

MERGERS AND ACQUISITIONS SPRING 2009 SEMESTER

PATRICK J. BRUKS
Phone: 312-840-7090
E-Mail: pbruks@burkelaw.com

REQUIRED TEXT

None, materials will be handed out 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 short interactive exercises to complete which will be the basis for class discussions.

GRADING

There will be one three hour closed book examination which will be given during the regularly scheduled examination period in May, 2009.

TOPICS TO BE COVERED

WEEK 1	Introduction; The Basic Process for Analyzing Mergers and Acquisitions
WEEK 2	Term Sheets and Letters of Intent; Due Diligence
WEEK 3	Acquisition Documents
WEEK 4	Acquisition Documents (continued); Ancillary and Closing Documents
WEEK 5	Taxes
WEEK 6	Indemnification
WEEK 7	Fiduciary Duties; State and Federal Law Issues
WEEK 8	Case Study
WEEK 9	Case Study
WEEK 10	Valuation
WEEKS 11-12	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.