Law & Business of Investment Banking (Deals)
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Professor Gerald Rosenfeld

The aim of the course is to integrate diverse aspects of the academic training of law and business students in a transactions focused context. Students will be organized into six teams comprised of three business students and three law students. At the outset of the course, student teams will be assigned or will have the option of locating a transaction that will form the corpus to be dissected by the team in a written report that will be presented to the class.

The first half of the semester will be dedicated to a series of classes that will discuss various aspects of the law and economics of contracting. During this period, students will be expected to read the assigned readings and participate orally in class, but also during this period, teams will be digesting the assigned deals and meeting from time to time with the deal professionals (lawyers or bankers) who actually structured and negotiated the deal.

The major undertaking of the team will be the preparation of a report that will analyze the deal in terms of the economic problem it sought to solve or the advantage it sought to gain; the larger forces in the economy that created that problem or that opportunity; the business or legal impediments facing the solution that the deal represents; perhaps alternative solutions and why they were not pursued; how the impediments to the deal were overcome in the transaction and led to closing; identification of notably innovative contract terms to solve idiosyncratic problems in the deal; post-deal indications of the bilateral success of the transaction or not, and any other aspects of the deal thought to be of special interest. The deal professionals will serve as tutors for the project.

Each team will present its report to the class one evening and at that time the Tutors for that deal would be asked to participate in class for that evening, as the real experts on that transaction.

Grading will be on the basis of the report (for which all members of the team will receive the same grade) and classroom participation (for which individual grades will be assigned). There will be no final examination.