

SYLLABUS
CORPORATE FINANCE
SUMMER 2019
3 CREDIT HOURS

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PART 1: COURSE DETAILS

CONTACT INFORMATION

INSTRUCTOR

Instructor: Andrew Morriss

Office Hours: Online office hours are by appointment and will use Zoom for meeting live.

Phone: 216-272-9187 (cell)

E-mail: andy.morriss@gmail.com

TECH SUPPORT

For technical support, please contact the Helpdesk at:

Phone: 800-472-8899

Email: support@lawstudentonline.com

COURSE DESCRIPTION

This course is designed to provide students with an understanding of the funding sources and the structure of corporate financial transactions. The course will focus on the tools necessary for a lawyer to render legal opinions in the financial sector; and will help students understand the finances behind transactions such as negotiating a merger, taking a client private through a leveraged buyout (LBO) or public through an initial public offering (IPO), or securing capital for expansion or operations. Topics covered include: valuation, debt securities, preferred stock, convertible securities, and distributions in respect of equity securities.

COURSE LEARNING OUTCOMES

Upon completion of this course, students will be able to:

- Recognize and explain key terms and concepts used in arranging business finance.
Apply legal tools to structure business finance.
- Interpret the legal documents used to issue debt and other securities.
Differentiate forms of business financial instruments.
- Combine concepts and tools to accomplish financial goals for clients.
- Evaluate the appropriateness of strategies for organizing businesses' financing.

PART 2: MATERIALS AND COURSE REQUIREMENTS

READINGS

REQUIRED TEXT

Richard T McDermott, LEGAL ASPECTS OF CORPORATE FINANCE (Carolina Press 5th Edition) ISBN: 9781579117153

Richard T McDermott, LEGAL ASPECTS OF CORPORATE FINANCE 2017 Supplement (Carolina Press) [available on course website].

TECHNOLOGY REQUIREMENTS

Students are expected to meet basic technology requirements to successfully participate in this online course. Failure to meet these requirements may cause problems accessing the course materials. It is the

student's responsibility to ensure all requirements are met prior to the start of the course.

- Access to the Internet is required. While any browser can be used, Firefox and Chrome are recommended.
- Access to the Learning Management System D2L See [Part 3: Accessing the Course](#) for more details.
- You will need the capability to speak and hear so you can watch videos and participate in the live online office hours. Make sure that the device(s) you will be using have a microphone and speakers or that you have access to a headset. A webcam is optional but not required.
- I will use Zoom Meetings to conduct live office hours with students.

PART 3: ACCESSING THE COURSE

TIME ZONES

Please note that this course is setup to run in the Eastern Time zone. Check your course schedule for all assignment deadlines. Modules close on Sundays at 11:59 pm ET.

Eastern	Central	Mountain	Pacific
11:59 pm	10:59pm	9:59pm	8:59pm

As a student in a distance education course, it is your responsibility to learn and observe the time deadlines for assignments. Late work will not be accepted due to time zone differences.

*****Note** that I live in the Central Time Zone. Please keep the time of day in that time zone in mind when contacting me by phone or text. Unless you have made special arrangements, please do not contact me by phone or text before 7:30 a.m. Central Time or after 10:30 p.m. Central Time.

COURSE SITE (D2L)

The course will be taught entirely online in an asynchronous environment using the Learning Management System – Desire2Learn (D2L).

The course is designed to give students a dynamic online learning experience. Students will receive notice of a student orientation which will familiarize you with the basics of navigating this platform. Students will also receive their log in information (username and password) via email.

To access the course:

- Go to: <https://mycourses.lawonline.me>.
- Enter the username and password you have been provided.
- Locate and click on the course name under *My Courses*.
If you have trouble logging in, please contact the Helpdesk at 800-472-8899 or via email support@lawstudentonline.com.

OFFICE HOURS VIA ZOOM MEETINGS

Online office hours will be available through ZOOM Meetings. Students will have the opportunity to speak with me during these office hours. Students can also choose to share their web cam or be given permission to share documents with me via the online rooms.

PART 4: COURSE STRUCTURE

OVERVIEW

The course is organized around a weekly schedule that will begin each Saturday 12:00 AM ET and end the following Sunday 11:59 PM ET. A typical week will cover 3-4 topic areas. Any assignment for a given topic will normally be due at the end of the weekly period unless otherwise indicated. **Please reference the “Course Schedule” for deadlines.**

CONTENT DELIVERY

- **Course Lectures:** There will be between 4-5 hours of course lecture videos to watch each week.
- **Organization of material:** The course is divided into seven (7) modules, each of which contains various topics. Modules 1-6 correspond to chapters 1-6 in the McDermott casebook; Module 7 is a wrap-up. Each module has between 2 and 20 topics. Each topic generally corresponds to one “chunk” of material (a case, statute, or other text) in the McDermott casebook or supplement. Topics contain:
 - **Readings:** These are from the McDermott casebook or the 2017 supplement. The first step in a topic is to do the reading. You should expect to spend at least 4-6 hours completing the readings each week.
 - **Video lectures:** These range in length from 5 to 15 minutes per topic. *After* doing the reading, watch the video lecture. Once you’ve seen the lecture, you may find revisiting the reading useful.
 - **Check for Understanding Quiz:** After each topic, there is a short quiz to check your understanding of the material. (See the Assignments and Activities section below for more detail.)

ASSIGNMENTS AND ACTIVITIES

ASSIGNMENTS

There are three individual written assignments distributed throughout the course, covering the material in Modules 3, 4, and 5. For each, you will respond to one of the written questions at the end of the chapters. The assignments begin when we start Modules 3, 4, and 5 and are due. These assignments must be submitted within the course to the designated discussion board. You should expect to spend at least 4-5 hours on each of these assignments. You will also have to comment on at least two other students’ responses to the questions. **Please reference the “Course Schedule” for deadlines.**

DISCUSSION BOARD

1 to 2 discussion questions will be posted to the discussion board each module. (There will be only 1 discussion question posted on weeks when there is a written assignment due; there are two discussion questions on all other weeks.) You are expected to post a substantive comment in response to each discussion question and make at least **one** substantive responses to classmates’ postings in each question each week. Review the grading criteria and “Discussion Board Guidelines” to ensure maximum credit. You should expect to spend at least 1.5-3 hours per week on the discussion boards, depending on the number of questions posted. **Please reference the “Course Schedule” for deadlines.**

QUIZZES

Each module concludes with a short quiz that includes multiple-choice, T/F, and/or matching questions.

FINAL EXAM

The final exam will consist of a mix of multiple choice, T/F, matching, and essay questions. Additional

information about the final exam can be found within the course in the "Final Exam" module. The exam will be self-scheduled, and you will be bound by your law schools honor code. Three hours will be allotted for you to take the exam.

PART 5: STUDENT RESPONSIBILITIES

MANAGING YOUR STUDIES

The following attributes will greatly contribute to your success in this course.

- *Be self-motivated.* You should be able to manage and direct your own learning environment and methods to fulfill course requirements and achieve individual academic success.
- *Be an independent learner.* Successful online students are self-starters. They work well with the flexibility that the 24/7 any time--any place format provides. You should be able to learn on your own and at an accelerated pace without direct supervision.
- *Have a minimum level of computer literacy.* Although it is not essential to have advanced computer skills, you should possess a working knowledge of email, the Internet, as well as basic keyboarding skills.
- *Manage your time well.* You must be able to organize and plan your own best "time to learn." There is no one best time for everyone, but the key to success is to make the time to learn.
- *Acquire effective communication skills.* You must use email and discussions to communicate with your peers and me. The ability to read and to write clearly in order to communicate ideas and assignments is essential. Also, sharing reflections - of your own work as well as your course mates' - is a crucial component of a successful experience. This method provides you with rapid feedback as well as a means to inform me of any concerns or problems that you may be experiencing.
- *Be personally committed to successfully completing this online course.* Because of the flexibility in scheduling in this course, you must have a strong desire to learn and acquire knowledge and skills via online courses. Making a commitment to learn in this manner is a very personal decision and requires a strong desire to perform in order to achieve academic success.

RESPECTING THE ACADEMIC COMMUNITY

Netiquette consists of the rules and guidelines for acceptable behavior in electronic communication. Remember, while working in an online course you are in an academic setting and should conduct yourself accordingly.

All students are expected to follow netiquette guidelines as outlined below:

- You are not text messaging friends. This means text message acronyms (such as LOL, IMHO, BCNU, etc.) are not acceptable. Express yourself with proper spelling, grammar, and punctuation.
- Out of respect for your fellow course mates' and instructor's time, keep your communications as clear, straightforward, and concise as possible.
- Use appropriate mixed case text; avoid using all lowercase or all uppercase text (SHOUTING).
- You are your words. Your communication in an online course represents you. Always review and edit your communication before submitting.
- Give respect to your classmates. Be courteous, respectful of others opinions, sensitive to

diversity, and polite.

- Respect other people's privacy. Do not share other individual's personal information (i.e., e-mail addresses, phone numbers, etc.) without permission.
- It's okay to disagree with someone's opinion or constructively criticize an idea. Indeed, it is a good thing to have an engaged discussion in which people disagree. It is never okay to personally attack another student. Debate the idea; do not attack the person.
- Free speech is not an absolute right in an online course.
- Obey copyright laws and cite others' work appropriately.

INSTRUCTOR EXPECTATIONS OF STUDENTS

- Students are expected to keep up with the course which includes: watching lectures; completing reading assignments; submitting assignments on time; posting and replying to discussion topics on or before the due dates; and completing module quizzes, where applicable.
- Students should log on to D2L at least every other day to check for announcements, tests, and the final exam.
- Students are expected to independently complete all activities, assignments, quizzes, and the final exam.
- Students are expected to read the required readings each week before reviewing the lectures and to complete the assignments.
- To receive maximum points for questions, students need to follow the instructions carefully, follow word limits as instructed, and use Spell Check. There will be deductions if these guidelines are not followed.
- Assignments, quizzes, and exams are expected to be products of individual students. Students should not discuss any of the questions with each other before or during the actual assignments, activities, quizzes, and exams.

PART 6: GRADES AND GRADING POLICIES

GRADED COURSE ACTIVITIES

The following formula will be used to calculate your final grade:

Percentage	Description
15	Discussion Question postings (9 @ 4 points each)
15	Written Assignments (3 @ 10 points each)
20	Module Quizzes (6)
50	Final Exam

GRADING SCALE

Your grade will conform to your school's grading policy as to whether +s and –s are given and to any applicable grading curve.

GRADING POLICIES

Students are expected to submit responses to Discussion Questions and Assignments on time. Late submissions within 12 hours of the deadline will be penalized 10%. Late submissions within 24 hours of the

deadline will be penalized 20%. No submissions will be accepted 24 hours beyond the deadline. I reserve the right to take deductions for the failure to follow instructions.

PART 7: OTHER COURSE POLICIES

See school policies on matters of Academic Integrity and Student Conduct. Matters involving integrity or Honor Code issues will be transmitted to school administration.

ATTENDANCE

This course is delivered asynchronously to accommodate students' other life obligations. Students must access each lecture for an appropriate amount of time, participate substantively in the Case Problem Assignments, and complete the Final Exam by set due dates. Students' attendance responsibilities follow school policy. Any questions will be referred to school's administration.

SPECIAL ACCOMMODATIONS

Contact school about requests for special accommodations and ask that they send granted accommodations to support@lawstudentonline.com

PART 8: RESOURCES

STUDENT AFFAIRS

Office of Student Affairs: You should contact your school.

TECHNOLOGY RESOURCES

Technology Resources: Contact support@lawstudentonline.com. The Helpdesk number is 800-472-8899.

PART 9: COURSE TOPICS

The following is a list of topics which will be covered in the course. Please refer to the course schedule for details on topics, assignments, and due dates. Any change related to the course schedule will be communicated to the students through an announcement to all students or by modifying the course syllabus and notifying students of the modified syllabus.

Modules	Topics
M01	Introduction to Course
M02	Valuation and Fairness Opinions
M03	Debt Securities
M04	Preferred Stock
M05	Convertible Securities
M06	Distributions in Respect of Securities
M07	Wrap Up