

To: Students
From: Deb Paul
Subject: May & August Intersession Courses
Date: March 24, 2009
CC: Faculty and Staff

MEMO

Find attached information on the intersession courses being taught in May & August. Space in some of these courses is limited, so if you are interested in taking any of the limited enrollment courses, you must submit the lottery form found on the last page of this handout. Results of the lottery will be posted April 9. If a class is over subscribed waiting lists will be kept and students notified if an opening in a class becomes available.

Credit for the intersession courses in May must be added to your spring registration. Credit for the intersession courses in August must be added to your fall registration. Reminder, if you are taking 12 hours of credit in the spring or fall semesters, there is no additional tuition charge for these classes.

**DEADLINE TO SUBMIT LOTTERY
FORMS:
Tuesday,
April 7, 4:00 p.m.**



91:239 CORPORATE GOVERNANCE AND CONTROL

Justice Randy J. Holland

The law school will be offering this course during the week of May 11-15, which is worth one hour of academic credit. It will meet Monday-Friday, 9:00-12:00 with the final exam scheduled for Friday afternoon at 3:00 p.m. This is an open enrollment class which can be added through ISIS.

Description: This course entails a study of the principal issues involved in creating appropriate governance and control systems for large publicly-held corporations. It focuses on questions of corporate structure, shareholder voting rights, duties of directors, derivative suits, indemnification, and transfers of control, viewed from the perspective of Delaware's statutory and common law. Corporations recommended.

The Honorable Randy J. Holland presently serves on the Delaware Supreme Court. He is the youngest person to serve on the Delaware Supreme Court, having been recommended to the Governor by a bipartisan merit selection committee. Prior to his appointment and confirmation in 1986, Justice Holland was in private practice as a partner at Morris, Nichols, Arsht & Tunnell. In January 1999, he was reappointed and confirmed unanimously for a second twelve-year term.

Justice Holland graduated from Swarthmore College. He also graduated from the University of Pennsylvania Law School, cum laude, where he received an award for legal ethics. Justice Holland received a Master of Laws in the Judicial Process from the University of Virginia Law School. He also received an honorary Doctor of Laws from Widener University School of Law

91: 213 Business Bankruptcy Reorganizations

Judge Jeff Bohm

This is an open enrollment class which can be added through ISIS. The class will meet Mon., Tues., Wed., and Thur., May 11-14 from 9:00 am-10:30 am and 12:30pm-2:00 pm; Fri. May 15 from 9:00 am-10:00 am. A final exam will be given on Friday afternoon at 2:00 pm.

Description: This course examines the reorganization of distressed businesses using chapter 11 of the Bankruptcy Code. Topics to be covered include pre-bankruptcy negotiations and out-of-court restructuring, avoiding powers and other tools to restructure the company, formation and confirmation of a plan of reorganization, and post-confirmation issues. The course is particularly suitable for those who plan to work as commercial litigators or transactional lawyers.

No prerequisites

The Honorable Jeff Bohm was sworn in as a bankruptcy judge for the Southern District of Texas on December 30, 2004. Judge Bohm obtained his BA from Haverford College in 1976, his MA from the Johns Hopkins University in 1978, and his JD from the University of Texas School of Law in 1984. Following graduation from law school, Judge Bohm practiced law for approximately 20 years with the Austin, Texas law firm of McGinnis, Lochridge & Kilgore, LLP. He primarily practiced bankruptcy law, and his practice was state wide.

Judge Bohm has been a frequent speaker at bankruptcy seminars. He has also published articles in the American Bankruptcy Law Journal, the Uniform Commercial Code Law Journal, and the Texas Bar journal. While he practiced law in Austin, Judge Bohm coached the moot court teams at the University of Texas School of Law for the Duberstein Bankruptcy Competition held annually in New York city. Since taking the bench, Judge Bohm has helped the moot court team from the University of Houston Law Center prepare for this annual competition. He is also an adjunct professor at the University of Houston Law Center.

91:370:4 May Trial Advocacy Intersession

Trial Ad is worth two hours of academic credit and will be taught by Barry Lindahl. Limited to 16 students.

PLEASE NOTE:

Dates: **May Intersession** -- May 10 (Sunday) - May 15 (Friday), 2009; final trials are scheduled for May 20, 21, or 22 (5:00-10:00 p.m.) or Saturday May 23 (9:00-12:00) required. Summer classes start May 18.

Prerequisite: Evidence

ATTENDANCE IN THIS COURSE IS MANDATORY

REMINDER: STUDENTS CHOSEN FROM THE LOTTERY WILL NOT BE ALLOWED TO DROP THE COURSE AFTER APRIL 24, 2008. STUDENTS ATTEMPTING TO DROP THE COURSE AFTER APRIL 24, OR FAILING TO SHOW UP THE FIRST DAY OF CLASS WILL RECEIVE TWO HOURS OF "1.5" FOR THE COURSE AND BE GIVEN BOTTOM PRIORITY FOR FUTURE TRIAL AD COURSES.

91:341 Managing National Security

Judge James Baker

This one-hour course will meet Monday, May 11– Friday, May 15, 9:00 a.m.-noon . Limited to 15 students .

Description: This course introduces students to the substance, process, and practice of national security law. In an age of terrorism, what should every national security lawyer know on the first day of work? What should every lawyer and citizen understand about the process of national security decision-making?

In the one week intersession context, the course places particular emphasis on the process of Presidential and military decision-making, as well as the interface between law and policy in applying the instruments of national security policy e.g., military, intelligence, law enforcement, and diplomacy.

The course culminates on the fifth day with tabletop exercises with students playing the role of national security officials addressing real world security problems. The exercises are intended to test each student's ability to spot issues, and apply law to policy, in realistic context. The exercises are also intended to offer insight into the pressures incumbent on national security lawyers and policymakers as they face multiple and emerging issues with incomplete information and real world deadlines.

Requirements: (1) Preparation of briefing points for a table top exercise; (2) Participation as a national security official in a class scenario. No final exam, the exercises will be graded.

The Honorable James Baker is an Associate Judge on the United States Court of Appeals for the Armed Forces. The Court exercises worldwide appellate jurisdiction over members of the armed forces on active duty and other persons subject to the Uniform Code of Military Justice. The Court is composed of five civilian judges appointed for 15-year terms by the President with the advice and consent of the Senate. Judge Baker is also an adjunct professor at Georgetown Law School. A career civil servant, Judge Baker previously served as Special Assistant to the President and Legal Adviser to the National Security Council (NSC)(1997-2000); Deputy Legal Adviser to the National Security Council (1994-1997); Counsel to the President's Foreign Intelligence Advisory Board and Intelligence Oversight Board (1993- 1994); and, as an attorney in the Office of the Legal Advisor, Department of State. Judge Baker has also served as a legislative aide to Senator Daniel Patrick Moynihan and as a Marine Corps infantry officer. (Judge Baker resigned his Reserve commission upon joining the United States Court of Appeals for the Armed Forces.) Judge Baker is the recipient of the 1999 Colonel Nelson Drew Memorial Award, the NSC's highest honor, and the Director of Central Intelligence's "Director's Award." He is the author of *Regulating Covert Action* (Yale University 1992) as well as numerous articles on national security. He is a graduate of Yale College and Yale Law School.

91:370 August Trial Advocacy Intersession

The Trial Advocacy course is worth two hours of academic credit and will be taught by Judge John Jarvey and Clinical Professor John Whiston.

PLEASE NOTE: Dates: **August Intersession** – August 16 (Sunday)-August 21 (Friday), 2009 final trials are tentatively scheduled for sometime during the week of September 1 (required) . (Fall classes start August 25.)

Prerequisite: Evidence

ATTENDANCE AT ALL SESSIONS OF THIS COURSE IS MANDATORY

REMINDER: STUDENTS CHOSEN FROM THE LOTTERY WILL NOT BE ABLE TO DROP THE COURSE AFTER JULY 10, 2009. STUDENTS ATTEMPTING TO DROP THE COURSE AFTER JUNE 30, OR FAILING TO SHOW UP THE FIRST DAY OF CLASS WILL RECEIVE TWO HOURS OF "1.5" FOR THE COURSE AND BOTTOM PRIORITY FOR FUTURE TRIAL AD COURSES.

91:601 Advanced Topics in Corporate Law: Corporate Governance

Eileen Kamerick, Visiting Adjunct Instructor
(August 17–21, 2009) (9:00 a.m. to 12:00 noon, daily)
Final exam, Friday, August 21, 3:00 p.m.

Description : This one-credit course will provide students with the opportunity to study the many recent regulatory changes and corporate reforms and their impact on corporate governance. Topics will include the effect of the Sarbanes--Oxley Act on Boards; the regulatory initiatives instituted by the NYSE and NASDAQ; the rise of the lead director; the debate over bifurcating the role of CEO and Chairman; and the shift in the relationship between Boards of Directors and management. In addition to doing readings and discussing them in class, students will participate in "board meetings" and governance simulations. This is an open-enrollment class. Prerequisite: Corporations I.

Eileen A. Kamerick is SVP, Chief Financial Officer and Chief Legal Officer of Tecta America, the country's largest commercial roofing company, with particular expertise in solar and greenroofing. Tecta is majority owned by KRG Capital Partners, LLC. Previously, she was EVP, CFO, and Chief Administrative Officer of Heidrick and Struggles. She serves on the Boards of Associated Banc Corp (NASDAQ ASBC) a 24-billion-dollar bank holding company, Westell Technologies, Inc. (NASDAQ WSTL) and Bostwick Laboratories, a pre-IPO medical services and testing business. She graduated with honors from the Graduate School of Business of the University of Chicago in finance and international business, she holds a JD from the University of Chicago. She graduated summa cum laude from Boston College.

91:251 Introduction to Employee Benefits Law

Visiting Lecturer Gary Howell

This intersession course will meet August 17-21, Monday-Friday, 1:00-2:30 a.m. and 3:00-4:30 p.m., and is worth one hour of academic credit. *The last hour of the last class session will be a review session.* The exam is scheduled for Saturday, August 22 at 8:30 a.m. This is an open-enrollment class.

Description: The law of employee benefit plans (often called "ERISA law," though ERISA is not the only relevant statute), has grown rapidly in the last decade. Employee benefits law addresses real-life questions, such as "will I be able to retire?" or "can I afford the hospital if I am sick?" in the context of a complex body of statutory, administrative and case law that governs the maintenance of plans by employers and the rights and benefits of employees under those plans.

This one-week course will be a survey of some, but certainly not all, of the major topics in employee benefits law. We will begin with the concept of a "plan," and how plans are subject to the Internal Revenue Code, ERISA or both. We will then spend some time (roughly 50% of our class hours) with the tax-qualification rules for retirement plans, focusing on "401(k)" plans, which have become the predominant type of employer-sponsored retirement plan. Time permitting, we will move briefly to "welfare benefit" (e.g., health insurance, life insurance) plans and executive compensation arrangements (an area that has been significantly impacted by recent legislation). We will conclude by considering some of the topics that are being hotly litigated in the federal courts, including the relief available to plan participants under ERISA, the use of employer stock as an investment in retirement plans and the U.S. Supreme Court's ERISA decisions from the most recent term. The goal of the course is to acquaint you with the types of issues faced in employee benefits law practice, the sources of the law, and how to use those sources to address such issues.

The course is intended to be appropriate for those with no prior tax background, but statutory provisions and regulations will be a significant portion of the course materials. Materials studied will include provisions of ERISA and the Internal Revenue Code, regulations and interpretations under both statutes, and judicial decisions. We will cover a variety of topics and material quickly, so preparation and attendance are essential.

If you have questions about the class, you may contact ***Gary Howell*** at 312-902-5610 or gary.howell@kattenlaw.com. Mr. Howell is a practicing attorney who specializes in employee benefits law and who has taught at the College of Law since 1990.

INTERSESSION LOTTERY FORM

Please fill out the lottery form below if you wish to be considered for any of these limited enrollment intersession courses and return to Deb Paul's mailbox by Tuesday, April 7, 4:00 p.m.

August Trial Advocacy Intersession

prerequisite: Evidence

Add my name to the lottery for this course: ___ Yes ___ No _____

I have served as a witness for Trial Ad/Stephenson before: ___(yes) ___ # of times ___(no)

I have served a as juror for Trial Ad/Stephenson before: ___(yes) ___ # of times ___(no)

I would prefer the May intersession of Trial Advocacy if selected for both ___(yes) ___(no)

May Trial Advocacy Intersession

prerequisite: Evidence

Add my name to the lottery for this course: ___ Yes ___ No _____

I have served as a witness for Trial Ad/Stephenson before: ___(yes) ___ # of times ___(no)

I have served a as juror for Trial Ad/Stephenson before: ___(yes) ___ # of times ___(no)

I have a job as a prosecuting intern this summer ___(yes) ___(no)

I would prefer the August intersession of Trial Advocacy if selected for both ___(yes) ___(no)

Managing National Security

Add my name to the lottery for this course: ___ Yes ___ No _____

Student Name & student ID #
[please print]

expected graduation date

