for the economy and capital formation from having the different approaches.

Spring 2014 - Barry L. Zubrow

Complex Litigation

LAWS 52412 - 01 (2) s, x, m

An advanced civil procedure class, this seminar will introduce students to complex civil litigation, and the various ways available in the federal system to aggregate

multi-party, multi-issue, and multi-forum disputes. The class will cover both the theory of the various laws and devices used in aggregation, and also the practical aspects of how those laws and theories succeed (or not) in achieving fair and efficient disposition of disputes. Topics covered will include the various mechanisms for aggregating parties, including joinder, intervention, interpleader, and class actions; relevant venue and consolidation considerations, including multi-district transfer and consolidation; federal jurisdiction and preclusion rules that affect aggregation; and relevant choice of law issues.

Grading will be based on an open-book take-home final examination, with some account taken of class participation.

Spring 2014 - Brian Murray

Computer Crime

LAWS 68402 - 01 (2 to 3) w, x, m

This seminar will explore the legal issues involved in the investigation and prosecution of computer crime. We will examine how computers and network technologies are challenging settled legal understandings of the Fourth Amendment, the First Amendment, and the laws of electronic surveillance. The first part of the seminar will address the prosecution of substantive computer crime, which falls into two general categories: computer misuse offenses and traditional crimes facilitated by computers. The second part of the seminar will cover computer crime procedure. We will evaluate the statutory and constitutional regimes that govern the investigation of computer crime, including the Electronic Communications Privacy Act, the Wiretap Act, and the Foreign Intelligence Surveillance Act.

Our primary source will be a casebook: ORIN KERR, *COMPUTER CRIME LAW* (3rd ed. 2012). In addition to the casebook, I will be providing supplemental materials as listed in the syllabus.

Students are required to participate in class sessions, prepare discussion papers, and write a paper on an approved topic.

Students may opt to write a major research paper for three credits.

Winter 2014 - William Ridgway

Conflicts of Law

LAWS 41501 - 01 (3)

This course will examine the legal framework for the resolution of interstate conflicts of law within the U.S., focusing on the choice of law principles that courts apply to determine the rule of decision in cases where the relevant parties, conduct or transactions have connections to more than one state. The course will consider how conflicts of law rules implicate important separation of powers, federalism and private international law concerns. Topics include the federal constitutional limitations on choice of law, the extent to which courts must give full faith and

credit to the judgments of courts in other states, and the role of international conflicts of law rules on the domestic enforcement of foreign judgments.
Autumn 2013 - Daniel Abebe

Constitutional Decisionmaking

LAWS 50202 - 01 (3) +, r, w, s, m

Students enrolled in this seminar work as courts consisting of five Justices each. During each of the first eight weeks of the quarter, the courts are assigned several hypothetical cases raising issues under either the Equal Protection Clause or the First Amendment's guarantee of freedom of speech and press. Each court must select in advance whether it will focus on equal protection or the First Amendment. All cases must be decided with opinions (concurring and dissenting opinions are, of course, permitted). The decisions may be premised on the legislative history of the amendment (materials on that history will be provided) and on any doctrines or precedents created by the Justices themselves. The Justices may not rely, however, on any actual decisions of the United States Supreme Court. The seminar is designed to give students some insight into the problems a justice confronts in collaborating with colleagues, interpreting an ambiguous constitutional provision, and then living with the doctrines and precedents he or she creates. Constitutional Law is not a prerequisite for participation in this seminar. Enrollment will be limited to three courts.

Since the members of each court must work together closely under rigid time constraints, it is preferable for students to form their own complete courts. Students will complete a major research paper.
Spring 2014 - Geoffrey R. Stone

Constitutional Law I: Governmental Structure

LAWS 40101 - 01 (3) x

This course provides an introduction to federal constitutional law and constitutional theory. Topics to be covered include the function of judicial review; the role of the states and the federal government in the federal structure; and the allocation of powers among the legislative, executive, and judicial branches.
Autumn 2013 - Alison LaCroix

Constitutional Law I: Governmental Structure

LAWS 40101 - 01 (3)

This course analyzes the structure of American government, as defined through the text of the Constitution and its interpretation. The major subjects covered are the allocation of powers among the legislative, executive, and judicial branches; the function of judicial review; and the role of the states and the federal government in the federal structure. The student's grade is based on class participation and a final examination.
Spring 2014 - Aziz Huq

Constitutional Law II: Freedom of Speech

LAWS 40201 - 01 (3) +, x

A study of the doctrine and theory of the constitutional law of freedom of speech. The subjects for discussion include advocacy of unlawful conduct, defamation, invasion of privacy, commercial speech, obscenity and pornography, offensive speech, symbolic expression, restrictions on the speech of government employees, restrictions on speech in schools and colleges, the relevance of free speech principles to museums and libraries, protest in public places, regulation of campaign expenditures and communications, freedom of the press as a distinct principle, and regulation of the electronic media.

Students who have completed Constitutional Law IV are ineligible to enroll in this course.

The student's grade is based on a final examination and class participation.

Autumn 2013 - Laura Weinrib

Constitutional Law II: Freedom of Speech

LAWS 40201 - 01 (3) +

A study of the doctrine and theory of the constitutional law of freedom of speech. The subjects for discussion include advocacy of unlawful conduct, defamation, invasion of privacy, commercial speech, obscenity and pornography, offensive speech, symbolic expression, protest in public places, regulation of campaign finance, and selective government subsidies of speech.

Students who have completed Constitutional Law IV are ineligible to enroll in this course.

The student's grade is based on a final examination and class participation.

Winter 2014 - David A. Strauss

Constitutional Law III: Equal Protection and Substantive Due Process

LAWS 40301 - 01 (3) x

This course considers the history, theory, and contemporary law of the post-Civil War Amendments to the Constitution, particularly the Equal Protection and Due Process Clauses of the Fourteenth Amendment. The central subjects are the constitutional law governing discrimination on the basis of race, gender, and other characteristics, and the recognition of individual rights not explicitly enumerated in the Constitution. Throughout, students consider certain foundational questions, including the role of courts in a democracy and the question of how the Constitution should be interpreted.

Autumn 2013 - Nicholas Stephanopoulos

Constitutional Law III

LAWS 40301 - 01 (3)

This course considers the history, theory, and contemporary law of the post-Civil War Amendments to the Constitution, particularly the Equal Protection and Due Process Clauses of the Fourteenth Amendment. The central subjects are the constitutional law governing discrimination on the basis of race, gender, and other characteristics, and the recognition of individual rights not explicitly enumerated in the Constitution. Throughout, students consider certain foundational questions, including the role of courts in a democracy and the question of how the Constitution should be interpreted.

The student's grade is based on a final examination.

Spring 2014 - Geoffrey R. Stone

Constitutional Law V: Freedom of Religion

LAWS 40501 - 01 (3) +, r, w

This course explores religious freedom in America, especially under the first amendment.

It is recommended that students first take Constitutional Law I.

Students who have completed Constitutional Law IV are ineligible to enroll in this course.

The grade is based on a substantial paper, series of short reaction papers, or final examination, with class participation taken into account.

Paper writers require permission of the instructor.

Winter 2014 - Mary Anne Case

Construction Law

LAWS 44032 - 01 (3) +, w

Construction contracts are among the more complex types of legal arrangements, involving multiple actors (governments/regulatory agencies, developers/owners, contractors, subcontractors, equipment suppliers, sureties, insurers and financing parties) and multiple areas of the law (contracts; procurement; torts; insurance; environmental concerns; dispute resolution). The course will provide an introduction to the legal aspects of the construction process, including the relationships between and the risk allocations among the members of the construction team, as well as the resolution of disputes which arise out of the design and construction of heavy industrial and commercial projects. The standard US and international forms of contracts (AIA, FIDIC) will be reviewed and discussed.

Autumn 2013 - Thomas J. Vega-Byrnes

Consumer Law

LAWS 57502 - 01 (3) +

This course examines the legal framework for consumer protection law in the United States. It explores the federal and states' consumer protection legislation as well doctrines of common law that limit unfair and deceptive contract practices. The course will pay special attention to consumer financial and mortgage protection and consumer protection on the Internet.

Contracts is a pre-requisite.

The student's grade is based on class participation and a final examination.

Autumn 2013 - Omri Ben-Shahar

Contract Drafting and Review

LAWS 79912 - 01 (2) s, x, m

This seminar will serve as an introduction to contracting drafting and how such drafting differs from other types of legal writing. We will start with the basic "anatomy of a contract," discussing the meaning, use and effect of various provisions. The seminar will address not only legal drafting issues, but also how to understand a client's practical business needs in order to effectively use the contract as a planning and problem solving tool. Students will draft and review specific contract provisions, and will learn how to read, review and analyze contracts with an eye toward both legal and business risk issues.

Grades will be based upon class participation, a series of weekly drafting exercises, and a final take-home assignment.

Autumn 2013 - Joan E. Neal

Contract Law for LLM Students

LAWS 48605 - 01 (3)

This course in contracts is designed for LLM students in lieu of attending a regular 1L course. It will cover both common law and statutory law and focus on both case analysis and application to real world problems. In lieu of an exam students will turn in short assignments each class. The class will culminate in the negotiation and drafting of a commercial agreement. The class assumes no knowledge of contract law in the US, but that the student has taken a contracts class in another jurisdiction (a general civil law class meets this requirement). Bring your practice experience with you, we can learn from one another!

Winter 2014 - Lisa Bernstein

Contract Negotiation - Outsourcing

LAWS 79913 - 01 (3) s, x, u

This class will provide students with the opportunity to participate in a simulated contract negotiation for the outsourcing of services. Students will be divided into "buyers" and "sellers" and then paired up to draft, review, revise, negotiate and finalize a contract with their opposing counsel partner(s) by the end of the quarter,

with a focus on risk assessment and risk mitigation in the contract. Instructors will act as the clients for the two sides of the transaction, providing necessary business and legal guidance to their students/counsel over the course of the simulation. The simulation will require not only in-class participation, but also negotiation sessions to be scheduled by the teams between class meetings. The simulation may begin with a Request for Proposal ("RFP") and/or term sheet, and continue through the drafting and completion of an agreement.

Grades will be based upon class participation (including the ability to work with others in a collaborative and effective manner) and the instructors' review of the final agreement(s) reached by the parties.

Negotiation and drafting of final agreement to memorialize negotiations, plus preparation of a signing memorandum.

Substantial group work outside of class is required.

Winter 2014 - Joan E. Neal; David J. Zarfes

Contracts and Commercial Transactions

LAWS 91553 - 01 (2 to 3) s, x

The objective of this course is to familiarize the student with contracts as used by sophisticated parties. Accordingly, this course will explore "real-world" contracts actually entered into by "real-world" companies – the Coca-Cola's, Microsoft's, and HP's of the world. Through this course, the student will attain a certain facility with agreements, their organization and structure, their language, and their provisions (and the interaction of these provisions). In addition to looking at contracts through the eyes of parties and practitioners, the course will pay considerable attention to how courts have treated various contractual provisions, exploring areas of substantive law – including, and in addition to, contract law – to the extent relevant. Readings will include comments from leading practicing attorneys (from law firms such as Sidley, Kirkland, and Cravath, and from legal departments at companies such as Microsoft, Accenture, and JPMorgan).

The student's grade will be based on in-class participation as well as a mid-term exercise and a take-home final exam. The mid-term exercise will involve substantial time spent outside of class negotiating and drafting an agreement and writing a memorandum analyzing this agreement. The take-home final exam will require the student to apply the tools and concepts developed by reviewing and working with contracts throughout this course to an agreement not presented in class or the materials. The course will require substantial out of class work and class participation will count toward the grade. Students will be negotiating and drafting contracts outside of class. This course is highly recommended for those students interested in taking other transactional offerings at the Law School, including (but, of course, not limited to) the Corporate Lab: Transactional Clinic.

A 2-credit option is available with permission from the instructor.

Autumn 2013 - David J. Zarfes

Copyright

LAWS 45801 - 01 (3)

This course explores the major areas of copyright law, with special emphasis on how modern technology might challenge traditional copyright principles. Topics include copyright duration, subject matter, and ownership; the rights and limitations of copyright holders, including the fair use doctrine; remedies for copyright infringement; and federal preemption of state law.

The student's grade is based on a final examination.

Winter 2014 - Randal C. Picker

Corporate and Entrepreneurial Finance

LAWS 42603 - 01 (3) x

This course uses the case method to study the practical aspects of important topics in corporate and entrepreneurial finance. We will apply the concepts and techniques of corporate finance to actual situations. The course is roughly divided into three sections: (1) financing decisions; (2) investment decisions; (3) entrepreneurial finance; and (4) private equity finance.

In addition to analyzing the specific financing problems or issues, we will consider how those issues relate to the strategic objectives of the firm. It will be important to examine the "big picture" assumptions that are used in the numerical calculations. This course also places a strong emphasis on presentation and discussion skills. It will be important to explain your positions or arguments to each other and to try to argue for the implementation of your recommendations.

COURSE PROCEDURES

For each class meeting, I will assign study questions concerning one or two case studies. For most of the class period, we will consider the questions and the material in the cases. This includes the first meeting. You are allowed and encouraged, but not required to meet in groups outside of class to discuss and analyze the cases.

Each group will submit a two-page memorandum of analysis and recommendations at the beginning of each case discussion. If you are working in a group, I will accept one memorandum from the group and count it for all students in the group. If you choose to do this, the group can include up to 3 students. Each memorandum should be typed and double-spaced. Write these as if you were writing a recommendation to the CEO or major decision maker in the case. The two page limit is for text only. You may attach as many numerical calculations as you wish. Memoranda will not be accepted after the class has met. A memorandum will be given credit if it is handed in and no credit if it is not. Initially, therefore, I will not grade them. However, I will use the memoranda to determine final grades for those students who are on the border of two grades.

You should prepare a memorandum for UST, the first class.

The readings and articles that I have assigned and will hand out are largely non-technical in nature and summarize the findings of academic research in corporate

finance in the recent past. These articles are meant to be background material that will help you analyze the cases. They should not necessarily be cited in the case discussion. You should argue as if you were in a corporate boardroom rather than in a doctoral seminar. The process of arriving at the answer is as important as getting the answer.

Because of the nature of this course (and its grading criteria), it is extremely important that you attend every class, arrive on time and be prepared to participate. To help me out, you should bring your name cards to each class. I may not remember who said what without those cards.

In the past, students have asked me to hand out my case analysis after the class has discussed the case. I will not do this, because there are usually no absolute right answers. The best cases are deliberately written to be ambiguous. While there are no right answers, there are good arguments and bad arguments. This course is designed to help you learn to distinguish between sensible and senseless arguments. Handing out my analyses would reduce the ambiguity in the cases and partially defeat the purpose of doing cases. If you are uncomfortable with ambiguity, this class may not be for you.

Grading will be based on class participation, the short memoranda and a final examination.

Class participation will count for 40% of the final grade. I will judge your performance based both on the quality and the quantity of your comments. Because so much of the learning in this course occurs in the classroom, it is very important that you attend every class.

The memoranda will count for 10% of the final grade.

The final examination will count for 50% of the final grade. The final examination will be an individual take home case analysis. You will have approximately one week to work on the case.

Spring 2014 - Steven N. Kaplan

Corporate Criminal Prosecutions and Investigations

LAWS 66702 - 01 (3) w, x, m

The criminal investigation and prosecution of large-scale corporate fraud is the hottest area of focus for prosecutors and the criminal defense bar. This seminar is designed for students interested in learning about the various aspects of uncovering, investigating, defending, and prosecuting corporate crimes; reporting findings to clients and government authorities; strategic considerations for the prosecutor and defense lawyer in white collar criminal investigations; prosecutorial charging policies and decisions; pre-trial diversion and non-prosecution agreements; and the Foreign Corrupt Practices Act. The class will introduce students to this multi-faceted area of the law, and expose students to real-world considerations involved in advising corporate clients and their officers, directors, and employees. The seminar will address legal and practical issues and concerns from the perspective of the prosecutor, the defense attorney, and in-house counsel.

This is a three-credit class.

The student's grade will be based on a major paper and class participation.

Papers will be due two weeks after final exams for the Winter quarter.

Winter 2014 - Andrew S. Boutros

Corporate Finance

LAWS 42501 - 01 (3)

This course provides an overview of the application to law of the basic principles of corporate finance and financial economics. Topics include the concept of discounting and present value, portfolio theory and diversification, the theory of efficient capital markets and its applications in securities litigation, corporate capital structure and bond covenants, and the analysis of options and other derivative instruments.

The principles and concepts of corporate finance are essential to understanding modern corporate transactions. Increasingly, lawyers must understand these principles in order to structure transactions in ways that achieve particular business objectives. The concepts in this class are also of great value to lawyers outside the corporate area: financial principles can be fruitfully applied to a wide variety of legal questions, ranging from estate planning to the calculation of tort awards.

This class assumes no background in finance, and is aimed primarily at students with little or no prior exposure to the field (rather than those with an MBA or with an undergraduate finance major). It does not use any mathematics beyond basic arithmetic and some simple algebra.

Spring 2014 - Dhammika Dharmapala

Corporate Governance

LAWS 75001 - 01 (2 to 3) +, w, x, m

Through the production of goods and services, innovation, employment and occasional misbehavior, publicly-held corporations in the U.S. exert an enormous impact on the lives of individuals and the economy in general. How (and how well) corporations are governed greatly influences what that impact will be. Since the early 1990s, there has been a significant increase in the attention given to corporate governance by investors, lawyers, academicians, politicians and the press. This seminar will provide students with a deep understanding of applicable legal, regulatory and market influences on corporate governance, an appreciation for the historical development of the current system of governance and insights into current "hot" issues and the continuing evolution of governance. We will discuss critical issues such as for whose benefit is a corporation to be governed and what is the proper balance of decision-making authority between owners and managers. There will be a heavy emphasis on the role of counsel to the enterprise as a whole and on the practical aspects of advising officers and directors, including the coordination of multi-disciplinary teams.

Corporations and securities law courses provide highly desirable background, but are not prerequisites.

Grades will be based upon: a final take-home exam (2 credits), or a final take-home exam plus a 10-12 page research paper (3 credits), or a full-length paper (3 credits). In all instances, class participation will also be taken into account.

Enrollment will be limited to 25 students; MBA students from Booth will be welcome.

Spring 2014 - Thomas A. Cole

Corporate Governance in China

LAWS 80804 - 01 (3) w, x, m

China leads the world in economic growth but trails significantly in corporate governance. The government is upgrading the legal and regulatory framework but progress has been slow – and transparency and compliance still vary widely across state-owned, publicly-listed, and private firms. Ethics and social customs, which are central to reform, are even more problematic than structure and proving difficult to change. As Chinese stock prices continue to fall, capital market confidence is disappearing, and global investors are demanding reform. Given the SEC's recent demand to see the work papers of American audit firms in order to protect American shareholders – and China's continuing need to access to foreign capital markets – Chinese corporate governance is evoking questions of sovereignty and moving to the center stage of U.S.-China relations.

This seminar will compare corporate governance in China to Western practice, examine recent high-profile governance failures, and assess reform initiatives. The seminar will be highly interactive. For example, one unique portion will involve simulation of a major crisis scenario, in which students will role-play executives, directors, and regulators.

Grading will be determined by class participation and by performance across three short papers. The first paper will involve a comparison of Chinese and Western corporate governance methods; the second will focus on a recent case and provide analysis and commentary; and the third will require generation of a hypothetical governance crisis, the best of which will be considered for inclusion in a monograph containing future scenarios to be published in 2014.

Autumn 2013 - Tom J. Manning

Corporate Lab Clinic

LAWS 91562 - 01 (3) +, a, s, x

This transactional clinic provides students with a forum for working closely with legal and business teams at multinational participant companies. The primary goal of the Corporate Lab is for students to learn practical legal skills, both (a) substantively, in terms of the corporate “building blocks” necessary to understand complex transactions and (b) professionally, in terms of implementing such knowledge efficiently and meaningfully within the context of a wide array of

careers as lawyers and business leaders. This class mirrors a real world work experience: students will receive hands-on substantive and client-development experience and will be expected to manage and meet expectations and deadlines while exercising a high level of professionalism. As a result, this class is likely to involve a significant commitment (with a substantial amount of work to be completed outside of class). Student grades will be based upon participation in the classroom, appropriate attention to client services, collaborative efforts within a team environment, and quality of work product. This offering will not count toward seminar restrictions. Please note that (i) students who register are expected to remain in the course for three consecutive quarters, (ii) students may not take the Corporate Lab for more than nine credits, and (iii) LL.M. students may register by instructor permission only. Students will also be required to sign nondisclosure agreements with participating companies. While certainly not a prerequisite, "Contracts and Commercial Transactions" (offered Autumn Quarter) is strongly recommended to all students prior to, or concurrent with, taking this class. Clients in this section are expected to include some or all of the following: Amazon, Baxter Healthcare, the Booth School of Business New Venture Challenge (Spring Quarter), GE Capital, Microsoft, Nike, and Verizon Communications. Autumn 2013, Winter 2014, Spring 2014 - David J. Zarfes; Sean Z. Kramer; Naveen Thomas; Ellis A. Regenbogen

Corporate Lab Clinic

LAWS 91562 - 02 (3) +, a, s, x

This transactional clinic provides students with a forum for working closely with legal and business teams at multinational participant companies. The primary goal of the Corporate Lab is for students to learn practical legal skills, both (a) substantively, in terms of the corporate "building blocks" necessary to understand complex transactions and (b) professionally, in terms of implementing such knowledge efficiently and meaningfully within the context of a wide array of careers as lawyers and business leaders. This class mirrors a real world work experience: students will receive hands-on substantive and client-development experience, and will be expected to manage and meet expectations and deadlines while exercising a high level of professionalism. As a result, this class is likely to involve a significant commitment (with a substantial amount of work to be completed outside of class). Student grades will be based upon participation in the classroom, appropriate attention to client services, collaborative efforts within a team environment, and quality of work product. This offering will not count toward seminar restrictions. Please note that (i) students who register are expected to remain in the clinic for three consecutive quarters, (ii) students may not take the Corporate Lab for more than nine credits, and (iii) LL.M. students may register by instructor permission only. Students will also be required to sign nondisclosure agreements with participating companies. While certainly not a prerequisite,

“Contracts and Commercial Transactions” (offered Autumn Quarter) is strongly recommended to all students prior to, or concurrent with, taking this class. Clients in this section are expected to include some or all of the following: Accenture, Allstate, General Mills, Honeywell, IBM, Innova, and Northern Trust. Students will also have the opportunity to work with the ABA Corporate Social Responsibility Committee in the publishing of a quarterly newsletter. Autumn 2013, Winter 2014, Spring 2014 - David J. Zarfes; Sean Z. Kramer; Naveen Thomas; Ellis A. Regenbogen

Corporate Lab Clinic

LAWS 91562 - 03 (3) +, a, s, x

This transactional clinic provides students with a forum for working closely with legal and business teams at multinational participant companies. The primary goal of the Corporate Lab is for students to learn practical legal skills, both (a) substantively, in terms of the corporate “building blocks” necessary to understand complex transactions and (b) professionally, in terms of implementing such knowledge efficiently and meaningfully within the context of a wide array of careers as lawyers and business leaders. This class mirrors a real world work experience: students will receive hands-on substantive and client-development experience, and will be expected to manage and meet expectations and deadlines while exercising a high level of professionalism. As a result, this class is likely to involve a significant commitment (with a substantial amount of work to be completed outside of class). Student grades will be based upon participation in the classroom, appropriate attention to client services, collaborative efforts within a team environment, and quality of work product. This offering will not count toward seminar restrictions. Please note that (i) students who register are expected to remain in the clinic for three consecutive quarters, (ii) students may not take the Corporate Lab for more than nine credits, and (iii) LL.M. students may register by instructor permission only. Students will also be required to sign nondisclosure agreements with participating companies. While certainly not a prerequisite, “Contracts and Commercial Transactions” (offered Autumn Quarter) is strongly recommended to all students prior to, or concurrent with, taking this class. Clients in this section are expected to include some or all of the following: CDW, Integrys Energy, Italian Trade Commission, JPMorgan Chase, Lincoln Center, McDonald's, Schreiber Foods, Schneider National, and Sony Electronics. Autumn 2013, Winter 2014, Spring 2014 - David J. Zarfes; Sean Z. Kramer; Naveen Thomas; Ellis A. Regenbogen

Corporate Reorganizations Under Chapter 11

LAWS 43702 - 01 (3) w, x, m

This seminar will explore a variety of issues that arise in corporate reorganizations. The focus will be on exploring the intersection between the Bankruptcy Code and its underlying policies and the practical reality of managing the company's

business in Chapter 11. Readings will consist of case hypotheticals; case law; articles (both academic and “practice oriented”); and pleadings, briefs and orders from “real world” Chapter 11 cases.

The grade is based on class participation and a major paper, which may satisfy the writing project (WP) requirement. A previous class in bankruptcy is recommended but not required. Douglas Baird's *Elements of Bankruptcy* is recommended (especially for those with no previous bankruptcy experience) but not required. The instructor is Judge Christopher Sontchi of the United States Bankruptcy Court for the District of Delaware. Judge Sontchi is a graduate of the University of Chicago Law School. Prior to his appointment to the bench, Judge Sontchi was in private practice concentrating on corporate reorganizations under Chapter 11.
Spring 2014 - Christopher S. Sontchi

Counterintelligence and Covert Action - Legal and Policy Issues

LAWS 70706 - 01 (3) w, x, m

This seminar will focus on the legal framework for counterintelligence and other instruments of national power that seek to neutralize and/or exploit our adversaries' intelligence activities against US national security interests. Such adversaries may include foreign intelligence services, terrorists, foreign criminal enterprises, cyber intruders, or some combination thereof. The seminar will consider both legal and policy issues raised in efforts to prevent adversarial espionage action -- overt, covert, or clandestine -- targeting US military, diplomatic, and economic interests at home and abroad. The seminar will also explore the role and overlap of covert action, roughly defined as action intended to influence events in another nation or territory without revealing the involvement of the sponsor. Care will be taken to consider less frequently discussed implications for domestic and international economies and markets, as well as the extent to which economic and market considerations motivate policy making or legal decisions. The seminar will include short case studies from the Cold War and post-Cold War eras in the US, Latin America, the Middle East, and the former USSR.

The seminar is designed to minimize overlap with the material covered in *The Law of Counterterrorism* (LAWS 70704) and *National Security Issues* (LAWS 70703) by primarily focusing attention on state actors rather than nonstate actors.

Grades will be based upon a final paper, occasional short response papers, and reasonable class participation.

Spring 2014 - Stephen J. Cowen

Criminal and Juvenile Justice Project Clinic

LAWS 67213 - 01 (1) +, a, s

The Juvenile and Criminal Justice Clinic provides legal representation to poor children and young adults accused of delinquency and crime. The Clinic is a national leader in expanding the concept of legal representation to include the social, psychological and educational needs of clients. Students will examine the

juvenile and criminal justice systems' relationships to the poor and marginalized through litigation, legislative advocacy, and public education, including the development of policies for crime and violence prevention and system reform. Student work includes legal research and drafting motions, briefs, memoranda, and pleadings in state, appellate and federal courts as required. Students will interview clients and witnesses; conduct fact investigations; and develop effective pre- and post-trial strategies, including alternatives to incarceration. Trial work may include licensed students appearing in court to argue contested motions, negotiate with opposing counsel, and generally second-chair trials. In misdemeanor cases, students may first-chair trials. Licensed students may also present oral argument before appellate and federal courts. All students will participate in community, professional and bar association activities. Students work in teams to foster collaboration and ensure continuity in representation. The Clinic social worker and social work students are involved in many of the cases and activities. All students are encouraged to work creatively, and across disciplines. Participation includes weekly case meetings and obviously court appearances. Students wishing to enroll are encouraged to take Evidence in their second year. Other recommended courses: Criminal Procedure, Juvenile Justice, and Intensive Trial Practice Workshop or Trial Advocacy. Students may continue in the clinic throughout their 2 and 3L years: academic credit varies and will be awarded according to the Law School's general criteria for clinical courses and by the approval of the clinical faculty. Autumn 2013, Winter 2014, Spring 2014 - Herschella G. Conyers; Randolph N. Stone

Criminal Procedure I: The Investigative Process

LAWS 47201 - 01 (3) x

The course focuses on the constitutional law regulating searches, seizures, and confessions. It considers both physical searches and seizures and also searches and seizures of data.

Grades are based on a final examination and class participation.

Autumn 2013 - Aziz Huq

Criminal Procedure I: The Investigative Process

LAWS 47201 - 01 (3) e, x

The course focuses on the constitutional law that governs searches, seizures, and confessions. The course considers in detail the evolution of the exclusionary rule and the development and administration of the probable cause and warrant requirements. It also examines stop and frisk, administrative searches, searches incident to arrest, vehicle searches, consent searches, and the admissibility of confessions.

The student's grade is based on class participation a final in-class examination.

Spring 2014 - Richard A. Epstein

Criminal Procedure III: Further Issues In Criminal Adjudication

LAWS 49701 - 01 (3) +

We will cover a variety of criminal procedure topics not addressed elsewhere including: double jeopardy and criminal collateral estoppel, appellate review standards, and joinder. We will also cover in depth post-conviction review and federal habeas corpus proceedings, which is especially beneficial to those students with or interested in judicial clerkships.

The student's grade is based on a final in-class examination.

Students must be available for potential make-up meetings Wednesdays 6:00-8:00 p.m.

Autumn 2013 - Adam K. Mortara

Cross-Border Transactions: Lending

LAWS 71406 - 01 (3) x, m

The worlds of corporate finance and secured transactions law reform interact to make cross-border lending a dynamic and rapidly evolving area of law. Due to the rapid globalization of U.S. business, U.S. banks are increasingly being asked to finance the international business activities of U.S. middle-market companies, often in countries that have laws incompatible with U.S. secured transactions law. At the same time, the United Nations Commission on International Trade Law (UNCITRAL), the World Bank and other international organizations are actively encouraging developing countries, where access to capital is scarce, to modernize their secured transactions laws to promote the availability of low-cost secured credit for small and medium-sized enterprises as a way of creating jobs, raising standards of living and contributing to a country's overall economic growth and political stability.

This seminar explores both worlds. Students will examine the broad array of legal and practical issues encountered by U.S. lenders as they make loans to foreign companies, obtain security interests in foreign collateral and finance foreign corporate acquisitions. They will also study recent initiatives in secured transactions law reform, and consider how they are exerting a profound influence on cross-border corporate finance in developed as well as developing countries.

There are no prerequisites.

Grades will be based on a team project involving interaction with lawyers in other countries, a number of short papers and a take-home exam.

Richard Kohn, a founder of the Chicago law firm Goldberg Kohn Ltd., specializes in representing banks in cross-border lending transactions and has been active for over a decade as a member of the Expert Group in the development of various UNCITRAL instruments. Because cross-border lending touches upon many areas of law, the seminar provides a useful introduction to international commercial transactions in general.

Winter 2014 - Richard M. Kohn

Cross-Border Transactions: Securities, M&A, and Joint Ventures

LAWS 71408 - 01 (3) w, x, m

In this seminar we will examine M&A, securities and financing transactions from a comparative perspective looking at how cross-border transactions vary from purely domestic transactions. We will also look at joint ventures and related concerns for bribery and the Foreign Corrupt Practices Act. The class will focus on recent transactions such as Instagram/Facebook (domestic); Skype/Microsoft (US/Luxembourg), the D.E. Masterblenders spin-off from Sara Lee and subsequent IPO (US/Netherlands), and various multijurisdictional transactions. We will also look at cultural negotiations including cultural faux pas and peculiarities common across borders.

Autumn 2013 - Tarek Sultani

Current Controversies in Corporate and Securities Law

LAWS 52202 - 01 (3) w, x, m

This seminar deals with the most important developments in U.S. (and to some extent global) corporate and securities practice during the preceding year. The seminar and discussions provide analysis of the legal, political, and economic implications of these Developments.

Each student submits one paper and gives an oral presentation and analysis of another student's paper.

Winter 2014 - Richard Shepro

Current Issues in Criminal and National Security Law

LAWS 70708 - 01 (3) +, w, x, m

This seminar covers a series of current issues in criminal and national security law, often comparing and contrasting the two approaches, with a particular focus on challenges arising from acts of terrorism and other national security prosecutions (including a focus on substantive terrorism offenses, espionage offenses as well as the leaking of classified information), a discussion of criminal and intelligence investigative tools (comparing Title III electronic surveillance with Foreign Intelligence Act surveillance), application of constitutional principles to terrorism investigations and prosecutions (particularly the First, Fourth, Fifth and Sixth Amendments and the application of Miranda, Quarles and Corley decisions), the President's war powers and congressional oversight (including discussions of drone strikes, law of war detention, and Presidential and Congressional authority to use military force), and in other select areas, including the Classified Information Procedures Act, as well as cyber security and data privacy.

Each class will focus on a different topic, with advance reading assigned around

each topic, and grading on the basis of two short reflection papers (3-5 pages each) and a final paper or legal brief (20-25 pages) on a select issue in criminal and national security law.

Guest speakers will help facilitate discussion on certain topics.

Winter 2014 - Patrick J. Fitzgerald; Michael Y. Scudder

Current Topics in Criminal Law & Procedure

LAWS 60703 - 01 (1) a, w, x, m

This year-long seminar will focus on recent books addressing topics in criminal law and criminal procedure. The books selected will primarily be authored by law professors, but we may also read books written by prosecutors, defense lawyers, social scientists, philosophers, or journalists. Topics will include some but not all of the following: punishment theory, the police, searches and electronic surveillance, interrogation, plea bargaining, wrongful convictions, victim's rights, drug crimes, sexual assault, theft crimes, race inequality, prisons, or the death penalty.

We will meet roughly three times per quarter, discussing one book per meeting. Grades will be based on class participation and a short research paper on each book.

Autumn 2013, Winter 2014, Spring 2014 - Richard H. McAdams

Developing Law Practice Skills through the Study of National Security Issues

LAWS 70703 - 01 (3) +, s, x, m

My purpose is to help students improve the skills required for successful law practice (regardless of setting) through the analysis and oral and written presentation of current national security issues (such as Presidential power, indefinite incarceration, assassination, electronic surveillance and cyberwarfare). Students will form teams of 2-4 persons.

Each team will present its analysis of a topic to the class, which will be expected to participate on an informed basis.

Substantial out of classroom work is required. Each student team will prepare a 2 hour presentation/discussion of its selected topic, and prepare to help lead the class discussion. Each team will also jointly prepare a short research paper (10-12 pp.) summarizing its analysis of the selected topic.

Prerequisite: Constitutional Law or equivalent.

Spring 2014 - Robert A. Helman

Development of Legal Institutions

LAWS 54904 - 01 (3) e

History of the development of the basic institutions of the Common Law.

Spring 2014 - Richard H. Helmholz

Developments in Fourth and Fifth Amendment Jurisprudence: Effects of Emerging Technologies

LAWS 68303 - 01 (2) x, m

This seminar focuses on the evolution of Fourth and Fifth Amendment jurisprudence in response to a world of rapidly changing technologies. Topics covered include changes in expectations of privacy effected by changes in technology, searching and monitoring of email, use of geolocation information, GPS tracking, collection of historical and prospective cell-site location information and records and real-time cell phone tracking, the act-of-production doctrine and compelled production of computer passwords, and routine collection of DNA from arrestees. The seminar also considers related policy considerations and how these considerations are addressed by statutes, such as the Stored Communications Act, and by proposed legislation.

The student's grade is based on a final examination and class participation.

Winter 2014 - Michael D. Sher

Divorce Practice and Procedure

LAWS 93202 - 01 (3) +, w, s, x, u

This class provides an exposure to the dynamic process of representing clients in a dissolution of marriage case. The class will familiarize you with the complexities that arise when a family is divided and the parties are dissolving their marriage. Topics are covered in the sequence of an evolving case from the perspective of a practicing lawyer and include determination of jurisdiction, interstate and international parental kidnapping, domestic violence and property injunctions, temporary and permanent child custody and visitation, temporary and permanent maintenance for spouse and support for children, awards of attorneys' fees and costs, exploration of property rights and factors for determining division of assets and liabilities, the valuation issues when dividing certain types of property, premarital agreements, common ethical issues, federal tax aspects of marital dissolution, effects of bankruptcy and civil unions/same-sex marriage.

Significant reading, writing and preparation for in-class discussions is required.

Forty percent of the student's grade is based on class participation, and sixty percent on the drafting of legal memoranda.

Writing for this class may be used as partial fulfillment of the JD writing requirement (WP).

Completion of a basic Family Law class is recommended but not required.

Autumn 2013 - Donald Schiller; Erika N. Chen-Walsh

Drafting Contacts: The Problem of Ambiguity

LAWS 79910 - 01 (2) s, x, m

This seminar is unique. It is a very interesting, very intellectual, and very practical learning experience. The main features are: 1. Students will learn some extremely useful tools for analyzing and drafting contracts. They will acquire them by an

inductive process of reviewing many examples of ambiguity from case law, eminent legal scholars, and the lecturer's practice. They will learn to identify and eliminate ambiguity in drafting contracts. These tools are the creation of the lecturer and will give students unique practical skills that no other American law students (except the lecturer's prior students) have. 2. The course materials come from the in-house seminars for the firm's China Practice lawyers that the lecturer conducted for many years as a partner at Baker & McKenzie and that established the profession's best practices for China-related contracts. 3. The historical examples of ambiguity in the seminar are of human, as well as intellectual, interest. They show that ambiguity can lead to the hanging of an individual for piracy or treason, a damages award of more than U.S. \$10 billion, and even a change in the course of World War II. 4. The seminar facilitates student learning. At the beginning of each class, an audience response system (called "clickers") provides students immediate, comparative, and anonymous feedback on their understanding of the reading assignment. The seminar also allows each student to see what he or she has learned in the seminar by comparing his or her analysis of a specific contract for the first class and for the last class. This contract analysis, like the final exam, gives each student the experience of a practicing lawyer reviewing a contract.

Grades will be based on a proctored final exam.

Winter 2014 - Preston M. Torbert

Early Stage Ventures: The Legal Challenges for Lawyers and Entrepreneurs

LAWS 61611 - 01 (2) x, m

The seminar will explore the legal challenges that arise in taking a business concept and growing it into a sustainable entity. Tapping a number of legal disciplines, the seminar will examine how to identify a concept's value proposition along with its risks. The seminar will further explore securing funding with an emphasis on raising money under safe-harbor provisions of current securities regulations. Students will identify, negotiate and document potential new business concepts. A student's grade is based upon 3-4 short writing assignments and class participation.

Winter 2014 - Michael J. Kennedy

East Asian Law and Society

LAWS 80901 - 01 (3) r, w

This course will cover the East Asian legal tradition, primarily but not exclusively focusing on China and Japan. East Asia is well-known for its remarkable economic development in recent decades, but has also been the home of a long tradition of thinking about law in a way that differs from the assumptions of Western liberal democracy. The course begins by exploring this tradition, and then traces the history of legal institutions in the region, focusing on the encounter with Western legal systems beginning in the 19th century. We will then analyze the major

institutions of criminal, civil and administrative law in postwar East Asia and their recent transformations. The focus of this course is not on particular areas of doctrine, but on the ideas and institutions that make East Asia distinctive. Grading will be on the basis of a take-home exam or research paper, at the students' discretion.

Autumn 2013 - Thomas Ginsburg

Economic Analysis of The Law

LAWS 73201 - 01 (3) c/1

This course introduces the concepts of law and economics. Over the last forty years, economics has become an important tool for those who want to understand the effect legal rules have on the way people behave. This course also explores the extent to which the principles of economics can be used to explain the workings of the legal system itself. The topics covered in this course include the Coase theorem, the choice between property and liability rules, the allocative effects of alternative liability rules (e.g., strict liability versus negligence); the determination of damages for breach of contract; and the economics of legal procedure.

No prior acquaintance with economics or calculus is assumed; the relevant economic concepts are developed through an examination of particular legal applications.

The student's grade is based on a final examination.

Autumn 2013 - Anup Malani

Election Law

LAWS 95903 - 01 (3) r, w

This course examines the law, both constitutional and statutory, that governs the American electoral system. Topics covered include the right to vote, reapportionment and redistricting, minority representation, the regulation of political parties, and campaign finance. The course draws heavily from both legal and political science scholarship. It addresses constitutional provisions including the First, Fourteenth, and Fifteenth Amendments, as well as key statutes such as the Voting Rights Act, the Federal Election Campaign Act, and the Bipartisan Campaign Reform Act. Students will develop an understanding of not only election law doctrine, but also the theoretical and functional underpinnings of the American electoral system.

Autumn 2013 - Nicholas Stephanopoulos

Electronic Commerce Law

LAWS 61802 - 01 (3) w, x, m

This seminar focuses on both the technology involved in electronic commerce and the law surrounding the emerging field. Electronic commerce is growing at an exponential rate. As more of our daily commercial lives are lived through use of computers, decisions must be made: will existing law treat e-commerce no

differently than any other kind of commerce, or must new laws emerge to take into account some of the radical new transactions and complications? The seminar will begin with an overview of the history and infrastructure of the Internet, setting the groundwork and providing students with a working knowledge of the terminology and technology they will likely encounter working in this legal field. Additional background discussion will involve the concept of regulation of the Internet, global vs. national perspectives on the law of the Internet, and conceptions of sovereignty. Topics will be dictated by the needs of the moment, but will potentially include electronic contracts, digital signatures, the application of traditional UCC doctrines such as the mailbox rule and the statute of frauds to e-commerce, Internet sales of highly regulated goods (such as alcohol, firearms, pharmaceuticals), the domain name system and its relation to trademark law, trade-related issues such as consumer fraud/protection and product disparagement, sales taxation, Internet and business method patents, digital cash/smart cards, digital checks, electronic securities law, Internet gambling, commercial privacy, and e-commerce in gray and black markets. Time permitting, we may also explore the relationship of international law to e-commerce, the effect of e-commerce concepts on commercial litigation, and export control laws involving cryptography.

Enrollment is capped at 20.

Topics not covered in the seminar will be suitable for papers.

There is a short presentation on the same topic as the student's written paper - this counts for 20% of the grade.

Winter 2014 - Marsha F. Nagorsky

Empirical Criminal Law

LAWS 60803 - 01 (2) w, x, m

This seminar will discuss the leading empirical research on a breadth of topics in criminal law. No prior background in economics or statistics is necessary. We will evaluate empirical papers on topics such as the determinants of crime, policing, prosecution, trial, sentencing, and the effects of punishment on longer-term outcomes.

Grading will be based on two response papers, class participation, and a research proposal for an empirical project on criminal law.

Spring 2014 - Crystal Yang

Empirical Law and Economics

LAWS 56502 - 01 (2) x, m

This seminar evaluates recent empirical work in the field of law and economics. No prior background in economics or statistics is necessary. Students will develop skill in critiquing the theory motivating empirical inquiry, the data chosen for analysis, and the statistical methodology employed. Particular attention will be given to methods used to evaluate causal claims in empirical studies.

Grades will be based on class participation, three short reaction papers (3-4 pages, double-spaced) critiquing academic articles assigned for class discussion, a project proposal (not exceeding 15 pages, double-spaced) that sets out a hypothesis and describes how to test the hypothesis using existing datasets, and in-class presentation of the project proposal. Students will work in groups to write and present their project proposals.

Winter 2014 - Edward R. Morrison

Employee Benefits Law

LAWS 55503 - 01 (3) w, x, m

This seminar will provide an introduction to the Employee Retirement Income Security Act (ERISA) and other federal statutes regulating employee benefit plans in the private sector. The seminar will cover many types of plans, including defined benefit pension plans, individual account retirement plans (such as 401(k) plans), medical plans, other welfare benefit plans and executive compensation programs. It will provide a basic understanding of fiduciary standards governing plan administration and the investment of plan assets; minimum standards for benefits and funding; benefit claim dispute resolution procedures and standards of judicial review; federal preemption of state laws; and key issues which arise in ERISA litigation. The seminar is intended for students interested in a broader labor and employment practice; a mergers and acquisitions or general corporate practice; or a civil litigation practice. Although our primary mission will be to prepare students for the practice of law, we also will explore whether the law governing employee benefit plans is operating effectively and in accordance with its stated purposes. Students will be graded on class participation and on a series of short reaction and research papers.

There are no prerequisites required for this seminar.

Winter 2014 - Charles B. Wolf

Employment Discrimination Law

LAWS 43401 - 01 (2 to 3) w, x, m

This seminar deals with the problem of discrimination in the American workplace and the federal and state statutes that have been enacted to prohibit it. Primary focus will be on the major federal equal employment opportunity statutes (Title VII of the Civil Rights Act of 1964, the Equal Pay Act, the Age Discrimination in Employment Act, and the Americans with Disabilities Act), the types of claims that are brought under these laws (disparate treatment, disparate impact, mixed motives, and retaliation claims), and the varying burdens of proof/persuasion, procedural prerequisites, and remedies provided by these statutes, along with current proposals for legislative change.

Enrollment will be limited to 20 students.

The student's grade will be based on class participation and a final examination; students wishing to earn 3 credits for the class may write a 10-12+ page research paper in addition to the final exam.

Winter 2014 - James Whitehead

Employment Law

LAWS 43511 - 01 (2 to 3) w, x, m

This seminar is designed to provide the student with an overview of the common law principles and leading federal and state statutes that govern the private-sector employment relationship. Among the topics to be covered are (1) the contractual nature of the employment relationship and the employment-at-will doctrine; (2) contractual, tort-based, and statutory erosions of the employment-at-will doctrine; (3) the contractual and common law duties and obligations owed by an employee to the employer; (4) wage and hour, child-labor, and employee leave statutes, including the Family and Medical Leave Act (FMLA); (5) other employee protective statutes, including the Occupational Safety and Health Act (OSHA), the Worker Adjustment and Retraining Notification Act (the WARN Act), state workers' compensation laws, and federal and state whistle-blower protective statutes; and (6) arbitration of employment disputes.

This seminar supplements, but will not cover the topics presented in, the Law School's courses in Labor Law (LAWS 43101) and Employment Discrimination Law (LAWS 43401), which are not prerequisites to enrollment.

Enrollment will be limited to 20 students.

The student's grade will be based on a final examination.

Students wishing to earn 3 credits for the class may write a 10-12+ page research paper in addition to the final exam.

Spring 2014 - James Whitehead

Employment Law Clinic

LAWS 67113 - 01 (1) +, a, w, s

Randall D. Schmidt and his students operate the Clinic's Employment Law Clinic. The Clinic focuses primarily on pre-trial litigation and handles a number of individual cases and class actions. In individual cases, the Clinic represents clients in cases before the Illinois Department of Human Rights and the Illinois Human Rights Commission and seeks to obtain relief for clients from race, sex, national origin, and handicap discrimination in the work place. In the class actions, the Clinic represents groups of employees in employment and civil rights actions in federal court. Additionally, in its individual cases and law reform/impact cases, the Clinic seeks to improve the procedures and remedies available to victims of employment discrimination so that employees have a fair opportunity to present their claims in a reasonably expeditious way. To accomplish this goal, the Clinic is active in the legislative arena and participates with other civil rights groups in efforts to amend and improve state and federal laws. It is suggested, but not

required, that all students in the Employment Law Clinic take the Employment Discrimination Law seminar.

It is recommended that third-year students take, prior to their third year, either the Intensive Trial Practice Workshop or some other trial practice course. The student's grade is based on class participation. Academic credit varies and will be awarded according to the Law School's general criteria for clinical courses as described in the Law School Announcements and by the approval of the clinical faculty. Evidence is a prerequisite for 3L's in the clinic. The Intensive Trial Practice Workshop (or an equivalent trial practice course) is recommended for 3L's in the clinic.

Autumn 2013, Winter 2014, Spring 2014 - Randall D. Schmidt

Energy Law Seminar

LAWS 45302 - 01 (3) x, m

The objective of this seminar is to provide the student with exposure to current domestic and international energy law issues from the perspective of a practicing professional. The first half of the seminar will lead students through a series of current topics in energy law, using examples from client matters. Topics will include structuring domestic and international energy financings, acquisitions and joint ventures and navigation of government issues such as corruption and the natural resources curse. The seminar will conclude with a simulated international auction or "bidding round" in which students act as in-house counsel for oil and gas companies competing for exploration blocks in the Republic of Angola. Teams will be subject to the regulations and laws of the Republic of Angola. After the auction, students will negotiate transactions among themselves in an effort to improve upon their auction results. The final stage of the workshop is a drilling exercise in which the teams can see the relative success of their auction and negotiation efforts. The instructor will provide guidance to the students/counsel over the course of the simulation.

The seminar will require not only in-class participation, but also negotiation sessions between class meetings.

Oil & Gas Law is not a prerequisite to this seminar, and the overlap between the classes is minimal.

The textbook for this course is *International Energy Development* (Gaille).

Spring 2014 - Shelby S. Gaille

Entrepreneurship and the Law

LAWS 61902 - 01 (3) w, s, x, m

This seminar examines how the law and legal counsel influence innovation and entrepreneurship in the US, particularly by micro-enterprises. The seminar explores the position of the entrepreneur in society, in the economy, and in our constitutional framework, in order to analyze the entrepreneur's fundamental legal needs. We then survey legal questions particular to start-ups, including strategies

for structuring a business organization, financing, and protecting intellectual property.

Assignments require students to research issues that apply to hypothetical start-ups and practice lawyerly skills like strategic planning, negotiation, drafting, and counseling.

This seminar is required for participation in the Institute for Justice Clinic on Entrepreneurship, unless students make other arrangements with the Clinic instructors.

Students' grades will be based on active participation and several research and writing assignments.

Autumn 2013 - Elizabeth W. Kregor; Erika Harford

Environmental Law

LAWS 46001 - 01 (3)

This course is an introduction to the laws, policies and theories related to environmental protection in the United States. The course covers the principal federal environmental regimes, including the National Environmental Policy Act, the Clean Air Act, the Clean Water Act, and those associated with toxic substances and waste. Illustrative topics include economic and non-economic perspectives on the use of and impacts on natural resources; the objectives of environmental regulation; the development of information about environmental quality; federalism; and the choice of regulatory tools, such as regulation, taxes, marketable permit schemes, liability rules, and informational requirements.

The student's grade is based on a final examination.

Autumn 2013 - Mark N. Templeton

Ethical Quandaries in Legal Practice

LAWS 41013 - 01 (3) p, x, m

With the advent of 24-hour news cycles and the proliferation of social media, the practice of law is under increasingly intense scrutiny from clients, the public, the judiciary, governments, regulators and peers. The attendant risk to the reputations of practicing attorneys is much higher than it has ever been. This seminar will satisfy the professional responsibility/ethics graduation requirement. Through analysis of ethical issues that attorneys face on a daily basis, we will study the challenges, pitfalls, consequences and opportunities associated with the ethical practice of law. Additionally, we will examine the tension caused by attorneys' competing duties to: exercise independent judgment, act as trusted advisors, serve as officers of the court, and provide zealous advocacy. Seasoned attorneys from the public sector, private practice and the judiciary will join portions of the seminar to discuss real world scenarios and provide insight into how attorneys can successfully navigate through today's ethical minefields.

Spring 2014 - Joseph Alesia

EU Competition Law: With Special Emphasis on the Application of Advanced Topics in Antitrust

LAWS 75402 - 01 (2 to 3) w, x, m

The seminar provides an introduction to interesting and cutting edge topics in antitrust economics using European competition law as the backdrop for applying and discussing this. European competition law and its application by the European Commission have evolved rapidly since around 2000. The course focuses on this modern period and the evolving use of economics in the Commission decisions and court judgments. It does not provide an introduction to black-letter EU competition law or a discussion of pre-2000 cases. Topics covered in recent years include the design of antitrust regimes, ordo-liberalism, two-sided markets, screening methods for cartels, dynamic competition, and behavioral economics. Cases covered in recent years have included the Commission's decisions against MasterCard under Article 101 and Microsoft under Article 102.

Grade will be based on a final in-class examination and an optional paper (to receive 3 credits).

Spring 2014 - David S. Evans

European Legal History

LAWS 91901 - 01 (2 to 3) r, x, m

This seminar aims to give students an appreciation of the basic themes and most important events in European (as opposed to English) legal history. It begins with the Roman law formulated under the Emperor Justinian and moves forward to the 19th century. Among the subjects covered are Germanic law, the rise of legal science beginning in the 12th century, the nature of the *ius commune*, legal humanism, the reception of Roman law, the natural law school, and the movement towards Codification.

In addition to the text book, students are expected to read one law review article each week and to share it with the class. They are permitted to write a research paper, but a final examination will also be offered as an option.

Winter 2014 - Richard H. Helmholz

Evidence

LAWS 41601 - 01 (3)

An examination of the federal rules governing proof at trial. On many points, the rules of most states are the same or similar (New York and California have the most differences, though even they have significant overlap with the Federal Rules). There will be somewhat more lecture than in a typical course, in order to facilitate coverage of material. Even so, certain relatively minor or easy topics will not be covered (Burdens of Proof, Presumptions, Judicial Notice), and others will be covered only briefly (e.g., Privileges, Impeachment of Witnesses). Approximately

two-thirds of the term will be devoted to the two central topics in the law of evidence: relevance and hearsay (including the hearsay exceptions).

The student's grade is based on a proctored final examination.

Winter 2014 - Brian Leiter

Evidence

LAWS 41601 - 01 (3) e, x

This course examines the law governing proof of disputed propositions of fact in criminal and civil trials, including relevance, character evidence, the hearsay "rule" and other rules of exclusion, and examination and privileges of witnesses.

The student's grade is based on a proctored exam.

Spring 2014 - Emily Buss

Evolution of Legal Doctrines

LAWS 65302 - 01 (3) w, x, m

Legal doctrines have life cycles. They are born and mature. Many doctrines fade and die. There is a form of natural selection among doctrines, with several candidates offering to serve the same function in different ways. This seminar looks at the maturation and replacement of doctrines, posing the question why some die and others survive. Scope is eclectic: the doctrines range from "separate but equal" under the equal protection clause to the "original package doctrine" under the commerce clause, from the appointment of counsel under the Sixth Amendment to the understanding of the Rules of Decision Act (that is, why Swift gave way to Erie). The premise of the seminar is that those who fail to learn from the past are condemned to repeat it.

Winter 2014 - Frank H. Easterbrook

Evolving Regulation of Financial Institutions and Markets

LAWS 94812 - 01 (2 to 3) x, m

In reaction to the recent market and financial institutions crisis, Congress enacted the Dodd-Frank Wall Street Reform and Consumer Protection Act, which mandates broad changes to the regulation of financial institutions. The Act requires numerous regulatory agencies to promulgate hundreds of new rules—a process that is currently underway. This seminar will consider certain areas addressed by the legislation and the ensuing rule-making process with particular attention to the causes of the crisis and its impact on the financial system. We will critically assess whether these measures are likely to promote the stated goals of the legislators, as well as the merits and feasibility of those goals. To that end, students will form groups concentrating on topics of interest leading to student oral reports and papers. No prior courses are required. The Lecturer will provide basic background information concerning the structure and regulation of financial institutions and the features of key transactional arrangements (such as mortgage-backed securities and derivatives). The reading will be eclectic, and will include

academic commentary on the subject, official reports on aspects of the crisis and, of course, portions of the legislation and proposed regulation.

For 2 credits, two short (10-12 pg.) papers; for 3 credits, one short and one long (approximately 20 pg.) papers. Each student also must make a class presentation on one of the paper topics.

Spring 2014 - James Foorman

Exoneration Project Clinic

LAWS 67413 - 01 (1) +, a, s

The criminal justice system is not perfect. Innocent people are sometimes convicted of crimes they did not commit. When that occurs, the consequences for the lives of the wrongfully convicted and their families are truly devastating. By investigating and petitioning courts to reverse wrongful convictions, our Exoneration Project is dedicated to restoring justice. Our project represents innocent individuals who have been wrongly convicted. Students working in our project assist in every aspect of representation including selecting cases, investigating and developing evidence, as well as in-court litigation of post-conviction petitions, petitions for DNA testing, and federal habeas petitions. Students work closely with our clients and have an opportunity to develop their oral and written advocacy skills by preparing written pleadings and by appearing before trial courts and appellate court panels. Through participation in our project students will explore issues of error and inequality in the criminal justice system, including police and prosecutorial misconduct, the use of faulty scientific evidence, coerced confessions, unreliable eyewitness testimony, and ineffective assistance of counsel. The Exoneration Project is an intensive, rigorous experience designed for students who are committed to providing the best possible representation to deserving clients. Second-year students wishing to enroll in the Project are encouraged to take Evidence in their second year. Third-year students are required to complete, prior to their third year, Evidence and the Intensive Trial Practice Workshop. Students are also encouraged but not required to take Criminal Procedure I, and Criminal Procedure II. Students selected for this project will receive credit for the work they do in accordance with the credit rules for all other clinical programs.

Autumn 2013, Winter 2014, Spring 2014 - Tara E. Thompson; David B. Owens; Russell Ainsworth

Federal Courts

LAWS 41101 - 01 (3) +

This course will consider the functioning of the federal courts in our larger federal system. Particular attention will be paid to doctrinal questions pertinent to those intending to litigate in federal court or serve as federal law clerks.

It is recommended that students take Constitutional Law I before taking this class. The student's grade is based on a proctored final examination.

Winter 2014 - Aziz Huq

Federal Courts

LAWS 41101 - 01 (3) +

This course covers the role of the federal courts in the federal system. Topics will include the jurisdiction of the federal courts, Congress's power over those courts, litigation against federal and state governments and their officials, direct and collateral review of state-court decisions, and other doctrines.

There are no prerequisites other than Civil Procedure II, although Constitutional Law I will be useful.

The student's grade is based on class participation and a final take-home examination.

Spring 2014 - William P. Baude

Federal Criminal Justice Clinic

LAWS 67513 - 01 (2) +, a, w, s, x

The Federal Criminal Justice Clinic zealously represents indigent defendants charged with federal crimes and gives students a unique opportunity to practice in federal district court and the Seventh Circuit Court of Appeals and to write briefs to the United States Supreme Court. The FCJC is the only legal clinic in the country that exclusively represents indigent clients charged with federal felonies. We enter our federal district court cases at the time of the arrest, take them to trial or guilty plea and sentencing, and then carry them through appeal and beyond. As part of our broader mission to promote fairness in the criminal justice system, we also take Seventh Circuit appeals and write amicus briefs and petitions for certiorari to the Supreme Court. We have filed amicus briefs in two pending Supreme Court cases: A brief on behalf of The Sentencing Project and the ACLU in *Alleyn v. United States*, No. 11-9335, and a Criminal Law and Procedure Professors' Brief in *United States v. Davila*, No. 12-167.

FCJC students are generally assigned to cases in teams of two. Students interview clients and witnesses; meet regularly with clients at the federal jail; conduct and participate in bond hearings, preliminary hearings, arraignments, evidentiary hearings, plea hearings, sentencing hearings, and trials; research, write, and argue motions and briefs; negotiate with prosecutors and probation officers; and participate in case investigations. Students involved in our appellate litigation research and write briefs to the Seventh Circuit and the Supreme Court and conduct oral argument in the Seventh Circuit. The seminar component includes skills exercises, simulations, lectures, case rounds, and discussions. Students enter the FCJC in their 3L year, must spend a full year in the FCJC, and must put a minimum of two credits towards the clinic per quarter (a ten-hour-per-week time commitment). The pre-requisites/co-requisites are Evidence, Criminal Procedure I, and Professor Siegler's Federal Criminal Procedure course; these courses may be taken at any time during 2L or 3L year. It is strongly recommended that students interested in joining the FCJC take Professor Siegler's Federal Sentencing seminar

during 2L year, and take the Intensive Trial Practice Workshop at the beginning of 3L year.

Autumn 2013, Winter 2014, Spring 2014 - Alison Siegler; Erica K. Zunkel

Federal Criminal Practice

LAWS 47502 - 01 (2) x, m

This seminar, taught by two former Assistant United States Attorneys in Chicago and a litigation associate who focuses on white collar criminal defense work, will expand students' knowledge of the scope and application of federal criminal law, and will challenge students to think and act as practicing prosecutors and defense attorneys. The seminar will review five major areas of federal criminal law: (1) the role and scope of the federal criminal system; (2) narcotics and money laundering prosecutions; (3) the use of informants; (4) public corruption and mail fraud; and, (5) racketeering. Students will gain a working knowledge of the relevant case law on these topics, and will also review actual cases prosecuted in federal court in the Northern District of Illinois. This seminar is unique in that it will incorporate a practical component into the last four of these subject areas, including: writing and arguing a motion to suppress and a motion to dismiss, and writing and arguing an opening statement and closing argument. These practical exercises will be based on actual cases brought in federal court, and will give students an opportunity to represent both the government and the defendant.

Because of the practical component, class size will be strictly limited to 12 students. Students will submit for grading two written exercises (a motion to suppress, and a motion to dismiss), and will present or argue one of these assignments as well as either an opening or closing statement. These two written and two oral exercises will provide most of the basis for their grade. The two writings, up to ten pages each, will form the basis for 40 percent of each student's grade. The two practical exercises will form the basis for 40 percent of each student's grade.

Lastly, to foster discussion on every topic covered, class participation will comprise 20 percent of each student's grade.

Spring 2014 - John Lausch; Shannon T. Murphy; Daniel Rubinstein

Federal Criminal Procedure: From Bail to Jail

LAWS 47301 - 01 (3) x

This course surveys the federal criminal process from the formal filing of charges in court through trial and beyond. While Criminal Procedure I examines the procedural rules that govern police investigations, this course examines the procedural rules that govern the criminal process after an arrest. (This course is not called "Criminal Procedure II" because there are no prerequisites and it is not related to Criminal Procedure I.) The law that governs after formal proceedings have commenced is based largely on the Federal Rules of Criminal Procedure and on the Fifth and Sixth Amendments, but is less doctrinal and constitutional than the law that governs during the investigative stage of a case. Topics include: pretrial

release and detention, the preliminary hearing, the grand jury, the charging instrument, joinder and severance, discovery, selected trial issues (including confrontation rights), plea bargaining and negotiation, and sentencing. We also examine prosecutorial discretion and ethical issues surrounding the representation of criminal defendants. Various guest speakers typically visit class, including federal district court judges, an Assistant United States Attorney, and a criminal defense lawyer.

The final grade is based on an eight-hour take-home examination.

Autumn 2013 - Alison Siegler

Federal Regulation of Securities

LAWS 42401 - 01 (3)

This course will consider the federal rules governing the issuance of securities (both equity and debt) by corporations. Special emphasis will be placed on interpreting two federal statutes and a body of rules promulgated by the administrative agency responsible for regulating public securities markets.

Winter 2014 - M. Todd Henderson

Federal Regulation of Securities

LAWS 42401 - 01 (3) +

The securities laws govern the way in which a company may raise, and seek to raise, capital; they also impose substantial ongoing obligations upon companies and their security holders in both private and public contexts. Accordingly, the aim of this course is to provide a basic working knowledge of the securities laws to soon-to-be lawyers who will find themselves advising clients that seek to raise (or have raised) either public or private capital. The course will analyze methods of regulation (and possible alternative methods), the financial/institutional context in which the securities regulations exist, and the application of these regulations to real-world situations.

Corporation Law/Business Associations I/Business Organizations is a prerequisite, although it may be taken concurrently. LLM students who have completed comparable work in a prior JD degree may register by contacting the registrar.

Grades will be based on class participation and a final examination.

Spring 2014 - Thomas J. Miles

Federal Sentencing: Balancing Judicial and Prosecutorial Discretion

LAWS 47602 - 01 (3) w, x, m

The Supreme Court has dramatically changed the federal sentencing landscape in recent years, making federal sentencing the least settled and most dynamic area of federal criminal jurisprudence. This seminar examines the recent federal sentencing revolution in the context of the history of federal sentencing. We study the Federal Sentencing Guidelines and recent Supreme Court cases that try to define the Guidelines' proper role in sentencing. A central focus of the seminar is the ongoing

struggle to balance judicial discretion and prosecutorial discretion, and the fundamental tension this creates between the executive branch and the judiciary. The seminar also focuses on the debate over sentencing disparities. Reading materials are varied and include Supreme Court and lower court cases, the United States Sentencing Guidelines, law review articles, Sentencing Commission studies and reports, and Department of Justice internal directives. Various guest speakers will visit class, including a federal district court judge and an Assistant United States Attorney. Each student is expected to research and write a 20-25 page paper in response to a specific assignment. Students will be graded based on their written submissions and class participation. Second-year students interested in participating in the Federal Criminal Justice Clinic during their 3L year are encouraged to enroll in this seminar, although it is not a prerequisite or corequisite for the clinic.
Spring 2014 - Erica K. Zunkel

Federal Tax Policy Seminar

LAWS 55801 - 01 (2) +, x, m

This seminar will examine selected topics of current interest in federal tax policy. The exact mix of topics will depend (at least in part) on tax legislation under consideration by Congress. Students will be graded on a combination of class participation and five short reaction papers.
Winter 2014 - Julie Roin

Food and Drug Law

LAWS 94501 - 01 (3) w, c/1

This course explores legal and policy issues in the federal regulation of foods, drugs, medical devices, and other products coming within the jurisdiction of the FDA. It will examine substantive standards applicable to these products and procedural issues in the enforcement of these standards. It will also address the tension between state and federal regulation in this area, constitutional constraints on such regulation, and a variety of other issues relating to the development and marketing of regulated products. The student's grade is based on class participation and a final examination or major paper.
Spring 2014 - Jack R. Bierig

Foreign Relations Law

LAWS 97801 - 01 (3) e, x

This course examines the constitutional and statutory doctrines regulating the conduct of American foreign relations. Topics include the allocation of foreign relations powers between the three branches of the federal government, the status

of international law in U.S. courts, the scope of the treaty power, the validity of executive agreements and the power to declare and conduct war. The course will also focus on the political question and other doctrines regulating judicial review in foreign relations cases. Where relevant, current events will be explored, such as ongoing controversies regarding individual rights during wartime, the post-September 11 war on terrorism and the war in Iraq.

Grades will be based on a final examination.

Spring 2014 - Daniel Abebe

Fundamentals of Accounting for Attorneys

LAWS 79112 - 01 (3) s, x, m

This seminar will teach the basic fundamentals of accounting to better prepare you to recognize and understand financial business issues related to the practice of law. Topics include key accounting concepts, reading financial statements and financial statement analysis. The class sessions will include guest speakers presenting on current accounting hot topics such as Sarbanes Oxley, working with the SEC and forensic accounting (investigating accounting frauds).

The class is designed for those who have never taken an accounting class and/or have little financial background.

There are no prerequisites but you should not take this class if you have taken an accounting class before or if you have experience in finance or accounting.

Grades will be based on papers and a final examination.

Autumn 2013 - Philip Bach; Sean M. Young

Gendered Violence and the Law Clinic

LAWS 63313 - 01 (3, 4) a, s

This clinic explores the intersecting legal issues that face survivors of gender-based violence--both civil and criminal--and explores how well those systems work to help survivors achieve safety and stability. Students will explore these issues through a 2-hour weekly seminar, combined with 12 hours per week of field work spent working at LAF (Legal Assistance Foundation) in downtown Chicago. LAF provides a full-range of civil legal services to indigent clients in Cook County, and students will have the opportunity to explore the multitude of civil legal tools available to victims of domestic and sexual violence. Students will work primarily in LAF's Children and Family Practice Group, while accepting some assignments from LAF's Housing, Consumer, Public Benefits, and Immigrant and Workers' Rights Practice Groups. Students will assist with representation of domestic and sexual violence survivors to meet a broad range of legal needs, which could include protective orders, divorce and custody litigation, VAWA self-petitions and U-Visa applications, advocacy in child abuse and neglect proceedings, housing and eviction matters, unemployment insurance hearings, and TANF appeals. All students will be expected to interview clients, prepare written discovery, develop witness statements, conduct legal research, and draft pleadings, motions and court

orders. Third-year students eligible for a 711 license will appear in court under attorney supervision.

Students will be assigned to the various practice groups based on the capacity of LAF to accommodate the students into each practice area. Prior experience and language skills may be considered in determining each student's clinical placement. Students' grades will be based on participation in the seminar, evaluation of performance in the clinical field work, a series of reaction/reflection papers, a class presentation, and a simulated hearing exercise. Participation over both Winter and Spring quarters is required.

Winter 2014, Spring 2014 - Neha Lall

Greek Tragedy and Philosophy

LAWS 96303 - 01 (3) +, c/l, m

Ancient Greek tragedy has been of continuous interest to philosophers, whether they love it or hate it. But they do not agree about what it is and does, or about what insights it offers. This seminar will study the tragic festivals and a select number of tragedies, also consulting some modern studies of ancient tragedy. Then we shall turn to philosophical accounts of the tragic genre, including Plato, Aristotle, the Greek and Roman Stoics, Seneca, Lessing, Schlegel, Hegel, Schopenhauer, Nietzsche, Iris Murdoch, and Bernard Williams. If we have time we will include some study of ancient Greek comedy and its philosophical significance.

Admission by permission of the instructor. Permission must be sought in writing by September 15.

Prerequisite: An undergraduate major in philosophy or some equivalent solid philosophy preparation, OR a solid grounding in Classics, including language training. In other words, those who qualify on the basis of philosophical background do not have to know ancient Greek, but someone without such preparation may be admitted on the basis of knowledge of Greek and other Classics training of the sort typical of our Ph.D. students in Classics. An extra section will be held for those who can read some of the materials in Greek.

Autumn 2013 - Martha C. Nussbaum

Greenberg Seminar: Cheating

LAWS 95902 - 07 (1) a, x

This seminar will explore legal, ethical, and procedural issues inherent in questions of cheating and rule breaking in contexts ranging from sports and academics to private career advancement. We will look at the nature of rules and difficult distinctions that must be drawn such as why some rules are expected to be broken while others are not. We will explore the line between artificial performance enhancement as cheating on the one hand and as positive personal improvement on the other. For example, we will look at the different treatment of performance

enhancing drugs in athletics and in performance art. We will also explore how and when law and government should be involved in setting and enforcing rules.
Autumn 2013 - Anthony J. Casey; Nicholas Stephanopoulos

Greenberg Seminar: Crime and Politics in Charm City: A Portrait of the Urban Drug War

LAWS 95902 - 03 (1) a, x

We will explore these works on crime, politics, and policing in the City of Baltimore: David Simon, "Homicide: A Year on the Killing Streets," Davis Simon & Ed Burns, "The Corner: A Year in the Life of an Inner City Neighborhood," Peter Moskos, "Cop in the Hood: My Year Policing Baltimore's Eastern District," and all of "The Wire." We will focus particularly on the drug war - the economics and violence of the trade; the culture of the police bureaucracy; alternative law enforcement strategies such as informants and wiretapping; the politics of race, crime rates, and legalization; and the effects of addiction. But these works also examine, within Baltimore, the effects of declining blue collar jobs and weakening labor unions; the effects of race, incumbency, and corruption on local politics; the challenges and failures of urban education and child welfare agencies; and the role of the city newspaper in self-governance.

Preference is given to 3L students.

Graded Pass/Fail.

Autumn 2013 - Jonathan Masur; Richard H. McAdams

Greenberg Seminar: Korea

LAWS 95902 - 01 (1) a, x

Korea is a remarkable country. Politically, it remains divided along cold war lines, with one half still technically at war with the United States. The South is a relatively new democracy, but its politics are still dominated by the influence of powerful families (of both former dictators and powerful business groups). Economically, it is one of the most incredible success stories in history. In 1950, Korea was poorer than Egypt but today it has a per capita income about 8 times that of Egypt, and is one of the most dynamic economies in the world. Culturally, it is a paradox.

Rigidly hierarchical and conservative, it has nevertheless produced some of the best books and films of the past several decades. In this Greenberg seminar, we will explore the richness of Korea through several avenues. We will discuss several fiction and non-fiction books, as well as a recent Korean film. Students will be required, to the extent class schedules permit, to attend part of a one-day workshop on the Korean Constitution of 1948 on Friday October 25. Korean food and drink will accompany each of the evening sessions.

Autumn 2013 - Thomas Ginsburg; M. Todd Henderson

Greenberg Seminar: Law and Disaster

LAWS 95902 - 06 (1) a, x

The Greenberg seminar on law and disaster will examine different ways in which the law responds to, or prepares for, disasters, and how disasters shape the law. Natural calamities like Hurricane Katrina, mass accidents like the Titanic, environmental tragedies like a large oil spill, economic crashes like the collapse of the financial markets, impending catastrophes like climate change, and even colossal legal blunders -- all have met patterns of legal responses that are uniquely shaped by the social and psychological attitudes towards disaster.

Autumn 2013 - Omri Ben-Shahar; William H. Hubbard

Greenberg Seminar: Southern Literature and the Law

LAWS 95902 - 02 (1) +, a

In this seminar we will discuss a group of classic works of nineteenth and twentieth-century Southern literature, asking what light they shed on legal issues, particularly those connected to race and gender. We begin with Harriet Beecher Stowe and Mark Twain, then move to the twentieth century, where the primary authors read will be William Faulkner, Katherine Anne Porter, Flannery O'Connor, Zora Neale Hurston, and Ralph Ellison.

Candidates should submit to both instructors a statement describing their background in literature and their reasons for wanting to take the seminar. Please apply as early as you can, since we usually fill spaces in the order of application (saving three slots for LL.M. students).

This seminar is capped at 15.

Graded Pass/Fail.

Autumn 2013 - Martha C. Nussbaum; Richard A. Posner

Greenberg Seminar: States and Markets in American History

LAWS 95902 - 05 (1) a, x

From the colonial period to the twentieth century, America evolved from a colonial outpost into the world's largest economic power. Its tremendous growth was embedded in and helped to facilitate broader transformations in the state and society. This Greenberg samples from a recent resurgence in historical literature on the social, political, economic, and cultural dimensions of American capitalism. It aims to take up developments such as (but not limited to) the proliferation of state institutions for managing risk, the rise of transnational corporations, the history of antitrust, globalization, and the expansion of marketing and distribution.

Autumn 2013 - Aziz Huq; Laura Weinrib

Greenberg Seminar: The Rise of Women

LAWS 95902 - 04 (1) a, x

Popular literature and academic writing have taken up the "gender upheaval" of recent years. Women are a substantial majority of college graduates, and not only

in the United States. Many professions have been transformed by the rise of women – or is it the fall of man? Law firms may be next, though our profession seems harder to conquer. In this seminar we will read and discuss several books including Hanna Rosin, *The End of Men and the Rise of Women* and Paul Seabright, *The War of the Sexes*.

We will meet on specified Thursday evenings during the Autumn and Winter Quarters. Please do not sign up for this seminar if you have other obligations on Thursday evenings between 7:30-9:30. Meetings will be in Professor Levmore and Roin's home, where we will be joined by a different visiting faculty member at each meeting. Tentative dates: October 10, 24; November 7; January 16, 30; February 6. Autumn 2013 - Saul Levmore; Julie Roin

Health Law and Policy

LAWS 78801 - 01 (3) w, c/1

This course will explore various policies that underlie regulation of the provision of health care in the United States. We will begin with an examination of the principal government programs for financing the delivery of health care in America, Medicare and Medicaid. This first third of the course will focus on how these programs seek to resolve the tension between controlling costs, promoting quality, and assuring access. We will next address other federal legislation affecting the delivery of health care, including the Affordable Care Act. We will then move to a consideration of policy issues relating to managed care organizations, including the functioning of these organizations and the impact of ERISA on their actions. Next, we will explore issues relating to the behavior of physicians, hospitals, and nursing homes. This exploration will focus on the impact of the antitrust, labor, and tax laws on these entities. The goal of the course is to expose the student to the conflicting law and policy issues that impact on the delivery of health care in this country.

Winter 2014 - Jack R. Bierig

Higher Education And The Law

LAWS 52102 - 01 (3) w, x, m

The university has long maintained that its history and role as a creator of knowledge and refuge for society's critics require that the government and the courts extend a special respect to the academy's need to govern itself. This seminar discusses how the courts have dealt with this argument in areas such as academic freedom; student admissions and discipline; faculty tenure, dismissal, and unionization; and teaching and research restrictions. Discussions focus on the competing interests of society and the university and the role of the courts in balancing these interests. The student's grade is based on class participation and a major or substantial paper. This seminar may be taken for fulfillment of the Substantial Writing Requirement.

Winter 2014 - Arthur M. Sussman

Historic Preservation Law

LAWS 61302 - 01 (2) x, m

In this seminar on historic preservation law, we will study the rationale for preserving historic resources; the tension between private property rights under the constitution and the public benefit of preserving our historic heritage; the standards for designating landmarks; federal, state and local laws regulating landmarks; tax and other financial incentives to encourage preservation of historic buildings; and governmental regulation of historic churches. The Law School's historic Eero Saarinen building will illustrate the issues arising in using and rehabbing older structures for modern uses. Prior courses in land use or real estate are helpful.

Your grade will be based upon short reaction papers and your participation and attendance.

Spring 2014 - Richard F. Friedman

Historical Semantics and Legal Interpretation: Questions and Methods

LAWS 51601 - 01 (2 to 3) +, r, w, c/l, m

This seminar aims to combine methodologies in research on historical jurisprudence and in theoretical and computational linguistics, with a view to understanding the meanings of words and phrases in context. We will examine theories of textual meaning from legal studies and linguistics, including originalism, textualism, common law constitutionalism, and other methods that require the interpreter to have a theory of which written sources, and which words, count for purposes of determining constitutional meaning. The seminar will also introduce distinctions from formal semantics and pragmatics concerning the construction of meaning, and corpus-based modeling of lexical meaning. The seminar thus aims to acquaint students with these techniques, to apply them to several interpretive questions (e.g., those surrounding the Second Amendment), and to model how such research can be conducted for questions of the students' own interest.

Third hour of course optional for Law students.

16 seats will be initially allocated to Law School students and 10 to Linguistics students.

Law students wishing to enroll in the seminar should email a short statement of interest to both professors, including their background in relevant areas and the reasons for their interest in the seminar, by August 20. Linguistics students should email no later than December 17.

Winter 2014 - Alison LaCroix; Jason Merchant

Housing and Development: Law and Policy

LAWS 98903 - 01 (3) r, x, m

In this seminar we will explore a range of issues concerning American housing law and policy. Topics will include the historical development of interventions in the housing market as well the economic justifications for these interventions.

Regulatory and spending programs will be compared and contrasted. We will consider the current mortgage and mortgage foreclosure crisis and its implications for housing policy and law. In addition, we will discuss comparative advantages and disadvantages of government programs designed to stimulate supply and those geared to increasing demand. One class will also be devoted to issues of housing discrimination. We live in a wonderful laboratory for studying what does and does not work in housing policy. Therefore, where appropriate, we will draw comparisons and contrasts between housing laws and policies in Chicago and those of the nation as a whole.

Winter 2014 - Michael H. Schill

Housing Initiative Clinic

LAWS 95013 - 01 (1 to 2) a, s

The Housing Initiative is a transactional clinic in which students provide legal representation to community-based housing developers, tenant groups, and other parties involved in affordable housing development. Students serve as deal lawyers, advising clients on structuring issues; negotiating, drafting and reviewing construction loan documents, construction contracts, purchase and sale agreements, partnership agreements, and other contracts; securing zoning and other governmental approvals; assisting clients in resolving compliance issues under the applicable state and federal housing programs; and participating in the preparation of evidentiary and closing documents. Some of our work also involves community organizing and legislative and policy advocacy around affordable housing and public housing issues. In addition to working on specific transactions and projects, students in the Housing Initiative Clinic meet as a group in a weekly seminar in Autumn quarter, and periodically during Winter and Spring quarters, to discuss the substantive rules and legal skills pertinent to housing transactions and to examine emergent issues arising out of the students' work. During the fall quarter seminar, returning clinic students need only attend the first hour; new students should attend for the full two hours.

Academic credit for the Housing Initiative Clinic varies and is awarded according to the Law School's general criteria for clinical courses as described in the Law School Announcements and by the approval of the clinical faculty.

Autumn 2013, Winter 2014, Spring 2014 - Jeffrey E. Leslie

Immigration Law

LAWS 50001 - 01 (2)

This course will focus on an examination of US immigration policy with respect to the admission and exclusion of immigrants. In particular, the class will focus on: the federal government's authority over immigration law and policy; deportation and removal; the intersection of criminal and immigration law; family-based and employment-based immigration; the law of asylum; and the regulation of undocumented immigrants.

The student's grade is based on a take-home final examination.

Winter 2014 - Elizabeth Frankel

Independent Research

LAWS 49901 - 01 (1 to 3) +, r, w

Second-year, third-year, and LL.M. students may earn course credit by independent research under the supervision of a member of the faculty. Such projects are arranged by consultation between the student and the particular member of the faculty in whose field the proposed topic falls.

Autumn 2013, Winter 2014, Spring 2014 - Faculty

Institute for Justice Clinic on Entrepreneurship

LAWS 67613 - 01 (1) +, a, s

The Institute for Justice Clinic on Entrepreneurship, or IJ Clinic, provides legal assistance to low-income entrepreneurs who are pursuing the American Dream in spite of legal obstacles. IJ Clinic students develop practical skills in transactional lawyering while helping creative entrepreneurs earn an honest living, innovate, and build businesses that build neighborhoods. Students advise clients on issues such as business formation, licensing, zoning, strategic relationships, intellectual property protection, and regulatory compliance. Students become trusted advisors for their clients and have the opportunity to consult with clients on business developments; draft and review custom contracts; negotiate deals; research complex regulatory schemes and advise clients on how to comply; and occasionally appear before administrative bodies.

Academic credit varies and will be awarded according to the Law School's general criteria for clinical courses as described in the Law School Announcements and by the approval of the clinical staff.

The seminar Entrepreneurship & The Law is a pre- or corequisite unless a student has received special permission from the IJ Clinic instructors.

A commitment of at least two quarters is required.

Autumn 2013, Winter 2014, Spring 2014 - Elizabeth W. Kregor; Erika Harford

Intellectual Property-based Finance and Investment

LAWS 95113 - 01 (3) w, x, m

Developed economies once resembled a stable three-legged stool -- manufacturing, services and invention. Today, only Intellectual Property ("IP") and the value it generates remains to support the standard of wealth developed nations have come to enjoy. IP now dwarfs all assets in value-at-risk with intangible assets accounting for over 75 percent of a company's market capitalization. The seminar will focus on two general topic areas related to IP. First, the class will examine the multiple markets for IP which exist. Second, the class will focus on IP-based asset management and investment banking practices in an attempt to illustrate how economic value can be extracted from IP as an asset class.

Autumn 2013 - Michael D. Friedman

Intensive Trial Practice Workshop

LAWS 67503 - 01 (3) +, s, u

This practicum teaches trial preparation, trial advocacy, and strategy through a variety of teaching techniques, including lectures and demonstrations, but primarily through simulated trial exercises. Topics include opening statements, witness preparation, direct and cross examination, expert witnesses, objections at trial, and closing argument. Practicing lawyers and judges are enlisted to provide students with lectures and critiques from varied perspectives. The practicum concludes with a simulated jury trial presided over by sitting state and federal court judges.

Open to J.D. students only.

Evidence is a prerequisite.

Students taking the Intensive Trial Practice Workshop may enroll in Pre-Trial Advocacy.

Completion of this workshop partially satisfies one of the requirements for admission to the trial bar of the United States District Court for the Northern District of Illinois.

This practicum is open only to students entering their 3L year and limited to 48 with preference given to students who have been accepted into a Litigation Clinic course. Students who have taken Trial Advocacy (LAWS 67603), Poverty and Housing Law Clinic (LAWS 90512), or Trial Practice: Strategy and Advocacy (LAWS 91702) may not take this course.

The student's grade is based on class participation.

This practicum meets daily for approximately six hours, September 16-27. The simulated trial will be on September 28, time TBD.

Autumn 2013 - Herschella G. Conyers; Craig B. Futterman; Randolph N. Stone; Erica K. Zunkel

International Arbitration

LAWS 94602 - 01 (3) w, s, x, m

This seminar gives students a practical foundation in the mechanics of international commercial arbitration and an understanding of the tactical choices that frequently confront international arbitration practitioners. With the emergence of the global economy and the explosive growth of cross-border transactions and multinational joint ventures, international arbitration has become the leading mechanism for resolution of international commercial disputes. With parties increasingly unwilling to accept the risks of litigation in the local courts of their foreign business partners, international arbitration agreements are now a mainstay of cross-border commercial transactions. Topics include the crafting of effective international arbitration agreements, the relative advantages and disadvantages of ad hoc UNCITRAL-style arbitration and institutional arbitration (ICC, AAA, etc.), the rules of procedure that govern international arbitration, the difficult procedural issues that commonly arise in international arbitration (such as the availability and extent of discovery, the consolidation of parties and claims, etc.), procedural and substantive issues applicable to investor-state arbitration, the effective presentation of evidence, and the enforcement of international arbitral awards.

The student's grade is based upon the quality of preparation for and oral participation in the seminar, as well as the quality of a required research paper.
Spring 2014 - Alan D'Ambrosio

International Environmental Law

LAWS 92702 - 01 (3) w, c/l, x, m

This seminar examines the question of how global resources like rare species, marine environments, and clean air can be protected within an international legal framework where state actors reign supreme. Sources of international environmental law and associated enforcement mechanisms will be discussed with reference to various environmental problems including climate change, ozone depletion, transboundary air pollution, loss of biodiversity, and hazardous waste disposal. The relationship between development and environmental protection will receive particular attention throughout the seminar, as will issues arising from the evolving role of non-state actors.

Spring 2014 - Georgie B. Geraghty

International Finance

LAWS 48901 - 01 (3) r, w, c/l, x, m

Today the volume of international financial flows far exceeds the volume of international trade. This seminar addresses the international regulatory aspects of U. S. domestic banking and security markets and contrasts them with foreign markets. The focus is on U.S., European, and other regulatory systems and the role of international financial institutions. In addition to introductory material on U.S. banking and securities regulation, foreign exchange markets, and the growth of

Eurocurrency markets, two particularly current topics will be addressed: (1) international regulatory aspects of the recent international financial crisis and (2) changes in U.S. law made or under consideration to respond to that crisis. Special attention will be paid to the "Euro problem" and to Chinese financial markets.
Winter 2014 - Kenneth W. Dam

International Human Rights Clinic

LAWS 67913 - 01 (2) +, a, s

The International Human Rights Clinic works for the promotion of social and economic justice globally, including in the United States. The Clinic uses international human rights laws and norms as well as other substantive law and strategies to draw attention to human rights violations, develop practical solutions to those problems using interdisciplinary methodologies, and promote accountability on the part of state and non-state actors. The Clinic works closely with non-governmental organizations to design, collaborate, and implement projects, which include litigation in domestic, foreign, and international tribunals as well as non-litigation projects, such as documenting violations, legislative reform, drafting reports, and training manuals. Students work in teams on specific projects and will develop their international research, legal writing, oral advocacy, communication, interviewing, collaboration, media advocacy, and strategic thinking skills. Additionally, students will critically examine the substance and application of human rights law, as well as discuss and confront the ethical challenges of working on human rights problems globally, and develop new techniques to address human rights violations, including those involving economic and social rights and women's rights.

Students who enroll in the Clinic in the Autumn quarter are required to continue in the Winter and Spring quarters. During the Autumn quarter students will also be required to take a International Human Rights Lawyering Class where interviewing, cultural competency, strategy in the international context, and other relevant skills will be developed through simulation exercise, assignments, and discussion of case studies. In addition, students are encouraged, but not required to take a course in International Human Rights Law.

Some students may have the option (but are not required) to undertake international or domestic travel in connection with their projects during the break between Autumn and Winter Quarter or the break between Winter and Spring Quarter. Students will receive two credits each quarter in the International Human Rights Clinic in accordance with the Law School's general criteria for clinical courses as described in the Law School Announcements and by the approval of the clinical faculty.

Autumn 2013, Winter 2014, Spring 2014 - Sital Kalantry

International Human Rights Law

LAWS 96101 - 01 (3) r, w, c/1

This course is an introduction to international human rights law, covering the major instruments and institutions that operate on the international plane. It includes discussion of the conceptual underpinnings of human rights, the structure of the United Nations System, the major international treaties, regional human rights machinery, and the interplay of national and international systems in enforcing human rights. It will also provide an introduction to international relations theories: When and why do states commit to international human rights standards? And when does international human rights law actually make a difference on the ground? To illustrate these themes, the course will draw when possible on current international events covered in the media.

Autumn 2013 - Mila Versteeg

International Human Rights Lawyering Skills

LAWS 96203 - 01 (2) s, x, m

In this seminar, students will learn the tools and develop the skills to conduct international human rights work, including international field-work and fact-gathering, interviewing witnesses and victims of abuses, assessing various litigation and non-litigation strategies, conducting legal research using diverse sources, evaluating successes and challenges, developing cross-cultural competency skills, and the ethical challenges of international work.

The grade for the class will be based on class participation, in-class simulation exercises, and short assignments.

This seminar is a pre-requisite or co-requisite for students who are or intend to enroll in the International Human Rights Clinic.

Enrollment limited to 15 students.

Autumn 2013 - Sital Kalantry

International Litigation in U.S. Courts

LAWS 93605 - 01 (3) x, m

This seminar will explore international issues that arise in civil litigation in U.S. courts. We will consider the various procedural issues that arise when courts are presented with foreign parties, foreign conduct, foreign evidence, and foreign states, and the various international and domestic legal sources that govern how U.S. courts must deal with these ever-increasing complexities in civil litigation.

Topics will include subject-matter and personal jurisdiction, forum and venue, choice of law, foreign judgments, and foreign states.

Grading will be based on a final examination, a presentation and short paper, and class participation.

Autumn 2013 - Zachary Clopton

Introductory Income Taxation

LAWS 44121 - 01 (3) x

This course provides an introduction to the essential elements of the federal income tax, with a special emphasis on the taxation of individuals. The topics covered include the nature, timing and measurement of income, the role played by "basis" in calculating gain (and loss) in transactions involving property, the boundary between personal and business expenditures, and the use of the tax system to provide behavioral incentives and disincentives. The course stresses the complex interactions between political and administrative concerns in the tax system.

Autumn 2013 - Julie Roin

Introductory Income Taxation

LAWS 44121 - 01 (3)

This class provides an introduction to federal income tax law. Topics covered in this course include (but are not limited to) what constitutes income; deductions; the tax treatment of gains and losses; realization and timing; tax shelters. The class uses a combination of lectures, class discussion and problems, focusing on the application of the Internal Revenue Code, Treasury Regulations, cases, and other sources of tax law. Policy issues underlying the tax law will also be analyzed.

This class has no prerequisites.

Winter 2014 - Dhammika Dharmapala

Islamic Law and Finance

LAWS 80222 - 01 (3) w, c/1, x, m

This seminar will provide students with an overview of the modern Islamic finance industry. We will review the basic sources of Islamic law and jurisprudence and consider the prohibitions on unjustified increase (riba) and excessive risk (gharar). We will explore the classical rules of Islamic contract and commercial law and their application in the modern context. The growth of the modern Islamic finance industry from the 1970's to the present will be examined. The main Islamic financial products will be reviewed. We will consider legal questions in structuring transaction documentation. We will explore the ethical underpinnings of Islamic finance and the social justice questions highlighted by the intersection of religion and finance. Regulatory issues will be discussed. We will also consider the political environment in which Islamic finance currently operates. The seminar is intended to familiarize students with the essential legal framework of the rapidly emerging market for highly technical and sophisticated Islamic financial products.

Autumn 2013 - Cynthia Shawamreh

Jurisprudence I: Theories of Law and Adjudication

LAWS 47411 - 01 (3) e, x

An examination of classic jurisprudential questions in and around the theory of adjudication: the theory of how judges actually do decide cases and how they

ought to decide them. These questions include: Do legal rules really constrain judicial decision-making? What makes a rule (or norm) a rule of the legal system? Are principles of morality legally binding even when such principles have not been enacted into a law by a legislature? (Relatedly, are there objective principles of morality?) When no legal norm controls a case, how ought judges to decide that case? Can there be right answers to legal disputes, even when informed judges and lawyers disagree about the answer? Are there principles or methods of legal reasoning that constrain judicial decision-making, or is legal reasoning essentially indeterminate, such that a skillful judge can justify more than one outcome for any given dispute? Is judicial decision-making really distinct from political decision-making of the sort legislators engage in? Readings drawn exclusively from major twentieth-century schools of thought - especially American Legal Realism (e.g., Karl Llewellyn, Jerome Frank), Natural Law (e.g., Ronald Dworkin, John Finnis), and Legal Positivism (e.g., H.L.A. Hart, Joseph Raz) - supplemented by other pertinent readings (from Leslie Green, Richard Posner, and the instructor, among others). No familiarity with either jurisprudence or philosophy will be presupposed, though some readings will be philosophically demanding, and the course will sometimes venture into (and explain) cognate philosophical issues in philosophy of language and metaethics as they are relevant to the core jurisprudential questions.

Attendance at the first session is mandatory for those who want to enroll.

Take-home essay exam.

Spring 2014 - Brian Leiter

Labor History and the Law

LAWS 92103 - 01 (3) r, w, c/l, x, m

This seminar examines the historical relationship between American workers and the law. It focuses on legal contests over workers' rights in the courts, legislatures, and administrative agencies during the late-nineteenth and twentieth centuries. Readings explore the ways in which law has shaped labor solidarity, class formation, and strategies for organization and resistance. They also consider the influence of organized labor and of labor law on mobilization for social change, including the movements for civil liberties and civil rights. The seminar concludes by exploring current trends in American labor relations, including recent efforts to curtail the collective bargaining rights of public employees.

Autumn 2013 - Laura Weinrib

Labor Law

LAWS 43101 - 01 (3)

This course examines the statutory, administrative, and judicial law governing collective labor relations. The principal subjects are union organizing and collective bargaining, with particular attention to the National Labor Relations Act. Students consider the strategies adopted by labor groups, employers, and legal actors in

response to evolving economic and social conditions. The course draws on historical and comparative perspectives to evaluate emerging alternatives to the existing labor law regime.

Grading is based on class participation and a final examination.

Winter 2014 - Laura Weinrib

Land Use

LAWS 61301 - 01 (3)

Few areas of law have as immediate an impact on our lived environment than the law of land use. This course will provide a broad introduction to the theory, doctrine, and history of land use regulation. Topics will include zoning, homeowners' associations, nuisance, suburban sprawl, eminent domain and regulatory takings. Throughout, we will discuss the ways land use regulation affects important human values, such as economic efficiency, distributive justice, social relations, and the environment. Readings will be drawn from the leading cases as well as commentary by scholars in the fields of law, architecture, and planning.

Spring 2014 - Eduardo M. Peñalver

Law and Advances in Medicine

LAWS 93302 - 01 (3) w, c/l, x, m

This seminar will address the intersection of medicine, science, and law, focusing on issues related to human research, informed consent, the "new genetics," and other advances in biotechnology.

Enrollment is limited to 10 students.

Students will write a significant research paper, submitted in three stages, which can be used to satisfy the Writing Project requirement and which will count for 50 percent of the grade.

A Writing Project paper can be submitted on the first day of the following quarter.

The other 50 percent of the grade will be based on class participation.

Spring 2014 - Julie G. Palmer

Law and Literature

LAWS 99302 - 01 (2) x, m

In the profession of Law, words and stories are critical. It is no coincidence that much of our greatest literature has issues of law as its main theme. Both law and literature use the literary imagination to construct a persuasive and engaging dramatic narrative. The similarities found in legal and literary uses of narrative and the frequency of legal themes in fiction provide the skilled reader many opportunities to better understand both law and literature through a study of their intersection.

In this seminar, we will use the connections between law and literature to examine the development of law and the role of narrative in the practice of law. Through

readings and discussion of great literature, we will critically analyze legal themes from their pre-law beginnings as wild justice through the development of law as an institution. We will apply the critical reading skills that are so essential in the interpretation of constitutions, statutes, rules, judicial opinions and documents to the understanding of literary texts, for which they are equally essential. To provide us with imaginative illustrations of legal issues, we will read selections ranging from Beowulf, Plato, Sophocles, Shakespeare and Milton, to works by Kafka, Tolstoy and Melville.

Winter 2014 - Randy L. Berlin

Law and Practice of Zoning, Land Use, and Eminent Domain

LAWS 90602 - 01 (2 to 3) w, s, x, m

This seminar is a multi-disciplinary, multi-partisan discussion of the balance between private property rights and governmental regulation in land development. We primarily address (i) constitutional bases of private rights and public land use planning; (ii) eminent domain, takings and exactions (including impact fees and delays); (iii) current manifestations of local and regional planning and zoning, including City of Chicago Zoning Reform; and (iv) legal procedures and practical strategies for obtaining public financial incentives, land use approvals, and "relief" for real estate development projects, large and small.

Prior course work in real property and constitutional law are encouraged.

Course materials include cases, academic and trade-group commentaries, press coverage, and narrative and graphic exhibits for specific development projects.

The student's grade is based on attendance, spirited class participation, and, at each student's election, either a paper or an open-book examination. Students writing a paper of 25 or more pages will earn 3 credit hours. Students taking the exam or writing a shorter paper of approximately 15 pages will earn 2 credit hours.

Autumn 2013 - Thomas F. Geselbracht; Theodore Novak; Paul W. Shadle

Law and Religion

LAWS 97522 - 01 (3)

This course will cover the constitutional law of religion as well as related statutes, such as the Religious Freedom Restoration Act and antidiscrimination laws. Topics will include free exercise accommodations, religious expression in public spaces, the relationship between religion and the state, and the significance of religious institutions.

Winter 2014 - Eduardo M. Peñalver

Law and the Mental Health System

LAWS 47001 - 01 (3) r, w

The course examines the interrelationship between legal doctrine; procedural rules; medical, cultural, and social scientific understandings of mental disability; and institutional arrangements affecting the provision of services to the mentally

disabled. Consideration is given to admission to and discharge from mental health facilities, to competency to consent to or to refuse treatment, to surrogate decision-making for those found incompetent, to the rights of those confined in mental health facilities; to discrimination against the mentally disabled, and to the rights of the mentally disabled in the criminal justice system.

Grades are based on a final paper or a final take-home exam, and class participation.

Autumn 2013 - Mark J. Heyrman

Leadership

LAWS 75102 - 01 (2 to 3) +, r, w, s, m

The divide between law and business is becoming increasingly blurred as clients look to their lawyers not merely for legal advice but also for leadership and results-focused solutions to complex business problems. Increasing competition, early specialization, and client cost constraints provide junior attorneys with few opportunities to develop the skills necessary to meet these increasing expectations. Through this highly intensive seminar, students will develop the judgment and practical skills necessary to become effective leaders and problem solvers, as well as an understanding of the theoretical foundations of effective leadership. Topics will include project management, strategic vision, forms of influence, and business leadership. Materials will include cutting-edge research, case histories, videos, and literature. Class sessions occasionally will include speakers who have played important leadership roles.

The student's grade will be based on active and insightful class participation, reflection papers on assigned readings, and a final paper on an instructor-approved topic of the student's choosing (examples of potential topics include leadership in alliance formation, variations in governing board structures, performance consequences of executive succession, and leadership in outsourcing relationships). The seminar will require substantial out of class work and class participation will count toward the grade. Students will be developing leadership presentations and completing major projects outside of class. Enrollment is very limited given the unique nature of this seminar, and instructor approval is required. If there is sufficient student interest, there may be a follow-on leadership seminar offered in the Spring.

A 2-credit option is available with permission of instructor.

Winter 2014 - David J. Zarfes

Leading, Following, and Parting Ways

LAWS 75104 - 01 (3) x, m

How does one become a leader? Are leaders born or are they made? Do all leaders employ the same leadership style? What is the proper relationship between leaders and those they lead? This seminar will answer these questions by helping students to think critically about what makes for successful leadership and self-aware

followership. Lessons and examples are drawn from history, literature, philosophy, politics, business, and law. The seminar is broken into two parts. In the first part, we will examine the moral psychology of leadership by reading works from Adam Smith, Benjamin Franklin, William Shakespeare, and Thorstein Veblen, among others. In the second part, we will examine the perils and possibilities for those who are members, but not heads, of a common enterprise. The authors we will discuss include Frederick Winslow Taylor, Karl Marx, George Orwell, and Michael Lewis.

Spring 2014 - John P. Rollert

Legal Elements of Accounting

LAWS 79102 - 01 (1) s

This mini-course introduces accounting from a mixed law and business perspective. It covers basic concepts and vocabulary of accounting, not so much to instill proficiency with the mechanics of debits and credits as to serve as a foundation from which to understand financial statements. The course then examines accounting from a legal perspective, including consideration of common accounting decisions with potential legal ramifications. It also analyzes throughout the reasons for and roles of financial accounting and auditing, as well as the incentives of various persons involved in producing, regulating, and consuming financial accounting information. The course will touch on some limitations of, and divergent results possible under, generally accepted accounting principles. Current cases, proposals, and controversies will be discussed.

Attendance and participation will be very important.

Grades will be based on a take-home final examination.

Students with substantial prior exposure to accounting (such as students with an MBA, joint MBA/JD, and undergraduate finance or accounting majors) may not take the course for credit.

Class will meet for nine sessions, five days during week 1 (M-F Jan 6-10, 2014) and four days during week 3 (T-F Jan 21-24, 2014), and completion earns one credit.

Winter 2014 - John R. Sylla

Legal Issues in International Transactions

LAWS 42504 - 01 (3)

This course explores the complex legal and political issues common in international transactions. It provides a brief introduction to a range of potential challenges for corporations engaging in international transactions including choice of law issues, extraterritorial regulation, international arbitration and investment rules, enforcement of arbitral awards, and compliance with the Alien Tort Statute and Foreign Corrupt Practices Act, among other areas.

Grades will be determined through a final examination.

Winter 2014 - Daniel Abebe

Legal Profession

LAWS 41002 - 01 (3) p, x

This course, which satisfies the professional responsibility requirement, will consider the law and the ethics governing lawyers. Among the topics that will be examined are the nature of the lawyer-client relationship, competency, confidentiality, conflicts of interest, and some fundamental questions about who we are and what we stand for as lawyers.

A student's grade is based on a final examination.

This class will be capped at 50.

Autumn 2013, Spring 2014 - Barry S. Alberts

Legal Profession: Ethics

LAWS 41002 - 02 (3) w, p, x, m

This seminar addresses ethical considerations raised during the practice of law, including strategic, practical, and moral considerations with which attorneys should be familiar. Using materials from a leading casebook, the rules, and cases or articles of particular interest, we will discuss both the rules and the ethical situations that lawyers face in a variety of situations. There will be a particular focus on the ambiguities of how to handle particularly difficult issues encountered in the practice of law and the rules and framework to which attorneys can turn in determining how to handle those issues.

This seminar will be taught as a participatory class.

Students will be evaluated both on the quality of their participation, and on the basis of a paper of 20 pages in length on a topic relating to professional responsibility chosen by and of particular interest to the student.

Attendance is mandatory.

Autumn 2013 - Adam Hoeflich

Legalistic Wrongdoing in Hitler's Europe and Postwar Restitution in American Federal Courts

LAWS 96104 - 01 (3) w, x, m

This seminar studies the discourse and doctrine of two major legal systems that functioned in Hitler's Europe to provide sustenance to an ongoing genocide. With a focus on courts and lawyers in Nazi Germany and in Vichy France, the readings involve primary documents, books, and articles about the way entire legal communities, with few protesters, used recognizable legal language and judicial institutions to accommodate grotesque variations upon what had been sound structures of reasoning and decision-making. We look not only at "what happened" but at "why" intelligent lawyers, trained in pre-War traditions including those of due process and egalitarianism, folded their tents and helped create a structure that totally violated those traditions. A connection will be made to contemporary American law, both in flagging analogous challenges in the 21st century and also in tracking in some detail litigation on behalf of Holocaust survivors or their heirs in

American federal courts over the past 20 years, litigation that is ongoing in Chicago district court as the seminar proceeds.

Spring 2014 - Richard H. Weisberg

Legislation and Statutory Interpretation

LAWS 44201 - 01 (3) e, x

Much of lawyers' work today involves the close reading and interpretation of statutes or like texts. The focus of this class is the study of current interpretive theories and their application. The class also encompasses political theory and public choice approaches to the legislative process as they relate to legal interpretation. The class has the aim of bolstering students' capacity to work with statutes in law school and beyond. At the end of the class, students should have a thorough grasp of the process through which statutes are produced by the legislative branch and their interpretation by the courts.

The student's grade is based on class participation and a final examination.

Spring 2014 - Jennifer H. Nou

Life in the Law

LAWS 99403 - 01 (2) w, x, m

This seminar will explore the various definitions and valuations of life across diverse areas of the law. Readings will include seminal cases in reproductive rights, assisted suicide, right-to-die, and capital punishment. Background readings in related areas, i.e., scientific journals, papers, etc. will also be required. The seminar will discuss policy decision-making including actuarial analysis and social, medical and religious values inherent, implicit or ignored in the legal analysis.

Students will be required to write three short papers, co-draft a statute in one area of law, and participate in jury deliberations.

Grade will also be based on class participation.

Spring 2014 - Herschella G. Conyers

Litigation Laboratory

LAWS 91563 - 01 (3) s, x, u

This simulation class brings lawyers and students together to analyze and develop aspects of the lawyers' ongoing cases. It allows good lawyers to use law students for collaborative help with open cases, and allows law students to learn litigation skills by working with the lawyers. A different lawyer with a different case will participate in most class sessions. Typically the lawyer will provide materials for the students to review before the class. During the class, students will discuss, argue, debate, and work with the lawyer to solve hard issues. Following each class, students will complete written materials analyzing and evaluating the problem. In

classes when lawyers are not included, students also learn practical litigation skills through various advocacy exercises.

Students will be graded based on active participation and their written materials.

Winter 2014 - James A. Clark; Catherine M. Masters

Local Government Law

LAWS 71701 - 01 (3) e, x

This course examines the law regarding provision of public goods and services at the state and local level. It explores the way in which local government law addresses the issues of what services a local government should provide, which residents should receive those services, who should pay for the services provided, and who should provide the answers to the previous questions. It explores the relationship among federal, state, and local governments, with particular emphasis on judicial analysis of the constitutional and statutory bases of those relationships. Grading is based on a proctored final examination; participation may be taken into account as indicated on the syllabus.

Spring 2014 - Lee Fennell

Major Corporate Transactions: Legal and Business Issues

LAWS 64403 - 01 (2) x, m

This seminar focuses on the issues that arise in structuring large-scale transactions across a large number of areas, such as mergers and acquisitions, initial public offerings, and corporate reorganizations.

Grades will be based on a series of reaction papers.

Autumn 2013 - Douglas G. Baird

Managing Risk in a Global Economy

LAWS 73913 - 01 (3) w, s, m

In today's global economy, companies, investors and other economic actors are operating on a cross-border basis more than ever before. As a result, they are faced with the daunting prospect of managing legal, regulatory and other business risks in a multitude of countries across the globe. This seminar will introduce students to the intriguing challenges of managing cross-border legal, regulatory and other risks in today's global and increasingly complex and interconnected economy. The seminar will cover an array of substantive issues including, among other things, anti-corruption, regulation, economic sanctions, managing cross-border liability risks, tools for the effective resolution of cross-border litigation, including the use of bilateral investment treaties, and the management of political and country risks. The Seminar also will explore the various dimensions of the General Counsel role in today's multinational enterprises, as well as the important relationship between counsel (in-house and external) and company management in effectively managing risk on a global basis.

The seminar will be taught on the basis of readings as well as case studies.

The format of the seminar will depend heavily upon active student participation. Law students and business students are both encouraged to participate in the seminar.

Students will be graded based upon the quality of their preparation for and active participation in the seminar, as well as the quality of a final project, which involves substantial research requiring students to analyze and address a specific fact pattern drawing on the various concepts and issues that will be discussed during the seminar.

This seminar may satisfy the WP graduation requirement, if sufficient research and written work is completed as part of the final project.

Spring 2014 - Javier Rubinstein

Marriage

LAWS 68001 - 01 (3) +, r, w, c/1

With the aim of making predictions and recommendations for the future, this course examines marriage as a state-sponsored institution, considering its history, its variants (e.g., common law marriage) and close substitutes (e.g., domestic partnership), conceptual frameworks for analyzing it (e.g., analogies between marriage and the business corporation or partnership or relational contract), past and future variants on the joining of one man and one woman (e.g., polygamy and same-sex marriage), and the use of marriage as an ordering principle in various areas of law.

Constitutional Law III is a recommended prerequisite.

The grade is based on a substantial paper, series of short reaction papers, or final examination, with class participation taken into account.

Paper writers require permission of the instructor.

Undergraduates require permission of the instructor.

Spring 2014 - Mary Anne Case

Mental Health Advocacy Clinic

LAWS 67013 - 01 (1 to 2) +, a, w, s

Mental Health Advocacy teaches a variety of advocacy skills. With the permission of the clinical teacher, students may choose to focus on litigation, legislation, or both. Students engaged in litigation may interview clients and witnesses; research and draft pleadings and legal memoranda, including briefs to reviewing courts; conduct formal and informal discovery; negotiate with opposing counsel and others; conduct evidentiary hearings and trials; and present oral argument in trial and appellate courts. Students who have completed sixty percent of the credits needed for graduation may be licensed to appear, under the supervision of the clinical teacher, in state and federal trial and appellate courts pursuant to court rules and practices. Students engaged in legislative advocacy may research and draft legislation and supporting materials, devise and implement strategies to obtain the enactment or defeat of legislation, negotiate with representatives of

various interest groups, and testify in legislative hearings. In addition to discrete advocacy skills such as cross-examination, discovery planning, and legislative drafting, the clinic aims to provide students with an understanding of the relationships between individual advocacy tasks and the ultimate goals of clients, between litigation and legislative advocacy, and between advocacy on behalf of individual clients and advocacy for systemic change.

Prior or contemporaneous enrollment in Law and the Mental Health System is encouraged, but not required, for all students.

See the general rules for all clinical courses for further details concerning enrollment, including the rules governing the award of credit.

There is a mandatory one-credit seminar component for this course which meets once a week during the Autumn Quarter.

Mental Health Advocacy satisfies part of the writing requirement if substantial written work is completed.

Student may enroll in this clinical course for between one and six quarters.

Autumn 2013, Winter 2014, Spring 2014 - Mark J. Heyrman

Mergers and Acquisitions

LAWS 42311 - 01 (3) +

In this course we will examine a number of the important legal and practical issues that arise in connection with mergers and acquisitions of U.S. businesses. These include: (1) the differences between mergers, tender offers, stock acquisitions and asset acquisitions, and the advantages and disadvantages of each type of transaction; (2) the duties of directors in change of control transactions; (3) special considerations applicable to transactions, such as controlling shareholder buyouts or management buyouts, in which a director, officer or shareholder has a material conflict of interest; (4) disclosure issues in public M&A transactions; (5) issues that arise in connection with hostile takeovers and takeover defenses; (6) timing issues in public M&A transactions; (7) the enforceability of deal protection provisions in public merger agreements; (8) issues relating to fraud claims brought in M&A transactions; and (9) problems that arise between signing an M&A agreement and the closing of the transaction. The course materials will include relevant judicial decisions as well as examples of disclosure documents and merger, stock purchase and asset purchase agreements.

Grades will depend on a final exam and class participation.

Some of the topics in this course will also be covered more intensively in Buyouts, but that course is not a prerequisite for this course and students may take both courses.

Students who have taken the Advanced Corporate Law: Mergers and Acquisitions seminar with Professor Barnard may not enroll in this course.

Winter 2014 - Scott Davis

Network Industries

LAWS 73501 - 01 (3)

This course addresses state and federal regulation of price, quality, and entry, with an emphasis on the regulation of natural monopolies, cost-of-service rate-making, rate design, and the problem of partial competition within a regulated environment. While the scope of the course precludes a detailed investigation of any particular industry or system of regulation, particular attention is paid to electrical generation and transmission, the Internet, and telecommunications, with exposure to problems of the other network industries, such as transportation and consumer electronics. This course emphasizes the substantive law and regulated industries and pays scant attention to the procedural questions addressed in Administrative Law, which should be taken at some point, but which is not a prerequisite for this course.

The student's grade is based on class participation and a final examination.

Spring 2014 - Randal C. Picker

Non-Profit Organizations

LAWS 67802 - 01 (2) +, c/l, x, m

The financial crisis and increase in political polarization that we have experienced has led to an increase in the role of non-profit organizations in our economy and democratic processes. However, few professionals understand how the rules applicable to non-profit organizations differ from comparable laws that govern the behavior of for-profit entities. This seminar attempts to fill that gap by exploring the tax and non-tax rules applicable to non-profit organizations. Such topics as fiduciary duties, commercial activities, federal and state tax exemptions, charitable deductions, and limits on lobbying and political activities are included. We dwell on the underlying question of why some activities (and not others) are carried out in the non-profit sector and the erosion of the difference between activities conducted by for-profit and non-profit entities. Think of hospitals; both for-profit and non-profit hospitals provide the same services to customers (patients). However, the tax and non-tax rules that apply to the two categories of hospitals are quite different. We examine these differences and consider whether they make sense.

The student's grade is based on class participation and a final examination.

Instructor's approval is required for students who have not completed or are currently enrolled in Introductory Income Tax.

Enrollment is limited to 20.

Autumn 2013 - William C. Golden

Obscenity Law and Pop Culture

LAWS 53013 - 01 (3) w, x, m

This seminar will examine a culturally relevant issue: the intersection of obscenity laws and pop culture. It will provide an in-depth look at the obscenity laws in the

United States, with a particular focus on the laws that prohibit obscene materials of minors. The seminar will explore the "community standards" requirement of obscenity, as it relates to the definition of obscenity and how it interacts with the law's treatment of a teenager's ability to consent to being featured in obscene material.

Students enrolled will write a seminar paper.

Spring 2014 - Rachael G. Pontikes

Originalism and its Critics

LAWS 76803 - 01 (2) +, x, m

This seminar covers a prominent and controversial method of constitutional interpretation -- originalism. Students will read judicial opinions and academic scholarship on different aspects of the original meaning of the Constitution, as well as theoretical scholarship for and against originalism, and scholarship confronting challenges such as precedent and changing circumstances

A prior constitutional law course is highly recommended.

Grading will be based on class participation and a series of very short reaction papers plus a longer, final reflection paper.

Winter 2014 - William P. Baude; Eric A. Posner

Patent Claim Construction: A Hands-On Introduction to Patent Litigation

LAWS 78002 - 01 (3) w, x, m

The interpretation of patent claims, or claim construction, is the single most important event in patent litigation and is often case-dispositive. This seminar will expose students to this complex, fascinating, and crucial aspect of patent litigation by having students undertake the claim construction process used by many courts. Students will develop proposed interpretations, write claim construction briefs, and conduct a claim construction hearing. At the same time, readings and class discussions will provide students a deep understanding of the extensive case law and scholarship surrounding claim construction. While some experience with patents--from prior classes, summer jobs, etc.--may be helpful, this seminar is intended to be accessible even for patent novices. Patent litigation is an increasingly important practice for large law firms, and many young associates will find themselves working on patent cases even if they have no technical background or strong interest in patent law. This seminar is intended to expose these future associates to the key issue that resolves most patent cases. Thus, no technical background or knowledge of patent law is required, and the patent used for the seminar's claim construction process will involve simple technology that is easy for anyone to understand.

Spring 2014 - Gregory W. Reilly

Patent Law

LAWS 78001 - 01 (3)

This is a basic course in patent law, in which the class is introduced to the governing statutes, core concepts, and influential court decisions. No technical expertise is necessary whatsoever, and students from all backgrounds are encouraged to enroll. Patent cases often involve complicated technologies, but the key to understanding the relevant legal issue almost never turns on an understanding of the patented technology itself.

Student grades are based on an in-class final examination.

Students from all backgrounds -- technical or not -- are encouraged to enroll.

Spring 2014 - Jonathan Masur

Post Incarceration Reentry Clinic

LAWS 67243 - 01 (1) a, w, s

The Post Incarceration Reentry Clinic (PIRC) will assist individuals returning to society after detention and imprisonment. Approximately 600,000 people are annually released from state and federal prisons in the United States; in Illinois, about 40,000 prisoners return to their communities each year and a substantial percentage of Illinois prisoners return to a small number of Chicago neighborhoods (several on the Southside) where they encounter restricted housing, employment, and educational opportunities, inadequate social, medical, and mental health services, real obstacles to care and provide for their families, and other policies and practices that make it difficult to become productive members of the community. Students will be engaged in individual representation, policy reform, and public education. In terms of direct representation, students may interview and counsel clients, prepare and present witnesses at hearings before the Circuit Court of Cook County or the Prisoner Review Board, provide advice and assistance on reviewing criminal records, prepare petitions for expungement and sealing of records, apply for certificates of good conduct and relief from disabilities, provide counsel in parole and probation revocation proceedings, and consider petitions for executive clemency and other post-conviction relief. With regard to policy and public education, we will, inter alia, collaborate with other community organizations and providers in advocating for alternatives to incarceration, legislative reform, and the elimination of barriers to employment, housing, public benefits, and education for those with criminal records. PIRC will engage in effective interdisciplinary collaboration with the Clinic social worker and social work students as well as related law school clinics, interested academics, and other university departments and disciplines.

Autumn 2013, Winter 2014, Spring 2014 - Herschella G. Conyers; Randolph N. Stone

Post-Judgment Proceedings and Asset Recovery

LAWS 47302 - 01 (3) w, x, m

A plaintiff client's ultimate goal in bringing a lawsuit is to actually recover any money judgment that is awarded to the client. If you as the client's lawyer cannot collect -- that is, if you cannot actually get the money, the judgment is of virtually no use to the client. This seminar will explore the procedural and practical steps that a plaintiff can and should take to collect and execute on a judgment, including review and analysis of among other subjects: (a) pre-judgment discovery regarding assets; (b) pre-judgment approaches to freezing assets; (c) finality of judgments for purposes of collection and execution; (d) post-judgment proceedings under federal and state law; (e) collections from third parties that hold assets of the judgment debtor; and (f) overcoming asset protection vehicles such as offshore trusts and companies.

Approximately seventy percent (70%) of the final grade will depend upon a seminar paper grade on a topic related to the issues covered in class.

Approximately thirty percent (30%) of the final grade will depend upon class participation.

Autumn 2013 - Gabriel Aizenberg

Poverty and Housing Law Clinic

LAWS 90512 - 01 (3, 4) a, s

This clinic, conducted over two sequential quarters, exposes students to the practice of poverty law work by giving them the opportunity to work on housing cases at LAF, which provides free legal services to indigent clients in civil matters. Students will spend twelve hours per week in LAF's Housing Practice Group, and may be asked to attend administrative grievance hearings, represent defendants in eviction actions, prevent landlords from performing lockouts or refusing to make necessary repairs, and participate in ongoing federal litigation. All students will be expected to interview clients, prepare written discovery, and draft motions. In addition to working at LAF, students will attend a weekly two-hour class at which they will learn about poverty law, subsidized housing programs, eviction actions, housing discrimination, the intersection between domestic violence and housing, using the bankruptcy code to preserve subsidized tenancies, challenging barred lists and "no trespass" policies, jury trial practice, and the extensive and often misunderstood connection between criminal law and subsidized housing. Enrollment is limited to twelve students.

The seminar is taught by Lawrence Wood (Director, LAF's Housing Practice Group).

Each student's grade is based on his or her class participation (20%), one paper-10 pages minimum (10%), and work at LAF (70%).

Winter 2014, Spring 2014 - Lawrence Wood

Pre-Trial Advocacy

LAWS 67403 - 01 (2) +, s, x, u

This class focuses on fundamental pretrial litigation strategies and skills, including creation and evaluation of legal and factual theories, motion practice, interviewing clients, discovery planning, depositions, and pretrial preparation. The class employs a variety of learning methodologies, including lectures, small group discussions, simulated exercises, and oral arguments.

Students taking Pre-Trial Advocacy are also eligible to enroll in the Intensive Trial Practice Workshop.

Because of the overlap in topics, students are ineligible for Pre-Trial Advocacy if they have taken or are currently enrolled in any of the following litigation clinics: Criminal and Juvenile Justice Project Clinic; Civil Rights Clinic: Police Accountability; Mental Health Litigation Clinic; Complex Mental Health Litigation Clinic; Exoneration Project Clinic; Employment Discrimination Clinic; Employment Law Clinic; Abrams Environmental Law Clinic; and Federal Criminal Justice Clinic. The student's grade is based on class participation and written work product.

Evidence is a prerequisite (may be taken concurrently).

Spring 2014 - Erin E. Kelly

Privacy

LAWS 79501 - 01 (2) x, m

Privacy is the study of society's efforts to draw boundaries between different contexts in which information flows. This seminar surveys various legal regimes governing the collection, use, and dissemination of information, with potential topics of interest including government surveillance, privacy-related First Amendment issues, the privacy torts, consumer privacy on the Internet, associational privacy, medical privacy, the Freedom of Information Act, and international privacy regimes.

Students' grades will be based on reaction papers and class participation.

Spring 2014 - Roger A. Ford

Private Equity in Asia

LAWS 71407 - 01 (3) w, x, m

Private equity is expanding rapidly into new regions of the world. Asia, where profound economic change is taking place in countries such as China, India, Indonesia, and Viet Nam, offers attractive opportunities for Western firms seeking to export proven investment models. Firms like Carlyle, KKR, and Bain Capital, among others, expect their operations in Asia to excel in both growth and rate of return and eventually rival operations in the United States and Europe in scale. Asian nations present unique challenges to private equity investors. These challenges include partnering with governments in state-sponsored transactions, participating as minority investors in contrast to the more typical majority or controlling position, dealing with new or opaque laws, overcoming fraud and

corruption, and mitigating the risk of weak corporate governance. Additionally, domestic funds are sprouting up in large numbers and becoming more formidable in the competition for the best deals.

This seminar will address the current developments in private equity across major countries in Asia. We will review the nature and rise of the industry in the region, the role of private equity as a new tool in the economic development of Asian nations, and the success and failure of recent Asian private equity deals.

Grading will be determined by class participation in the discussion of cases and readings – and by performance across three short papers. The first paper will examine private equity in the macro-context of economic transformation; the second will focus on issues in a recent case study; and the third will address terms in a prospective deal negotiation.

Winter 2014 - Tom J. Manning

Private Equity Transactions: Issues and Documentation

LAWS 71402 - 01 (3) +, s, x, m

This seminar will examine from a practical perspective the issues and documentation arising in a typical private equity acquisition transaction. The seminar will follow this type of transaction through its various stages and provide students in-depth and practical experience with common deal issues and drafting contractual provisions to address those issues. The goal of the seminar is to help prepare students for the practical aspects of being a deal lawyer. Coursework will include reading acquisition contracts, cases and legal commentators and weekly written assignments (contract drafting and issue analysis).

Grades will be based on class participation and the written assignments.

Corporations and Contracts are prerequisites.

Winter 2014 - Mark A. Fennell; Stephen L. Ritchie

Private Ownership of Cultural Property

LAWS 94703 - 01 (3) w, x, m

This seminar examines the emerging law of cultural property and how it has recently been used to limit the exercise of many of the classic attributes of private ownership: title, use, exclusion, and alienability. The class will begin with the historical and philosophical bases for making property private (Hobbes, Locke, Montesquieu, Blackstone, Demsetz, Rawls, and Nozick), will examine examples of how both cultural property is protected in the United States and abroad, and will analyze how the traditional bundle of private property rights can or should be limited by notions of the community interest and a shared cultural heritage.

Spring 2014 - Michael Thompson

Private Regulation

LAWS 95103 - 01 (3) r, w, x, m

This seminar examines the role of private non-governmental entities in regulating standard of behavior in society. It explores prominent cases in which private entities set standards, regulate entry, monitor compliance, and impose sanctions in activities related to risk, health, safety, finances, living standards, and privacy.

Private regulators can act as complements—but also as substitutes—to government regulation. For example, retailers regulate safety, environmental, and labor practices of their suppliers; hospitals regulate professional practices of physicians; insurers regulate the safety practices of their policyholders; universities regulate innovation and the development of knowledge; trade associations regulate conduct in their industries; and Google regulates a host of issues, from privacy and decency to branding and even geo-political mapping.

Students will be required to write (SRP-level) papers on case studies, examining particular examples of private “outsourced” regulations and evaluating their advantages and shortcomings relative to public regulation.

Autumn 2013 - Omri Ben-Shahar

Problems in Corporate Law

LAWS 52203 - 01 (1) x

This course examines current hot topics in Delaware corporate law, relying principally on judicial decisions and academic or practitioner commentary. It is not a high-level survey course; instead, the course will consider issues such as why Delaware occupies a dominant position in the field of corporate law, and will explore particular aspects of that law, including judicial standards of review, common law fiduciary duties of managers and directors, change of control transactions, conflict transactions, poison pills and defensive mechanisms—all in the context of particular decisions by the Delaware Court of Chancery and Supreme Court. The course is intended to be a focused class on how corporate law is made in Delaware, as well as the policy reasons underlying its law.

Grades will be based on class participation and either a paper or an in-class examination.

This mini-course will meet January 6-9.

Winter 2014 - William B. Chandler

Professional Responsibility in the Real World

LAWS 41013 - 01 (3) p, x

This course, which satisfies the professional responsibility requirement, addresses real world ethical issues and challenges facing attorneys in private practice and public service. The instructors, members of a major international law firm, will make the rules governing the professional responsibilities of lawyers come alive by discussing a number of examples taken from the headlines and daily practice.

Along the way, the instructors will give meaningful insight into what it is like to

practice law in a broad range of practice areas, including transactions, litigation and public service.

Class attendance and participation will be an essential aspect of this course.

The student's grade will be based on class participation, a substantial series of short take-home exercises and a final, take-home examination.

Winter 2014 - James E. Clark; Teresa W. Harmon; Michael J. Sweeney

Project and Infrastructure Development and Finance

LAWS 42512 - 01 (2) +, x, m

This seminar will be of most interest to students interested in financial transactions as the core of a corporate law practice. There are no pre-requisites. The emphasis in this seminar will be on financings of identified operating assets, principally industrial and infrastructure projects and transportation equipment. These financings will be distinguished from financings of ongoing corporate enterprises, and representative transactions will be studied in depth in order to develop and then focus on selected legal structuring and legal practice issues, including, for example, legal opinions normally delivered at financial closings. Because these financings in practice employ nearly the full range of financial products, from commercial bank loans to capital market instruments, credit supports and derivatives, collateral security, and equity investments, the issues discussed have relevance to a broad range of financial transactions.

The class will be discussion oriented; there will be no exam and grades will be based on short papers and class participation.

The readings will include selected cases, portions of treatises and academic journals, and rating agency and official publications.

One or more guest speakers from the financial community are expected.

Corporation Law is not a prerequisite, but is recommended.

Students wishing to meet the WP requirement must write a research paper.

Enrollment is limited to twenty-five students.

Autumn 2013 - Martin D. Jacobson

Prosecution and Defense Clinic

LAWS 67713 - 01 (3 to 4) +, a, s

The Prosecution and Defense Clinic is designed to provide students with an opportunity to learn about the criminal justice system through: (1) a 2-quarter seminar taught by a former Assistant United States Attorney and a former Federal Defender; and, (2) a clinical placement in either a prosecutor's office or public defender's office. The goal of the clinic is to enable students to gain hands-on criminal clinical experience, as well as to familiarize students with the legal procedures and issues which arise in a typical criminal case, including ethical and social justice issues (such as race and poverty) routinely considered by all criminal justice attorneys and courts. The clinic will provide students with a unique combination of substantive criminal law and procedure, ethics, trial practice

(through participation in courtroom exercises built around actual criminal cases), and hands-on experience through a clinical placement.

Each student in the clinic is responsible for securing a field placement and participating in a pre-screened placement program with a federal or state prosecutor or defender office for the Winter and Spring quarters (January through May). Field placements will be formally supervised by coordinators within each program's office, and the faculty instructors will monitor the student's substantive work and performance in conjunction with the field placements. Students must comply with the clinical placement's requirements regarding hours and assignments, which will be considered part of the course grade. In the clinical placements, students may be expected to research substantive criminal law issues, draft affirmative and responsive pleadings and memos, interview witnesses and clients, assist lawyers with court hearings and where permitted (and with an appropriate 711 license), appear in court under the supervision of practicing attorneys.

For additional information concerning placements, please see

<http://www.law.uchicago.edu/clinics/prosecutiondefense>.

Winter 2014, Spring 2014 - Lisa M. Noller; Gabriel B. Plotkin

Public Choice

LAWS 69001 - 01 (3)

This course focuses on the relationship between modern perspectives on voting and interest groups on the one hand and legislation and judicial interventions on the other. Public choice is essentially the science of collective decision-making, and it comes with several well developed tools of analysis. With these tools, and that perspective, we revisit the interactions between legislatures and judges, democracy's attempt to solve certain problems, and the roles played by a variety of legal doctrines and constitutional institutions (from takings law to line-item vetoes and to the meaning of precedents). As the course proceeds, we explore specific topics in law, such as the possibility of judicial vote-trading, the role of referenda in some jurisdictions but not others, and the role of precedent itself.

Grades will be based on a final examination.

Winter 2014 - Saul Levmore

Public Corruption and the Law

LAWS 68314 - 01 (2 to 3) +, w, x, m

This seminar will focus on how governments use the law to prevent and catch public corruption, how the law is sometimes used to protect public corruption, and how one should determine the optimal response to corruption and its consequences. We will examine the substantive criminal laws and sentencing schemes used in the best public corruption prosecutions, ranging from RICO and "honest services" fraud to bribery and extortion laws. We will also examine the laws that create, authorize, or prevent the most effective investigative tools used by

law enforcement against public corruption, including wiretap laws and related privacy issues. We will study several key topics within public corruption law, including patronage, its effect on democratic institutions, and its status under the First Amendment; campaign finance reform and whether money in campaigns is protected speech or a corrupting influence (or both); and the relationship between transparency, online access to information, and corruption. We will also consider an economic analysis of public corruption, including questions about whether the level of democracy, and the pervasiveness of corruption in the culture, affect the cost-benefit analysis.

Constitutional Law I and II are recommended pre-requisites.

Students taking the class for 3 credits write one short reaction paper (or short research paper if appropriate), and one major paper.

Those taking it for 2 credits write several short reaction papers.

Spring 2014 - David H. Hoffman

Public International Law

LAWS 72901 - 01 (3) r, w, c/1

This course is an introduction to public international law, which is the body of law that nation states have jointly created for the purpose of governing their relations. The course focuses on the sources of international law, international institutions such as the United Nations, international adjudication, and various substantive fields of international law, such as the use of force, human rights, the treatment of aliens, and international environmental law.

Grades will be based on class participation and an examination.

A paper option is allowed for students who wish to write an SRP.

Winter 2014 - Thomas Ginsburg

Public Land Law

LAWS 44501 - 01 (3)

The law of federal lands and natural resources.

Winter 2014 - Richard H. Helmholz

Public Opinion, Public Policy, and the Law

LAWS 69002 - 01 (3) r, w, x, m

This seminar will explore the intersection of public opinion, public policy, and the law. To date, questions about whether and how public opinion influences public policy have been addressed primarily by political scientists. But these questions are also vital to several legal domains, in particular constitutional law and election law. In the constitutional law context, the mistranslation of public opinion into public policy may be evidence of a political malfunction that requires judicial intervention. In the election law context, one of the most important functions of elections is to align the preferences of the electorate with the policies enacted by their representatives. The seminar will tackle these complex and interesting issues

through readings drawn from legal scholarship, political theory, and empirical political science. An effort will also be made to have outside speakers present papers once or twice during the quarter.

Winter 2014 - Nicholas Stephanopoulos

Public-Entity Bankruptcy

LAWS 73705 - 01 (3) w, x, m

Detroit's recent petition for Chapter 9 bankruptcy relief can be read as the coda to a dramatic yet idiosyncratic tale of economic decline. In many respects, though, the financial problems Detroit faces are similar to, if more pronounced than, the difficulties confronting many other towns, cities, and states. In this seminar we will explore the political and economic roots of public-entity financial distress, as well as the ways law seeks to prevent and mitigate its effects. Topics covered will include: the political and legal status of public entities vis a vis their citizens and creditors; the effects of mobility, voting rules, and interest-group politics on public spending and financing decisions; and the history and substance of Chapter 9. There is no prerequisite, but some working knowledge of corporate bankruptcy will be helpful. Grading will be based on a term paper, an in-class presentation, and regular participation.

Spring 2014 - Vincent S. Buccola

Racism, Law, and Social Sciences

LAWS 54303 - 01 (3) r, w, c/l, x, m

This seminar will provide an in-depth study of theories and methods for analysis of racialization in past and present societies. Analyses of the social construction of racial and ethnic identities have facilitated studies of the ways in which social differences are created, maintained, and masked. Subjects to be addressed in this seminar include the interrelation of racializing ideologies with other cultural and social dimensions, such as class, ethnicity, gender, political and legal structures, and economic influences. We will also consider the related histories of biological and genetic concepts of different races within the human species as part of the context of our study of racism operating within social processes.

The seminar includes a major writing project in the form of a seminar paper.

Winter 2014 - Christopher C. Fennell

Rawls

LAWS 51003 - 01 (3) +, c/l

This course will study John Rawls's two great works of political philosophy, *A Theory of Justice* and *Political Liberalism*, trying to understand their argument as well as possible. We will also read other related writings of Rawls and some of the best critical literature.

Assessment will take the form of an eight-hour take-home final exam, except for those who gain permission to choose the paper option, who will write a 20-25 page paper.

Undergraduate students by instructor consent only; must be requested by December 1.

Winter 2014 - Martha C. Nussbaum

Regulation of Sexuality

LAWS 72201 - 01 (3) +, r, w, c/1

This course explores the many ways in which the legal system regulates sexuality, sexual identity, and gender and considers such regulation in a number of substantive areas as well as the limits on placed on such regulation by constitutional guarantees including free speech, equal protection, and due process. Readings include cases and articles from the legal literature together with work by scholars in other fields.

The grade is based on a substantial paper, series of short reaction papers, or final examination, with class participation taken into account.

Paper writers require permission of the instructor.

Undergraduates require permission of the instructor.

Spring 2014 - Mary Anne Case

Regulatory Interpretation

LAWS 51604 - 01 (3) +, r, w, x, m

This seminar will explore whether regulatory texts warrant interpretive theories distinct from those applicable to statutes, and what those approaches should entail. Relevant topics will include the institutional differences between agencies and Congress; judicial doctrines regarding an agency's interpretation of its own rules; and the extent to which agencies should interpret regulations differently than courts.

Administrative Law or Legislation and Statutory Interpretation are recommended as background; students who have not taken either course will require instructor permission.

Grades will be based on class participation, including weekly short questions or comments posted to Chalk, and a research paper.

Spring 2014 - Jennifer H. Nou

Religion, Law, and Politics

LAWS 97521 - 01 (3) w, c/1, x, m

This seminar examines the conceptualization and realization of religious liberty and the separation of church and state. We explore philosophical precepts and historical contexts, review the state of the law, and address current controversial issues.

There are no prerequisites.

Grades are based on a paper and class participation.
Autumn 2013 - Sylvia Neil

Remedies

LAWS 41401 - 01 (2)

The way in which the law responds to violations of rights is no less important than the way in which those rights are allocated. The law of remedies determines the law's response to violations of rights, and in so doing, it delineates their boundaries and gives them legal meaning. Hence, the study of the law of remedies is closely related to the study of the substantive law, each field shedding light on the other. This course focuses on remedies in Contracts and Torts, referring to the goals of the substantive law to better understand the remedial law. It explores the law of damages in both Contracts and Torts and covers topics such as: restitutionary damages; probabilistic recoveries; the relationship between damages and non-legal sanctions; evidential damage; and liquidated damages. The course also covers the remedies of specific performance in Contracts and injunction in Torts and compares and contrasts these remedies with monetary ones. Some of the defenses available to both the breaching party and the wrongdoer, such as mitigation of damages and comparative fault, in Torts and Contracts will also be discussed. This mini-course meets during the first four full weeks of the quarter only (starting September 30 and ending October 24).

A student's grade will be based on a 3-hour take-home exam.

Autumn 2013 - Ariel Porat

Residential Real Estate Development and the Law

LAWS 44022 - 01 (2) x, m

This seminar will guide the student through the twists and turns of a residential real estate development from land acquisition through warranty on the residential unit. We will also examine: rezoning and improvement of the land; governmental agreements and regulation; the joint venture; the contractual relationship with the buyer; and the homeowner's association. All the while, focusing on the myriad of legal issues a developer's attorney encounters along the way. We will study how the law of contracts, real property and land use play an integral role in the residential real estate development. Course materials will include documents from actual transactions such as the acquisition contract, the municipal development agreement, the limited liability company operating agreement, the declaration of covenants, the lot sale and construction agreement and the plat of subdivision. In addition to these materials, coursework will include analysis of state statutes, municipal ordinances and relevant case law. We will take a hands-on approach to the law of residential real estate development and the transactional documents which effectuate these developments. Coursework will include negotiation and drafting exercises where students will gain real life, practical experience in confronting the issues that arise in the context of these developments.

Enrollment will be limited to 12 students (as well as an even number of students). Grades will be determined on the basis of: class preparation, attendance and participation (1/4); class exercises and written assignments (1/4); and an open book final exam (1/2).

Autumn 2013 - Todd Fishbein

Risk Management and Policy Decision-Making

LAWS 73914 - 01 (2) x, m

Challenges of risk identification, assessment and management are pervasive – in business, politics, and personal life – as shown by the highly disruptive events spreading since 2007 from the capital markets through all sectors of the global economies. This seminar will examine sources of bias, avoidable errors and misapprehension in risk-related decision-making processes, models, assumptions and behaviors. Focus will be on the importance of “black swan” events – the unpredictable and highly consequential. We will also address the significance of risk issues to regulatory and legislative initiatives, and the complexities in achieving desirable and effective policy decisions and solutions.

Readings will be taken from a broad selection of multi-disciplinary sources.

Grading will be based on class participation, short written assignments, and a take-home exam.

Autumn 2013 - James R. Peterson

Secured Lender Remedies and Workout Transactions

LAWS 71404 - 01 (2) s, x, m

Starting first by discussing the parameters under which a borrower company must typically operate under its secured loan facility, this seminar will focus on the remedies available to secured lenders when that borrower defaults and the various workout transactions that may ensue, either before bankruptcy or as a bankruptcy alternative. Remedies will be viewed from the perspective of the secured lender's counsel, including negotiation and documentation of forbearance agreements, consensual turnovers and UCC sales of assets and equity, as well as exercise of pledged equity voting rights.

Spring 2014 - Erin M. Casey

Secured Transactions

LAWS 42201 - 01 (3) x

This course deals with the many legal issues that come into play when there are collateralized loans for which the collateral is personal property. Students focus on Article 9 of the Uniform Commercial Code, the Bankruptcy Code, and other related laws. This form of lending is central to our economy, and the applicable legal doctrines are ones that every corporate and commercial lawyer should firmly grasp.

The course is a useful, though not absolutely essential, preparation for Bankruptcy and Reorganization: The Federal Bankruptcy Code (LAWS 73601).

The student's grade will be based on a final examination.

Open to MBA students.

Autumn 2013 - Douglas G. Baird

Seminar Family Law: Divorce

LAWS 45003 - 01 (2) x, m

This seminar will explore the substantive and procedural law aspects of a contested divorce proceeding in which custody, visitation, and finances are at issue.

Attention will also be paid to the uses and abuses of alternative dispute resolution—both public and private—in family law disputes as well as the role played by a variety of types of expert witnesses. Students will draft court papers, argue a motion, and have the opportunity to interview a potential client. Readings will be drawn from the academic literature in Family Law, Cases, Practitioner's Treatises, the academic literature on Civil procedure, and the literature on alternative dispute resolution. A visit to court-call in the Cook County Domestic Relations Division will be required for all those enrolled in the seminar.

There is no exam.

The seminar will be graded 60% on written work, and 40% on class participation and in-class exercises.

The sessions will sometimes run until 5:50 p.m. to accommodate practitioner visitors who will frequently join us for parts of our discussion.

Spring 2014 - Lisa Bernstein

Social Norms and Law

LAWS 47611 - 01 (3) c/1

This course will explore the interaction and interdependence of social norms and formal legal rules. Norms provide social rules, distinct from formal laws, of expected behavioral responses to particular situations and back up those expectations with the threat of negative sanction if an individual behaves inappropriately. Social norms also provide cognitive categories for perceiving, making sense of, and ordering one's experiences. We will examine issues such as: To what degree do different legal rules harness, enhance, displace, or subvert the substance of particular social norms and what effects follow? Should we utilize legal rules only when social norms fail to control harmful behavior? How do particular norms develop and then expand or dissipate in their influence over time and in different settings? Are norms typically generated through a widespread consensus of the members of a society, or are they the product of special interests? We will explore these issues using examples from various areas of legal doctrine, such as property, contracts and bargaining, crime, torts, and taxation.

Winter 2014 - Christopher C. Fennell

Strategic Business Partnerships

LAWS 79917 - 01 (2 to 3) x, u

As modern businesses face increasing pressure to increase innovation and speed to market while cutting costs and mitigating risk, they have increasingly recognized that the path to success includes partnering with third parties. Success in these relationships requires significant advance planning, a focus on shared goals, and the ability to capture the essence of the transaction in a legal document that is often negotiated on an accelerated time frame. Lawyers working for or with these businesses must bring more than legal expertise and negotiating skills to the table; they must also draw upon sound business principles, their knowledge of the underlying business, its core competencies and strategic needs, to implement successful and durable arrangements. This class, intended for those planning careers as either business/transactional attorneys or business leaders, will explore various alternative partnering options and how they are documented by the legal and business teams. These alternatives, intersecting law and business, will be examined, discussed, and negotiated against a backdrop of real-world business intelligence and agreements, using a publicly traded Fortune 100 retailer as the business case upon which much of the class will be based. A former CEO of the company will join the class as a guest speaker to provide business context; external attorneys involved in many of the transactions will provide occasional commentary and additional context.

Grades will be based on a series of short reflection papers, substantial in-class exercises and negotiations, and out-of-class projects.

A 2-credit option is available with permission of instructor.

Spring 2014 - David J. Zarfes; Matthew T. Myren

Strategies and Processes of Negotiations

LAWS 46702 - 01 (3) s, x, u

This simulation class aims to make you a better negotiator by giving you the analytical frameworks as well as the hands-on experience of negotiating in various roles. In addition to discussing the theoretical “science” of negotiations, you will participate in a series of increasingly complex (and fun!) exercises where you will fine tune the “art” of negotiations. You will work your way from participating in simple two-party, single issues negotiations to multi-party, multi-issue negotiations with internal (within the organization) and external (outside the organization) parties. You will learn how to categorize the problem and prepare for the negotiation; how to create value in an ethical manner; how to ensure that you capture a fair share of the value created; how to form effective coalitions; and how to apply specific tactics to overcome common biases and mistakes made by negotiators. The class will enable you to hone your personal negotiating strengths and work on your personal weaknesses by giving constant feedback showing you how your strategies and tactics worked relative to those used by your classmates. Attendance in every class is compulsory.

Grades are based on preparation, participation, reflection reports and a final project.

This simulation course will meet 10/2-11/20.

Autumn 2013 - Radhika Puri

Structuring Financial Instruments

LAWS 71400 - 01 (2) +, x, m

This seminar introduces tax, legal, accounting and economic principles relevant to the structuring of complex financial instruments – from forwards, swaps and options to convertible bonds and other securities with embedded derivatives. Throughout the seminar, different instruments designed to achieve similar economic goals will be examined to highlight the significance of structuring choices and the range of techniques available. For example, there are various instruments that can be used to approximate the economics of buying an asset, without an actual purchase of that asset. The seminar will examine how these instruments are treated differently for tax, securities law, commodities law, bankruptcy, accounting and other purposes, notwithstanding their economic similarity. Students will develop the ability to optimize transactions by selecting among existing financial products or inventing new ones. The seminar will also include discussion of policy issues.

No specific prerequisites, but introductory income tax strongly recommended, and knowledge of securities regulation, bankruptcy and accounting helpful.

Spring 2014 - Jason Sussman

Structuring Venture Capital, Private Equity, and Entrepreneurial Transactions

LAWS 71401 - 01 (3) +, s

This course covers tax, legal, and economic principles applicable to a series of interesting, complex, current entrepreneurial transactions, utilizing venture capital or private equity financing, including (1) new business start up, (2) growth equity investment in existing business enterprise, (3) leveraged buyout of private or public company (including going-private transaction), (4) use of flow-through tax entity such as S corporation, partnership, or LLC for variety of venture capital or private equity financed transactions, (5) devising equity-based executive compensation program, (6) private equity financed restructuring or workout (in or out of bankruptcy) for troubled over-leveraged enterprise and utilizing troubled company's NOL after restructuring, (7) devising exit scenario for successful venture capital or private equity financed enterprise (such as IPO, SEC rule 144 sale, sale of company, or merger of company into larger enterprise), and (8) forming new venture capital, LBO, or private equity fund.

Substantive subjects include federal income tax, securities regulation, corporate law, partnership law, LLC law, bankruptcy law, fraudulent conveyance law, and other legal doctrines, as well as accounting rules and practical structuring issues (including use of common and preferred stock, subordinated debt, convertible

debt, convertible preferred stock, warrants, and options), all reviewed in a transactional context, and with discussion of their policy underpinnings and likely future evolution.

No specific prerequisites, but introductory income tax strongly recommended, entity taxation desirable, and knowledge of corporate law, securities regulation, bankruptcy, and accounting helpful. However, the course book and the course book appendix contain adequate discussion and supplemental precedents for an understanding of the material covered by the course.

Spring 2014 - Jack S. Levin; Donald Rocab

Taxation of Corporations I

LAWS 75801 - 01 (3) +

This course examines income tax aspects of the formations, distributions, and liquidations of corporations. The focus is on transactional and planning aspects of the corporate tax.

Introductory Income Tax is recommended.

The student's grade is based on class participation and a final examination.

Winter 2014 - David A. Weisbach

Taxation of Corporations II

LAWS 75901 - 01 (3)

This course surveys the taxation of reorganizations and other adjustments involving continuing businesses: mergers, asset and stock acquisitions and other similar shifts of ownership and control; recapitalizations; and divisions. Points of focus are the recognition of gain and loss and the survival and allocation of tax attributes (basis, earnings, and loss carryovers) in these transactions.

Taxation of Corporations I is a prerequisite, and Introductory Income Taxation is recommended.

Students' grades based on a final proctored examination.

Spring 2014 - David A. Weisbach

Technology Policy

LAWS 91311 - 01 (2 to 3) x, m

This seminar will look at a mixture of old and new materials on technology and the law, with a special focus on the intersection of antitrust and intellectual property.

We typically read 2-5 recent books.

Students write blog posts on the readings which will be posted on the class blog.

Students will also comment on posts by other students.

The blog postings do not fulfill one of the substantial writing requirements.

By default, this seminar is 2 credits, but you can take the seminar for 3 credits if you choose to write a meaningful additional paper for 1 credit.

The syllabus for the course is at <http://picker.uchicago.edu/seminar/syllabus.htm> and the class blog is at http://picker.typepad.com/picker_seminar/.

The student's grade is based on class and blog participation.
Winter 2014 - Randal C. Picker

Telecommunications Law and Regulation

LAWS 64702 - 01 (3)

This is an introductory course looking at the regulatory regimes in the U.S. that apply to telephony (both wireline and wireless) and the infrastructure of the Internet. In particular, this course will explore the legal and policy history behind such regulation and the difficulty of classifying new technologies and applying these regulatory regimes in a world of rapidly converging technologies. This course will not cover mass media regulation (broadcast television and radio, or cable television).

Prior (or simultaneous) completion of a course in administrative law and/or antitrust law is helpful, but not required.

Grades will be based upon class participation, a few short reaction/advocacy papers, and a final in-class exam.

Spring 2014 - Joan E. Neal

The Commerce Clause, Policymaking, and Financial Regulation in a Digital World

LAWS 43601 - 01 (2 to 3) w, m

U.S. insurance regulation presents a unique opportunity to consider fundamental questions regarding the regulation of financial services in the modern marketplace. Insurance is unique among financial services, and all other major regulated industries, in that it has no primary federal regulator. Instead, because of a quirk in history and a controversial interplay between the Supreme Court and Congress, it continues to be regulated by the states in a unique "reverse preemption" regime established by the McCarran-Ferguson Act and subsequently reaffirmed in concept by Congress in Gramm-Leach-Bliley and Dodd-Frank. The system is cumbersome and inefficient and would seem particularly unsuited toward the modern market, particularly given the growing importance of international bodies and standards. Yet the insurance market survived the financial crisis relatively well. This paradox will be examined. Other topics will include basics on insurance regulation, including interesting debates regarding government control over financial products, such as price fixing and restrictions on efficient risk classification; and the national and international void left by the lack of a federal regulator, and the growing role of a non-governmental entity, the National Association of Insurance Commissioners, in regulation of interstate commerce, and attendant Constitutional and policy issues. Throughout the seminar, we will view this market through the prism of larger questions: the origins, meaning, and purpose of the Commerce Clause; the proper role of the Supreme Court and Congress in policymaking and Constitutional interpretation; Congress's ability to regulate interstate commerce in

an evolving financial services marketplace; and the effectiveness of hybrid federal-state approaches to setting and enforcing regulatory policy.

Grades will be based on short weekly papers (2 credits), with the option of doing a long research paper or adding a short research paper to the weekly papers (for three credits).

Meets the WP graduation requirement.

Attendance is required and particularly helpful participation may be a factor in the final grade.

Winter 2014 - Nathaniel S. Shapo

The Evolving Relationship between the Federal Government and the States

LAWS 97604 - 01 (2) c/l, x, m

This seminar will examine the current legal parameters of federalism, with an emphasis on the policy considerations that affect and have changed the relationship between the federal government and the states. Each session will examine a separate substantive area and use case law as a starting point of a deeper discussion on how and why the rights of the states have expanded or contracted in any given area, in the context of other political and policy changes. Areas to be discussed include: public education (K-12 and Higher Education); health care; housing; transportation, the environment; and elections.

Grade will be based on class participation and a paper (12-15 pages).

Spring 2014 - Fay Hartog-Levin

The Federal Budget

LAWS 52801 - 01 (3) r, w, x, m

The budget sets the size and scope of government. It affects everything the federal government does. The United States is currently facing a budgetary crisis that will involve hard choices about government spending and taxation. This seminar will examine the federal budget process. It will start by examining the basic facts about the U.S. fiscal situation and budget, how the budget is calculated, and the process by which it is set. The seminar will then turn to central topics within the budget, such as taxation, health care, social security, and discretionary spending. Finally, it will consider budget reform proposals.

Students will be expected to write a paper on a topic related to the federal budget.

Autumn 2013 - Anup Malani; David A. Weisbach

The Grand Jury: History, Law, and Practice

LAWS 51603 - 01 (2) x, m

The grand jury is one of the least-understood institutions within the United States criminal justice system. A pre-constitutional institution with medieval English origins, the grand jury system that survives today is unique to the United States. Critics suggest that the grand jury has become an institution that is paradoxically both too powerful and obsolete, and that its independence and role as a safeguard

of liberty has been compromised. In contrast, other proposals have sought to expand the grand jury's authority to disclose its secret proceedings for national security purposes and to use grand jury evidence in parallel civil litigation. This seminar will examine critically the historical origin, development, and purposes of the grand jury. With this foundation, we will then devote most of the seminar to studying modern grand jury practice, including the law of secrecy and disclosure, parallel proceedings, the role of immunity and privileges, obstruction and false statement prosecutions, charging instruments, and the regulation of prosecutorial discretion. In doing so, we will consider the perspectives of counsel for witnesses or subjects, government prosecutors, and broader policy interests. Finally, we will consider reform proposals, alternatives to the grand jury, and how the institution may evolve.

Grades will be based on response papers together with participation and a practical exercise.

Autumn 2013 - Mark E. Schneider

The Roberts Court

LAWS 50312 - 01 (1, 2) w, x, m

Co-taught by Professor Lee Epstein and Mr. Adam Liptak (Supreme Court correspondent of the New York Times) with Judge Richard A. Posner and Professor William M. Landes also participating, this seminar will examine the contemporary Supreme Court. Topics include the Court's membership; its procedures for selecting cases for review; the role of lawyers, law clerks, and journalists; and doctrinal developments in several areas of the law.

This seminar that will meet January 10-12, as follows:

Friday, January 10, 2014: 9:00 a.m. - noon; 2:00 - 4:00 p.m.

Saturday, January 11, 2014: 9:00 a.m. - noon; 2:00 - 4:00 p.m.

Sunday, January 12, 2014: 9:00 a.m. - noon

We'll schedule two additional class sessions in the Spring quarter for paper presentations (April or May).

Winter 2014, Spring 2014 - Lee Epstein; Adam Liptak

The US-China Treaty Project

LAWS 80806 - 01 (3) w, x, m

The United States and China are engaged in the most important bilateral relationship of our era, yet the relationship remains random, fragile, and mistrustful. China's rising influence threatens to change the global status quo, and the United States is understandably concerned. If these two giants learn how to collaborate, they could conceivably solve the world's greatest problems.

Alternatively, if they elect to contest each other at every turn, the result will be global instability and crisis. Unfortunately, the Shanghai Communiqué, which helped to open China forty years ago, is no longer sufficient as a guide; a new framework is needed. The world has grown less structured and more volatile, and

the two nations are more competitive than ever. The risk of conflict is growing along with the volume of sensitive interactions. It is time for both nations to negotiate a new bargain that will guide and support the steady maturation of their high-potential, high-risk relationship. This seminar will advocate that the two nations develop a new, fifty-year treaty in the form of a strategic cooperation agreement. We will define the rationale and the case for action, draft major components of the proposed treaty, outline the pathway required for adoption, and transmit our end-product to foreign policy authorities in Washington and Beijing. Grading will be determined by class participation and by performance across three short papers. The first paper will examine best practices in bilateral treaty development; the second will focus on critical factors in the future United States - China relationship; and, the third will require drafting of key components for the proposed treaty.

Spring 2014 - Tom J. Manning

Theories of Property

LAWS 95502 - 01 (2) x, m

This seminar will provide an introduction to the most influential contemporary theories of property, as well as an opportunity to discuss how those theories might approach several important questions within property law. The first half of the seminar will survey the contending theories, including various utilitarian/welfarist theories of property, Lockean and libertarian theories, as well as Aristotelian approaches. The second half will explore various property "controversies" through the lenses of these theories. We will discuss questions such as redistribution, eminent domain, and the right to exclude.

Students will be graded on a series of reaction papers and class participation.

Spring 2014 - Eduardo M. Peñalver

Trademarks and Unfair Competition

LAWS 45701 - 01 (3)

Course covering federal and state doctrines governing trademarks, domain names, and geographical indications; state law unfair competition doctrines; trademark dilution; publicity rights; and federal registration of trademarks.

The student's grade is based on a final proctored examination.

Autumn 2013 - William M. Landes

Trial Advocacy

LAWS 67603 - 01 (3) +, s, x, u

This class will explore the trial lawyer's craft, with a focus on both the written submissions important in litigation and the courtroom skills required at various stages in the life of a case. The instruction will be by lectures, demonstrations, and participation in learning-by-doing exercises (including a mini-trial). Students will

learn how to use motions, depositions, written discovery, expert witnesses, exhibits, and technology as effective litigation tools.

Students who have taken LAWS 67503 Intensive Trial Practice Workshop or LAWS 91702 Trial Practice: Strategy and Advocacy may not take LAWS 67603 Trial Advocacy.

While the instructors strongly recommend that students have a good understanding of the Federal Rules of Evidence before taking the seminar, this is not an absolute prerequisite.

Final grades will be based on class participation, performance during courtroom exercises and the mini-trial, a fifteen-page trial brief, brief in support of a motion, or post-trial brief, and two shorter written pieces.

Performance in the mock trial will count for 60% of the students' grade.

Enrollment is limited to 24 students.

Winter 2014 - Tom Dutton; Kevin Van Wart

Trusts and Estates

LAWS 45201 - 01 (3)

This course examines American systems governing the transfer of property at death and related issues, with occasional glances at other legal systems. We first address statutory schemes for intestate succession. We then contrast the relatively formalistic law of wills (including capacity, execution, modification and revocation, and interpretation) with will substitutes and other comparatively flexible non-testamentary means of transferring property at death, including trusts. We close with a look at fiduciary duties, and in particular the modern prudent investor rule. We will consider both Illinois statutes and the Uniform Probate Code and Trust Act. Recurring course themes are the idea of testamentary freedom; statutory and other constraints on the disposition of property; and legal and other responses to social and technological changes such as assisted conception, artificial life support, untraditional families, and changes in the predominant forms of wealth.

Grades will be based on participation in class discussion, contribution to the class Wiki, and a final examination.

Winter 2014 - Howard M. Helsinger; Michelle Huhnke

US Supreme Court: Theory and Practice

LAWS 50311 - 01 (2) x, m

This seminar will provide an in-depth look at the Supreme Court--its current docket and recent trends in its decisions, the modern debate over its proper role, and both written and oral advocacy before the Court.

In addition to class participation, students are graded on a legal brief (generally 15-25 pages in length) and on their performance in a moot court.

Winter 2014 - Michael A. Scodro

US Taxation of International Transactions

LAWS 44601 - 01 (3) +

This course provides a survey of the US tax treatment of both inbound (foreign investment in the US) and outbound (US investment abroad) transactions. Though the principal focus of the class is on the US tax rules, some attention is paid to the interaction between US and foreign tax systems through the operation of the tax credit and tax treaties.

Introductory Income Tax is a recommended prerequisite.

Students grades will be based on a three-hour examination.

Winter 2014 - Julie Roin

Workshop: Constitutional Law

LAWS 63612 - 01 (1) a, r, w, x, m

This workshop, conducted over three sequential quarters, exposes students to current academic work in constitutional law and theory and other areas of public law. Workshop sessions are devoted to the presentation and discussion of papers from outside speakers, at six to eight sessions to be conducted regularly throughout the academic year.

Enrollment may be limited.

This workshop may be taken for fulfillment of the Substantial Research Paper graduation requirement.

Grading is based on a substantial paper (or two shorter papers) plus brief reaction papers on each of the workshop papers.

As an alternative to writing a long paper, you may write two or more extended reaction papers (i.e., 10-12 pages) to the papers presented in the workshop. You have to get our approval in advance for this option. We encourage it if you find that you have a lot to say about some of the workshop papers. If you wish to receive Writing Project (WP) credit for this option, you must submit a draft of each of the two long response papers to us and satisfactorily incorporate our suggestions.

Autumn 2013, Winter 2014, Spring 2014 - David A. Strauss; Aziz Huq

Workshop: Judicial Behavior

LAWS 63812 - 01 (1) +, a, r, m

The Workshop on Judicial Behavior provides students with a unique opportunity to read and analyze cutting-edge scholarship that focuses on how judges reach their decisions. In a case law system such as that of the United States, a realistic understanding of judicial behavior, which conventional legal instruction does not convey, is essential to the understanding and practice of law. Over the course of the academic year, six scholars from the fields of law and the social sciences will present their work. By the end of the academic year, students will produce a major research paper on judicial behavior.

The Workshop is limited to twenty law students; interested students should contact Prof. Landes (land@uchicago.edu) by the start of Autumn quarter 2013. It will meet eight times over the course of the academic year.

Autumn 2013, Winter 2014, Spring 2014 - Frank H. Easterbrook; Lee Epstein; William M. Landes; Richard A. Posner

Workshop: Law and Economics

LAWS 56012 - 01 (1) a, x, m

This workshop, conducted over three sequential quarters, is devoted to the intensive examination of selected problems in the application of economic reasoning to a wide variety of legal questions. Workshop sessions will be devoted to the presentation and discussion of papers by faculty. In addition to workshop sessions, which occur approximately every other week, there will be discussion sessions, which will serve as opportunities for students to engage in in-depth, informal discussion of topics in law and economics with the instructor.

This workshop does not require a research paper, but students interested in academic writing in law and economics are encouraged to use this workshop to develop their ideas.

Grading is based on the completion of a series of reaction papers.

Students enrolled in the workshop receive three credits; one in Autumn, one in Winter, and one in Spring.

Autumn 2013, Winter 2014, Spring 2014 - William H. Hubbard

Workshop: Law and Philosophy: Life and Death

LAWS 61512 - 01 (1) +, a, r, c/l, m

This is a seminar/workshop many of whose participants are faculty from various related disciplines. It admits approximately ten students. Its aim is to study, each year, a topic that arises in both philosophy and the law and to ask how bringing the two fields together may yield mutual illumination. Most sessions are led by visiting speakers, from either outside institutions or our own faculty, who circulate their papers in advance. The session consists of a brief introduction by the speaker, followed by initial questioning by the two faculty coordinators, followed by general discussion, in which students are given priority. Several sessions involve students only, and are led by the instructors.

Students write a 20-25 page seminar paper at the end of the year.

The course satisfies the Law School Substantial Writing Requirement.

There are approximately four meetings in each of the three quarters.

Students must therefore enroll for all three quarters.

Students are admitted by permission of the two instructors. They should submit a c.v. and a statement (reasons for interest in the course, relevant background in law and/or philosophy) to the instructors by e mail. Usual participants include graduate students in philosophy, political science, and divinity, and law students.

Autumn 2013, Winter 2014, Spring 2014 - Martha C. Nussbaum; Sarah Conly

Workshop: Legal Scholarship

LAWS 78711 - 01 (3) a, c/l, x, m

This workshop may be taken for a full year on only in the fall quarter. It is open to all students, JSDs and LLMS are welcome. Both versions count as 1 seminar. Students registered for the full year are required to either write a paper of publishable quality or revise a previously written paper for publication. The goal is to prepare students for the academic job market. Special attention is paid to topic selection, how to approach working on an original (not synthetic) project, and presentation skills. Students enrolled for the year will be expected to conduct themselves as they would if they were junior faculty members at a top law school, reading and commenting on the work of their peers. Optional lunches to discuss writing will be held throughout the year in the same format as the Faculty Round Table. The goal is to create a learning community that will provide students with the type of scholarly atmosphere the faculty here enjoys. There will be meetings on average every other week during Winter and Spring Quarters.

The fall quarter only option is designed for several audiences: (1) students who want to decide if an academic career is for them; (2) students who wish to improve their skills as a public speaker; (3) students who want to improve their skills of critique while reading papers from a wide variety of subject areas; (4) and students who simply enjoy arguing about the law. Each week a young scholar present works-in progress and students play the role of the faculty in a faculty workshop. The class and the professor then provide feedback and suggestions to the presenter on aspects of both presentation style and the substance of the paper. The FALL ONLY version is graded on the basis of short reactions papers and class participation. The full year version may fulfill the WP or the SRP. May be taken concurrently with any other class or workshop. During Winter, the workshop is expected to meet the first four Weeks of the quarter; during Spring, the last four weeks of the quarter.

The fall only version has short reaction papers that are not for the writing credit. The full year version is writing or revising a work to publishable form and if successfully completed fulfills the requirement.

Grading is 60% written work, 40% participation.

Autumn 2013 - Lisa Bernstein

Workshop: Legal Scholarship

LAWS 78711 - 01 (1, 2) a, r, w, c/l, m

This workshop may be taken for a full year on only in the fall quarter. It is open to all students, JSDs and LLMS are welcome. Both versions count as 1 seminar. Students registered for the full year are required to either write a paper of publishable quality or revise a previously written paper for publication. The goal is to prepare students for the academic job market. Special attention is paid to topic selection, how to approach working on an original (not synthetic) project, and

presentation skills. Students enrolled for the year will be expected to conduct themselves as they would if they were junior faculty members at a top law school, reading and commenting on the work of their peers. Optional lunches to discuss writing will be held throughout the year in the same format as the Faculty Round Table. The goal is to create a learning community that will provide students with the type of scholarly atmosphere the faculty here enjoys. There will be meetings on average every other week during Winter and Spring Quarters.

The fall quarter only option is designed for several audiences: (1) students who want to decide if an academic career is for them; (2) students who wish to improve their skills as a public speaker; (3) students who want to improve their skills of critique while reading papers from a wide variety of subject areas; (4) and students who simply enjoy arguing about the law. Each week a young scholar present works-in progress and students play the role of the faculty in a faculty workshop. The class and the professor then provide feedback and suggestions to the presenter on aspects of both presentation style and the substance of the paper. The FALL ONLY version is graded on the basis of short reactions papers and class participation. The full year version may fulfill the WP or the SRP. May be taken concurrently with any other class or workshop. During Winter, the workshop is expected to meet the first four Weeks of the quarter; during Spring, the last four weeks of the quarter.

The fall only version has short reaction papers that are not for the writing credit. The full year version is writing or revising a work to publishable form and if successfully completed fulfills the requirement.

Grading is 60% written work, 40% participation.

Winter 2014, Spring 2014 - Lisa Bernstein

Workshop: Public Law and Legal Theory

LAWS 63402 - 01 (1) a, x, m

Working from a variety of methodological orientations, the workshop examines questions arising at the intersections of public law, legal theory, and interdisciplinary work in law and the social sciences, with an emphasis on politics, legal history, and legal theory. Sessions are devoted to the presentation and discussion of papers by faculty members from other institutions.

Students must enroll for the entire year and will receive one pass/fail credit.

Students are required to read the papers, attend the workshop, ask questions, and to submit one reaction paper per quarter on a paper of their choosing.

Autumn 2013, Winter 2014, Spring 2014 - Richard H. Helmholz; Alison LaCroix; Jennifer H. Nou; Eduardo M. Peñalver; Nicholas Stephanopoulos

Workshop: Regulation of Family, Sex, and Gender

LAWS 63312 - 01 (1) a, r, w, c/l, x, m

This workshop exposes students to recent academic work in the regulation of family, sex, gender, and sexuality and in feminist theory. Workshop sessions, to be

held irregularly throughout the Winter and Spring quarters, are devoted to the presentation and discussion of papers from outside speakers and University faculty. The substance and methodological orientation of the papers will both be diverse.

The grade is based on a substantial paper or series of short reaction papers, with class participation taken into account. Substantial paper writers require permission of the instructor.

Undergraduates admitted only with permission of the instructor.

Winter 2014, Spring 2014 - Mary Anne Case

Writing and Research in the US Legal System

LAWS 79903 - 01 (3) x, m

In this seminar, international LLM students learn research and writing skills essential to the practice of US law. Students learn how to use these skills to win arguments, persuade clients and sharpen their own thinking. We discuss and practice the major principles of legal writing in plain English – no jargon, no legalese.

The class functions largely as a workshop where we apply multiple research techniques and analyze the impact of various writing styles.

Students meet individually with the instructor throughout the course.

Regular class attendance is mandatory.

Students must complete all assignments before the take-home examination, which determines the student's grade.

This course is open only to LLM students and satisfies the legal research and writing prerequisite for the New York Bar exam.

Autumn 2013, Winter 2014 - Elizabeth Duquette; Margaret Schilt

Young Center Immigrant Child Advocacy Clinic

LAWS 65013 - 01 (1) a, w, s

The Young Center for Immigrant Children's Rights Clinic combines international human rights, immigration law and children's rights law. Students in the Young Center clinic serve as Child Advocate (similar to a guardian ad litem) for unaccompanied immigrant children detained in Chicago detention facilities.

Unaccompanied immigrant children come to the U.S. from all corners of the world, on their own. They are apprehended – typically at the U.S./Mexico border, or through internal enforcement – then detained and placed in deportation proceedings. Direct Client Service: Pursuant to federal law, the Trafficking Victims Protection Act, the Young Center is appointed as Child Advocate for the most vulnerable of these children (tender age children, children with mental or physical disabilities, children who have experienced extensive trauma, etc.). Law students in the Young Center Clinic are appointed by the federal government to serve as Child Advocate for individual children, and are responsible for advocating for the best interests of the assigned child on issues relating to care, custody, release, legal relief

and safe repatriation. Each student meets weekly with the child at the detention facility, and advocates on behalf of the child with federal officials, including immigration judges and asylum officers, under the supervision of Young Center attorneys. Since there currently is no substantive best interests of the child standard under the Immigration and Nationality Act, students look to state child welfare law, international human rights law, including the Convention on the Rights of the Child and UNHCR Guidelines, and the child protection laws of the child's home country. Policy Advocacy: In addition to serving as Child Advocate, clinic students have the opportunity to engage in legislative and policy advocacy aimed at improving the immigration system for immigrant children in removal proceedings. This is an especially exciting time because Congress is debating Comprehensive Immigration Reform. The Young Center will travel with students to Washington D.C. to meet with legislative officials in the Senate and the House to educate them about immigrant children and advance specific policies, including the appointment of counsel for immigrant children and incorporation of a substantive best interests of the child standard in the Immigration and Nationality Act. The Young Center Clinic admits both second-year and third-year law students. Language skills are not required, but students who speak Spanish, Mandarin, Hindi, Gujarati, Punjabi or Urdu are strongly encouraged to apply. Students who enroll in the clinic must: 1. Participate in a 2-day orientation during the first week of Autumn Quarter (Saturday & Sunday); 2. Participate in a 2-hour weekly seminar during the Autumn Quarter; 3. Participate in bi-weekly brown bag lunch meetings during the Winter and Spring Quarters. For more information about the Young Center, visit: www.TheYoungCenter.org or contact Maria Woltjen at mwoltjen@uchicago.edu or 773-702-0349 or Elizabeth Frankel at efrankel@law.uchicago.edu or 773-702-9587. Autumn 2013, Winter 2014, Spring 2014 - Elizabeth Frankel; Maria Woltjen; Xiaorong J. Wu

