

Corporate Law and Economics
MSPE 590
Outline of Topics

Introduction:

- Common Law and Precedent
- Statutory and Regulatory Law
- Constitutional Law – Regulation
- Constitutional Law – Rights

Property Law:

- Origins of Private Property
- Coase Theorem and Private Nuisance
- Regulation and the Rational Basis Test
- Patents and Copyrights

Contract Law:

- Expectations Damages and Futures Markets
- Uniform Commercial Code Remedies
- Contract Formation and Mergers
- Requirements Contracts and Breach

Corporations:

- Origins of Corporations
- Duties of Loyalty and Care
- Corporate Statements
- Insider Trading

Takeover Battles and Defenses:

- Tender Offers and Freeze-Out Mergers
- Unocal and Revlon Duties for Takeover Defenses
- Poison Pills
- Proxy Contests

Product Liability:

- Duty of Reasonable Care (Negligence)
- Strict Product Liability
- Duty to Warn
- Punitive Damages

Bankruptcy:

- Reorganization
- Mass Torts – Asbestos
- Rejection of Union Contracts
- General Motors