

MERGERS AND ACQUISITIONS SPRING 2008 SEMESTER

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REQUIRED TEXT

Materials will be distributed in class.

COURSE DESCRIPTION

This course will provide an introduction to analyzing, structuring, negotiating and documenting mergers and acquisitions of both public and private companies. In addition, this course will cover such topics as term sheets, letters of intent, the due diligence and disclosure process, valuation and payment term issues, fiduciary duty concerns, tax consequences, and state and federal laws which directly affect mergers and acquisitions.

COURSE REQUIREMENTS

Students are expected to regularly attend class and be prepared to participate in class discussions. Students may be assigned interactive exercises to complete.

GRADING

There will be one three hour closed book examination which will be given during the regularly scheduled examination period in May, 2008.

TOPICS TO BE COVERED

WEEK 1	Introduction; The Basic Process for Analyzing Mergers and Acquisitions
WEEK 2	Term Sheets and Letters of Intent
WEEK 3	Acquisition Documents
WEEK 4	Acquisition Documents (continued); Ancillary and Closing Documents
WEEK 5	Indemnification; Tax Consequences
WEEK 6	Fiduciary Duties; State and Federal Law Issues
WEEK 7	Case Study - Acquisition of a Private Company
WEEK 8	Case Study - Merger of Two Public Companies
WEEKS 9-12	The topics to be covered the remainder of the semester will be determined based on a number of factors including recent deals in the news, student interest, etc.

Specific assignments for each week will be given during class or posted on the Blackboard. It is the student's responsibility to periodically check the Blackboard.