

Corporate Law and Economics
MSPE 590
Outline of Topics
Summer 2020

Introduction: 2.5 days	Cases To Be Discussed
Federal and State Courts	
Statutory and Regulatory Law	
Common Law and Precedent	
Origins of Corporations and Delaware Statute	
Fifth and Fourteen Amendment - Due Process	Ames and Hope
First Amendment – Free Speech	Virginia and Bellotti
First Amendment – Campaign Finance	McConnell and Citizens
First Amendment – Religious Freedom	Hobby Lobby

Property Law: 2 days	
Origins of Private Property	
Private Nuisance and Coase Theorem	Bove, Boomer, and Spur
Zoning and the Rational Basis Test	Ambler and Nectow
Eminent Domain	Berman and Kelo
Regulatory Takings	Penn Central and Lucas

Contract Law: 1.5 days	
Expectations Damages and Futures Markets	Shepherd
Uniform Commercial Code Remedies	Hinckley and Lieberman
Lost Profits Seller	Neri and Jordan
Contract Formation and Mergers	Texaco
Requirements Contracts and Breach	Uranium Cases

Corporations: 1 day	Thursday, May 23
Duties of Loyalty and Care	
Corporate Statements	Trump
Insider Trading	Dirks and O’Hagan

Takeover Battles and Defenses: 2.5 days	
Tender Offers	
Proxy Contests and Freeze-Out Mergers	Hewlett-Packard and UOP
Unocal Duties for Takeover Defenses	Unocal

Poison Pills
Revlon Duties for Takeover Defenses
Time-Warner Interpretation
Proxy Contests

Product Liability: 1.5 days
Duty of Reasonable Care (Negligence)
Strict Product Liability
Negligent Design
Duty to Warn
Punitive Damages

Bankruptcy: 2 days
Reorganization
Mass Torts – Asbestos
Rejection of Leases
Rejection of Union Contracts
Termination of Pension Plans
General Motors

Interco
Revlon and Fruehauf
Time-Warner
ITT and Quickturn

MacPherson
Escola and Greenman
Larsen and Young
MacDonald and Vassallo
Exxon

Grete Bay, Trump, and Texaco
Manville and Dow-Corning
K-Mart
Wheeling and Northwest
US Airways
General Motors