Required Courses:
Upper Division Students

*Students are required to register for all required courses during the semester that they are suggested.

**CONSTITUTIONAL LAW I, 2 credits**
Course Requirement: exam
Required: Fall semester of the second year for all students

This course introduces the student to the basic concepts of Federal Constitutional Law. Emphasis is placed upon both structural constitutional law, that is, the law that constitutes the government, and protection of individual rights and liberties, including the examination of due process, equal protection and the First Amendment. Where pertinent, portions of the Constitution of the Commonwealth of Pennsylvania and its interpretation by the Pennsylvania courts are also discussed.

**CONSTITUTIONAL LAW II, 3 credits**
Prerequisite: Constitutional Law I
Course Requirement: exam
Required: Spring semester of the second year for all students

This course provides a full coverage of the topic of individual rights and liberties, including the examination of due process, equal protection and the First Amendment. Where pertinent, portions of the Constitution of the Commonwealth of Pennsylvania and its interpretation by the Pennsylvania courts are also discussed.

**CORPORATE AND PARTNERSHIP LAW, 2 credits**
Course Requirement: exam
Required: Fall semester of second year for day division students and Fall semester of third year for evening and part-time division students (Students can take either Corporations I and II OR Corporate & Partnership Law and Advanced Corporate Law and Business Entities.)

This course examines the legal nature, promotion and formation of the modern business corporation. Specific topics include: the structure of corporate management and the distribution of powers among directors, officers and shareholders; financial matters, capitalization and taxation of the entity; the acquisition of corporate assets and distribution of corporate earnings; dissension and deadlock; corporate books and records; and disregard of the corporate entity. This course also provides an overview of professional corporations and general partnership law, including formation, operation and management of the partnership; fiduciary duties of partners; ownership interests; and partnership dissolution. Students must register for Advanced Corporate Law And Business Entities.
### ADVANCED CORPORATE LAW AND BUSINESS ENTITIES, 2 credits

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<tr>
<th>Prerequisite: Corporate and Partnership Law (note that Corporations I does not count as a prerequisite)</th>
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This advanced course examines significant corporate operational issues arising during the life of the corporation. Specific topics include: the fiduciary obligations of corporate management including the duties of care and loyalty and the enforcement of those duties through shareholders’ derivative suits; insider trading and proxy solicitations arising under the Federal Securities and Exchange Act of 1934; sales of control; mergers and acquisitions; and indemnification and insurance for officers and directors. Current topics in the actual practice of corporate law will be explored throughout the course. The course also provides an overview of the formation, operation and dissolution of Limited Partnerships (LP) and Limited Liability Companies (LLC).

### CORPORATIONS I, 2 credits

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### CORPORATIONS II, 2 credits

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Corporations II: Advanced Topics builds on Corporations I (fundamentals) by surveying doctrinal topics in corporate law including shareholder liability (piercing), shareholder rights (vote, sue, sell) shareholder litigation (direct, derivative), corporate governance (procedures, disclosures, activism), fiduciary duties (care, oversight, loyalty), and director protections (exculpation, indemnification, insurance). Doctrinal sources of law include the Delaware General Corporation Law, the Model Business Corporation Act, the Securities Act of 1933, the Securities Exchange Act of 1934, the Sarbanes-Oxley Act of 2002, the Dodd-Frank Act of 2010, the JOBS Act of 2012, and related legislation, SEC rules, and case law. Classroom lessons are augmented with online learning modules, current events, documentary analysis, and responsive essays. The final exam is not cumulative with Corporations I.
CRIMINAL PROCEDURE: FUNDAMENTALS, 2 credits

Prerequisite: Criminal Law
Required: Students must register for either Criminal Procedure: Fundamentals OR Criminal Procedure: The Police Function during their second year.

This course will consider the constitutional limits on police investigations. A considerable portion of the course will be spent on the Fourth Amendment’s prohibition on unreasonable searches and seizures. The course will examine the type of police tactics courts have found to violate the Fourth Amendment as well as the separate question of whether a court will exclude the evidence obtained in violation of that amendment. The limits on police interrogations, those imposed by Miranda v. Arizona, as well as those imposed by the requirement of voluntariness, will be examined. The course will also consider efforts made by courts to ensure the reliability of eyewitness identification. Students are required to take either the two or three hour version of this course. Those interested in practicing criminal law are strongly encouraged to take the three credit version ("Criminal Procedure: The Police Function") while the two hour course ("Criminal Procedure: Fundamentals") provides a background sufficient for the bar exam.

CRIMINAL PROCEDURE: THE POLICE FUNCTION, 3 credits

Prerequisite: Criminal Law
Required: Students must register for either Criminal Procedure: Fundamentals OR Criminal Procedure: The Police Function during their second year.

This course will consider the constitutional limits on police investigations. A considerable portion of the course will be spent on the Fourth Amendment’s prohibition on unreasonable searches and seizures. The course will examine the type of police tactics courts have found to violate the Fourth Amendment as well as the separate question of whether a court will exclude the evidence obtained in violation of that amendment. The limits on police interrogations, those imposed by Miranda v. Arizona, as well as those imposed by the requirement of voluntariness, will be examined. The course will also consider efforts made by courts to ensure the reliability of eyewitness identification. Students are required to take either the two hour version of this course ("Criminal Procedure: Fundamentals") or the three hour version of this course ("Criminal Procedure: The Police Function"). This course will provide a more in-depth examination of the topics covered in the 2 hour version of this course and is recommended for students who have an interest in practicing criminal law.

EVIDENCE, 3 credits

Required: Fall semester of second year for day division students and Fall semester of third year for evening and part-time division students

An analysis of the nature of judicial proof and a study of the theory and application of the rules regulating the admission and exclusion of testimonial and documentary proof by judicial tribunals in adversary and non-adversary proceedings. Consideration is given to the Federal Rules of Evidence for U.S. Courts and Magistrates.

PROFESSIONAL RESPONSIBILITY, 3 credits

Required: Fall semester of the final year

This course, mandated by the American Bar Association as a part of its accrediting function, reviews the ABA Model Rules of Professional Conduct and, particularly, Pennsylvania State Law variants. While the
course coverage is directed toward the multi-state professional responsibility examination, we will explore those deeper issues and strains associated with successful legal practice as an ethical lawyer. The course will also include sessions on addiction problems of the profession.

SALES, 2 credits

Required: Fall or Spring semester of the final year

The course provides an introduction to the Uniform Commercial Code (UCC) with a concentration on the Sales Article, Article 2. Related statutes such as the United Nations Convention on Contracts for the International Sale of Goods (CCISG) and the Uniform Electronic Transactions Act are also introduced. The course analyzes express and implied warranties, the cumulation and conflict of warranties and the disclaimer of warranties as well as limitations of remedy and failure of essential purpose. Rejection, acceptance and revocation of acceptance are carefully explored along with prospective nonperformance and adequate assurances of performance. The coverage of risk allocation includes risk of loss, the concept of Identification and casualty to identified goods, commercial impracticability and excusable nonperformance. The last portion of the course is devoted to a detailed analysis of buyer and seller remedies under the UCC with particular attention to a clear understanding of direct, incidental and consequential damages. Throughout the course CISG applications are identified when they differ substantially from UCC applications.