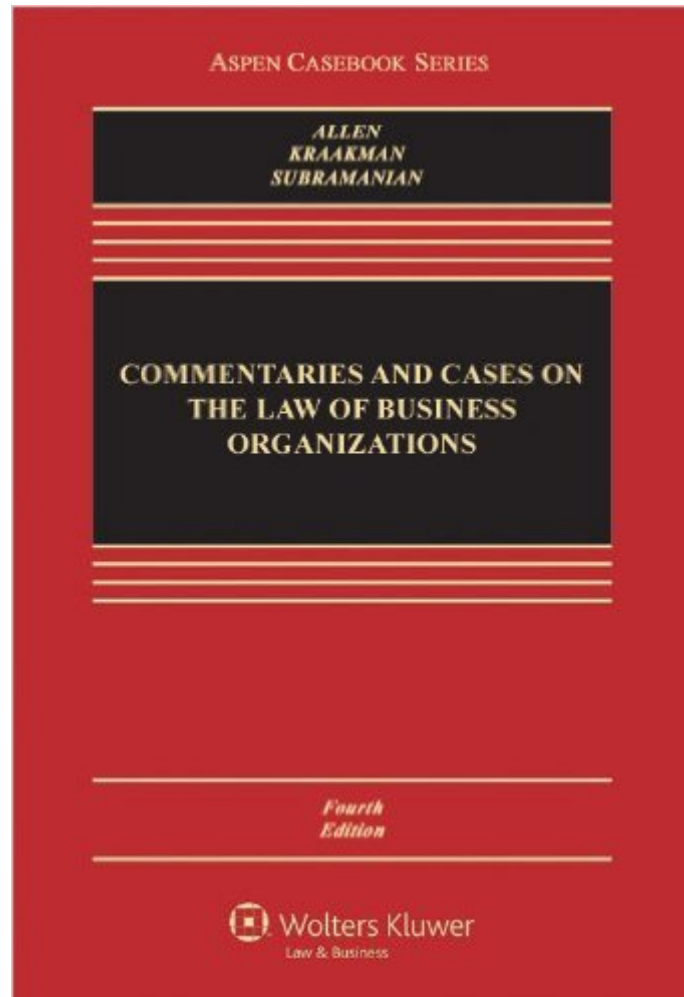


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# Commentaries And Cases On The Law Of Business Organization, Fourth Edition (Aspen Casebook)



## Synopsis

Extraordinary authorship adds a unique real-world perspective to *Commentaries and Cases on the Law of Business Organization*; William T. Allen is former Chancellor of the Delaware Court of Chancery. Logical and flexible organization allows for chapters to be taught in any order to accommodate alternative teaching approaches. Chapters One through Four cover the fundamentals of organizational law in a business setting. Chapters Five through Thirteen address the legal regulation of a variety of actions, decisions, and transactions that involve or concern the modern public corporation. Introductions and transitional text, clearly and concisely written, provide context and perspective. Rich commentary in the form of explanatory notes facilitates teaching and understanding. Careful case selection and editing presents both classic and important recent cases. An economic-analysis perspective is made accessible through clear and consistent explanatory text. Examples, hypos, and diagrams illustrate conceptual and theoretical models. The text can easily be used in a Business Organization course with a focus on corporate law. The Fourth Edition is completely updated throughout. It now includes excerpts from important recent cases such as *Air Products v. Airgas* and *In re CNX Gas* and provides commentary on current developments, such as "Say on Pay" proxy access, and the Dodd-Frank Act of 2010. A new chapter on executive compensation appears. The Fourth Edition provides additional contextual background for certain cases to help students better understand the court's reasoning. The text continues to provide additional questions, connections to the empirical literature, and cross-country comparisons. Hallmark features of *Commentaries and Cases on the Law of Business Organization*: Extraordinary authorship Allen, former Chancellor of the Delaware Court of Chancery lends unique real-world perspective Logical and flexible organization chapters 1-4 cover fundamentals of organizational law in a business setting chapters 5-13 address legal regulation of a variety of actions, decisions, and transactions that concern the modern public corporation. chapters can be taught in any order accommodates alternative teaching approaches Clear, concise introductions and transitional text provide context and perspective Rich commentary comes in the form of explanatory notes facilitates teaching and understanding Intelligent case selection and editing presents classic and important recent cases Economic-analysis perspective presented accessibly through clear and consistent explanatory text Examples, hypos, and diagrams illustrate conceptual and theoretical models Can be used in a Business Organization course with a focus on corporate law

## Book Information

Series: Aspen Casebook

Hardcover: 744 pages

Publisher: Aspen Publishers; 4 edition (August 10, 2012)

Language: English

ISBN-10: 145481361X

ISBN-13: 978-1454813613

Product Dimensions: 10.2 x 7.7 x 1.5 inches

Shipping Weight: 3.1 pounds (View shipping rates and policies)

Average Customer Review: 3.1 out of 5 stars [See all reviews](#) (18 customer reviews)

Best Sellers Rank: #232,176 in Books (See Top 100 in Books) #93 in [Books > Textbooks > Business & Finance > Business Law](#) #96 in [Books > Law > Business > Corporate Law](#) #139 in [Books > Law > Business > Franchising](#)

## Customer Reviews

Dear Law Professors, Please don't use this casebook. Although it provides the necessary information, it does a terrible job presenting said info. The major problem is poor organization. Paragraph-by-paragraph and sentence-by-sentence, it's rough reading. Rules are sloppily presented, which makes it difficult to understand what's good law and what's not. Sometimes the rules are presented so haphazardly it's simpler just to refer directly to the primary source (e.g., UPA/RUPA) and forget the casebook. In fact, that's primarily how I've used the casebook--as an encyclopedia that combines a list of relevant statutory rules and common law doctrines with some sample cases. The big contiguous notes/discussions, which are generally the primary contribution of casebook authors, only confuse matters. Even when the matter isn't difficult, the poor writing tends to make it so. Frequently, when a single note addresses multiple distinct concepts, it either lacks transitions or presents poorly executed ones. Whoever edited this book should be fired for atrocious editing--law reviews do a better editorial job than what this book demonstrates. I feel like I'm reading a book by someone who just typed up various rules and doctrines of business associations as they came to mind.

Maybe this book is the best way to present corporate law to those with an MBA. However, I, like most other law students, have a bachelors in some liberal art or another. To people like me, this book is less than useless - it is a waste of time. Key terms (coming to mind are "residual returns," "diversified portfolio," and "equity shareholder") are rarely defined - they're just dropped into the text as if everyone knows them. Include a glossary to help out the reader? Ha. Please. The number of

times I've Googled "Define [insert word/phrase here]" is rapidly approaching the number of times I've sneezed in my lifetime because, I neglected to mention, these instances of business lingo appear at least thrice a page. This casebook... I'll stop right there. Cases? I see few of them. That routine you've gotten used to after at least one year of law school (you know it: the book gives a header that is the topic of law (like "Assault") and then provides 3 cases - 1 as an example of what is assault, 1 that is not assault, and 1 that might have been assault, but the court said wasn't assault, and which you know will be the talking point in lecture on assault)? Gone. Maybe there are few cases that deal with corporations and their formation and governance... I'm sorry, I just can't say that with a straight face. Maybe some students will enjoy this refreshing breather from the drudgery that is case law. I thought I would, but now I see a case in the midst of this commentary and do a jig on the nearest table in the library. Conclusion: Just get a hornbook/supplement and save yourself some (a lot of) money. If your professor insists that this is the only book that will get you through the course, get a good paperback dictionary of business terms, rip off the back cover of this book, and superglue the dictionary to the back page. You're going to need it.

I was assigned this as a textbook for a course, but I have to admit it was better than most. I came to the subject with absolutely no knowledge of corporate law, and I think this textbook did a good job of introducing the field without being too confusing. The cases are usually well-edited, and often there are little blurbs to tell you about the parties, which helps you get invested in the facts. There's a supplement that goes with it called "Commentaries and Cases on the Law of Business Organization, 2012-2013 Statutory Supplement", but that's just reproductions of the texts of the various laws being cited.

Probably one of few law school textbooks I enjoyed. Content-wise I found it helpful. Occasionally it assumes you already understand a few terminology that was not explained anywhere in the textbook. One downside would be, the texts are printed somewhat too tightly making it difficult to read.

This is the worst textbook I have ever used. Typos, sentence fragments, poor formatting, and other technical issues recur with frightening frequency. On top of the constant technical problems comes an endless stream of poor writing. Explanations of basic concepts are muddled, and complex concepts might as well not be attempted - they're clearer before the authors attempt to explain them. Run-on sentences run rampant. The writing generally is sleep-inducing - more so than other

text books - thanks to the text being as dry as humanly possible. I could go on, but I don't want to spend any more time thinking about this book. Don't buy it. If your professor assigns it for class: use a supplement, an outline, another book; anything but this book.

This book is an excellent example of why authors should not trust publishers to clean up their mistakes. I have to assume the many professors at illustrious law schools who served as authors or "editorial advisors" for this book know that formal writing should not include sentence fragments, comma splices, or agreement errors, and yet this volume is rife with such grammatical mistakes. Sometimes there are even several on a page. Since the authors could not be bothered to use correct prose, I have no faith that they have correctly stated the law. More importantly, and as other reviewers have noted, the content and organization are simply awful. The authors proceed for pages at a time summarizing entire statutes. These summaries provide too much detail to be useful as overviews but not enough detail to substitute for reading the statutes themselves. Most of the text is entirely useless. Most readers of this review will be students who have no choice but to purchase the book their professors have assigned, but I submit the review on the off chance that it will persuade at least one professor to choose a different casebook.

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