Corporate Law and Economics  
MSPE 590  
Outline of Topics  
Summer 2020

**Introduction:**  2.5 days  
Federal and State Courts  
Statutory and Regulatory Law  
Common Law and Precedent  
Origins of Corporations and Delaware Statute  
Fifth and Fourteen Amendment - Due Process  
First Amendment – Free Speech  
First Amendment – Campaign Finance  
First Amendment – Religious Freedom  

**Cases To Be Discussed**  
Ames and Hope  
Virginia and Bellotti  
McConnell and Citizens  
Hobby Lobby

**Property Law:**  2 days  
Origins of Private Property  
Private Nuisance and Coase Theorem  
Zoning and the Rational Basis Test  
Eminent Domain  
Regulatory Takings  

**Cases To Be Discussed**  
Bove, Boomer, and Spur  
Ambler and Nectow  
Berman and Kelo  
Penn Central and Lucas

**Contract Law:**  1.5 days  
Expectations Damages and Futures Markets  
Uniform Commercial Code Remedies  
Lost Profits Seller  
Contract Formation and Mergers  
Requirements Contracts and Breach  

**Cases To Be Discussed**  
Shepherd  
Hinckley and Lieberman  
Neri and Jordan  
Texaco  
Uranium Cases

**Corporations:**  1 day  
Duties of Loyalty and Care  
Corporate Statements  
Insider Trading  

**Cases To Be Discussed**  
Trump  
Dirks and O’Hagan

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

**Cases To Be Discussed**  
Hewlett-Packard and UOP  
Unocal
Poison Pills
Revlon Duties for Takeover Defenses
Time-Warner Interpretation
Proxy Contests
Interco
Revlon and Fruehauf
Time-Warner
ITT and Quickturn

**Product Liability**: 1.5 days
Duty of Reasonable Care (Negligence)
Strict Product Liability
Negligent Design
Duty to Warn
Punitive Damages
MacPherson
Escola and Greenman
Larsen and Young
MacDonald and Vassallo
Exxon

**Bankruptcy**: 2 days
Reorganization
Mass Torts – Asbestos
Rejection of Leases
Rejection of Union Contracts
Termination of Pension Plans
General Motors
Greate Bay, Trump, and Texaco
Manville and Dow-Corning
K-Mart
Wheeling and Northwest
US Airways
General Motors