AGENCY AND PARTNERSHIP
CLASS RULES
FALL 2015

Professor: Twinette L. Johnson
Office: Room 224 or 226 (you will find me in either one when I am on campus)
Phone: 618-536-4563 Email: tjohnson@siu.edu
Class Times: Tuesdays 5:00–6:50 – Room 202
Office Hours: Drop ins and Appointments

I have an open door policy and so even if you do not have an appointment, feel free to come in and discuss your questions with me.

ASSIGNED TEXTS:
Required:

PROFESSIONAL GOALS:
Agency and Partnership is the study of the relationships, practices and communications between and among various parties. In the Agency and Partnership class, we will primarily focus on learning how to build these relationships and promote sound business practices under agency and partnership law.

PROFESSIONAL EXPECTATIONS:
As you know, your professional legal career began when you started law school. I want you to continue learning and practicing the professional behavior expected of you as attorneys in the legal profession. To that end, please read and familiarize yourself with the following specifics:

Assignments:
You are responsible for all assigned reading (including Notes & Questions and Problems) whether or not it is covered in class. You must also complete all additional assignments as they are assigned during the semester. The Reading List reflects my best approximation of the time needed to cover each topic. Please note that you will receive the Reading List in parts. Part I is attached to these Class Rules. Future Parts will be available via TWEN as they become due. If necessary, I will modify the Reading List and advise you of any changes. Should we fall behind, please stay on schedule with the reading.

Attendance, Preparation and Participation:
Attendance: Class attendance is mandatory. You are allowed three absences in this class. If you miss more than three classes, you may not be allowed to sit for the final exam. If you have an unexpected problem with adhering to the attendance policies please let me know.

Attendance will be taken during each class. You must attend both hours of class to be counted present. No one may sign for another student. Please arrive on time so as not to disrupt the class in progress.

The Law School’s attendance policies, informed by the Standards of Accreditation of the American Bar Association, require regular and punctual class attendance by all students.

Preparation: You are expected to attend and be prepared to participate in every class. The format of each class will typically consist of a class overview, lecture/discussion of the materials read for

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1 These Class Rules may be revised as needed.
homework and moving beyond the course reading with a discussion of the problems and additional hypotheticals.

**Participation:** Being prepared means completing the assigned readings, taking the time to understand them and being able to engage in class discussion regarding the materials. To facilitate class discussion, I will randomly call on students to discuss the readings, notes & questions, problems and other aspects in class. If you are unprepared for class or otherwise do not wish to be called on, please inform me before class. If you are unprepared or do not wish to be called on, you may still attend class, but you will be counted as absent for that class. Such an absence will count toward your three allowed absences.

**Laptops and other electronic devices:**
During class, you may use your laptop (or similar electronic device) for note taking but you may not use your laptop (or similar electronic device) in any manner that is likely to interfere with your class participation or that of other students.

**General Grading Criteria:**
I will administer three required Quizzes during class. These Quizzes will count for 30% of your grade. You may drop your lowest scored Quiz, but you must take all three Quizzes to drop your lowest scored Quiz.

Your Final Exam will be worth 70% of your grade.

Directions and other criteria for the Quizzes and the Final Exam will be discussed during class.

**COMMUNICATION:**

**TWEN:**
I will contact you frequently using TWEN – a Westlaw application. Please register for TWEN as soon as possible. You will be asked to provide your email address as part of the registration process. You can reach the TWEN website by going to www.lawschool.westlaw.com, signing in and selecting the course entitled Agency and Partnership – Fall 2015 – Professor Johnson and Carol Manis. Please note that TWEN mail will sometimes be sent to your junk or spam folders. Adjust your email settings so that you receive your messages.

**Email:**
I may communicate with you through your “siu” email accounts. Therefore, you should check your siu mail regularly. If you use a different e-mail address, you should have your siu mail forwarded to that address. If, during the course of the semester, you think you have not received any message your classmates have received (through TWEN or siu mail), let me know immediately and I will work with you and ITS to solve the problem.

**Contacting the Professor via email:**
While I prefer face to face communication, you may contact me with your questions via email (tjohnson@siu.edu). While response times will vary, I will make every effort to respond quickly to your messages. On occasion, you may ask a question that is better answered during a face to face meeting. If that is the case, I may request that you see me in person so we can fully discuss your question.

**Emergency Procedures**
Southern Illinois University Carbondale is committed to providing a safe and healthy environment for study and work. Because some health and safety circumstances are beyond our control, we ask that you become familiar with the SIUC Emergency Response Plan and Building Emergency
Response Team (BERT) program. Emergency response information is available on posters in buildings on campus, available on BERT’s website at www.bert.siu.edu, Department of Safety’s website www.dps.siu.edu (disaster drop down) and in Emergency Response Guideline pamphlet. Know how to respond to each type of emergency.

Instructors will provide guidance and direction to students in the classroom in the event of an emergency affecting your location. It is important that you follow these instructions and stay with your instructor during an evacuation or sheltering emergency. The Building Emergency Response Team will provide assistance to your instructor in evacuating the building or sheltering within the facility.
AGENCY AND PARTNERSHIP
READING LIST/PART I
WEEKS 1 - 6
PROFESSOR TWINETTE JOHNSON
FALL 2015

WEEK 1/CLASS 1
AUGUST 25TH
Readings (to be completed for this class): Chapters 1 & 2 (will not cover in great detail, but you should read for background) (All pages refer to required text); pages 23-52; Uniform Partnership Act (UPA) 6 & 7; Revised Uniform Partnership Act (RUPA) 201 & 202
Problems/Questions: Hypo available on TWEN and distributed in class; All Notes and Questions (all may not be covered in class)
Lecture topics: Welcome to Agency and Partnership; Class Regulations, Reading Schedule; Why study unincorporated forms? Partnership Formation

WEEK 2/CLASS 2
SEPTEMBER 1ST
Readings (to be completed for this class): pages 53-57 (do not read SECTION 3.05) and 84-86; UPA 6 & 7; RUPA 201 & 202
Problems/Questions: problems 2, 4 and 5 (pages 84-85); The Case of the Funky Handbags (TWEN)
Lecture topics: Partnership Formation; Limited Partnership Formation; Choice of Form; Catch up if necessary

WEEK 3/CLASS 3
SEPTEMBER 8TH
Readings (to be completed for this class): pages 93-124
Problems/Questions: All Notes and Questions
Lecture topics: Agency Existence; Duties between Principals and Agents; Termination of Agency, Agency Management and Transactional Authority

WEEK 4/CLASS 4
SEPTEMBER 15TH
Readings (to be completed for this class): 125 – 138; UPA 9-14, 18(e), (g-i); RUPA 102, 301, 302, 305, 401(f), (i)
Problems/Questions: All Notes and Questions
Lecture topics: Management Rights among General Partners

First Quiz 9/15 – completed topics potentially testable

WEEK 5/CLASS 5
SEPTEMBER 22ND
Readings (to be completed for this class): 138 -172; UPA 9-14, 18(e), (g-i); RUPA 102, 301, 302, 305, 401(f), (i); Uniform Limited Partnership Act (ULPA) & Revised Uniform Limited Partnership Act (RULPA) sections TBA

2 This Reading List may be revised as needed.
Lecture topics: Management Rights among General Partners; Management and Authority in Limited Partnerships

WEEK 6/CLASS 6

SEPTMBER 29TH

Readings (to be completed for this class): 172 – 199; UPA 9(1), 13-15, 18(b); RUPA 301(1), 305-307, 401(c)

Problems/Questions: All Notes and Questions

Lecture topics: Responsibility For Wrongful Acts–P’s Responsibility for A’s Torts; Partner’s Wrongful Acts

Second Quiz 10/13 – completed topics since the last Quiz potentially testable

Third Quiz 11/10 – completed topics since the last Quiz potentially testable