

# A Presentation About Nothing

- We will describe three factual situations that raise legal issues for groups to debate. The factual situations, relevant law, and issues have also been distributed before the presentation and to each of your tables.
- All of the groups will have ten minutes to prepare your arguments. Each side will then have 5 minutes each to present your case. The lower number group will go first.
- Group 8 will judge who made the most persuasive arguments, and after all of the groups have gone, Judge Brasington will offer pointers.
- Prizes will be awarded to the groups with the best arguments!

# Situation 1 -- Group 1 v. Group 2

- Facts:
  - Kramer and Costanza purchase property together.
  - They later start a business venture together.
  - Kramer sells the rights to their product behind Costanza's back.
- Issues:
  - 1) Was a partnership formed? (Group 1 – NO; Group 2 – YES)
  - 2) Has Kramer breached a fiduciary duty to Costanza? (Group 1 – NO; Group 2 – YES)

# Situation 2 – Group 4 v. Group 5

- Facts:
  - The gang create an LLC to own a pizza shop; George's interest is owned by another single member LLC.
  - Operating Agreement provides indemnification for activities within scope of employment.
  - Jerry gets business loan based on personal guarantee.
  - Kramer, head chef, injures customers while angrily making pizza.
- Issues:
  - Can the victims pierce the LLC veil? (Group 4 -- YES; Group 5 – NO)
  - Can George's creditors get any remedy beyond charging lien against his bankrupt LLC? (Group 4 – YES; Group 5 – NO)
  - Does Jerry have recourse against other members when he defaults on loan? (Group 4 – YES; Group 5 – NO)

# Situation 3 – Group 6 v. Group 7

- Facts:
  - Lippman and Elaine are corporate officers for muffin business and employ Peterman.
  - Elaine tells Peterman to dispose of toxic stumps, and Peterman does so improperly.
  - Costanza eats one and dies; his estate sues.
- Issues:
  - Can plaintiff amend complaint to add count for punitive damages against Elaine individually? (Group 6 – YES, Group 7 – NO)
  - Can plaintiff amend complaint to add count for punitive damages against the corporation? (Group 6 – YES, Group 7 – NO)

# Prep Time!!



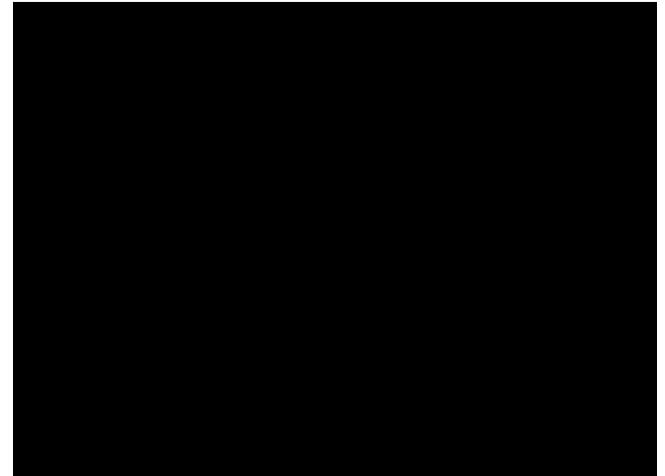
# Situation 1 -- Group 1's Argument

- Facts:
  - Kramer and Costanza purchase property together.
  - They later started a business venture together.
  - Kramer sells the rights to their product behind Costanza's back.
- Issues:
  - 1) Was a partnership formed? (Group 1 – NO; Group 2 – YES)
  - 2) Has Kramer breached a fiduciary duty to Costanza? (Group 1 – NO; Group 2 – YES)

# Situation 1 -- Group 2's Argument

- Facts:
  - Kramer and Costanza purchase property together.
  - They later started a business venture together.
  - Kramer sells the rights to their product behind Costanza's back.
- Issues:
  - 1) Was a partnership formed? (Group 1 – NO; Group 2 – YES)
  - 2) Has Kramer breached a fiduciary duty to Costanza? (Group 1 – NO; Group 2 – YES)

# Situation 1 Verdict and Comments



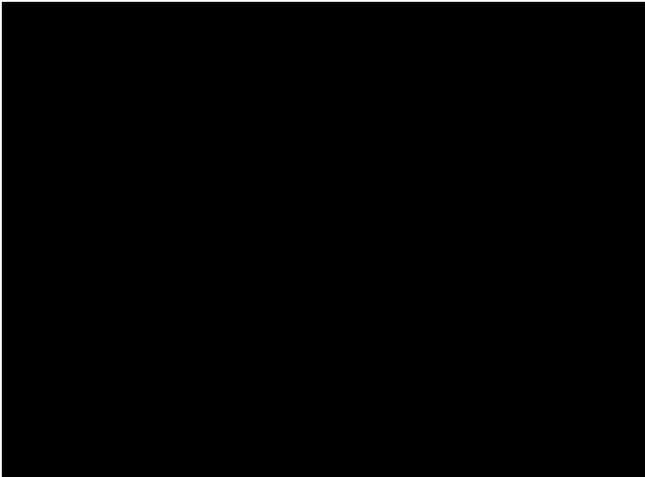
# Situation 2 – Group 4’s Argument

- Facts:
  - The gang create an LLC to own a pizza shop; George’s interest is owned by another single member LLC.
  - Operating Agreement provides indemnification for activities within scope of employment.
  - Jerry gets loan based on personal guarantee.
  - Kramer, head chef, injures customers while angrily making pizza.
- Issues:
  - Can the victims pierce the LLC veil? (Group 4 -- YES; Group 5 – NO)
  - Can George’s creditors get any remedy beyond charging lien against his bankrupt LLC? (Group 4 – YES; Group 5 – NO)
  - Does Jerry have recourse against other members when he defaults on loan? (Group 4 – YES; Group 5 – NO)

# Situation 2 – Group 5’s Argument

- Facts:
  - The gang create an LLC to own a pizza shop; George’s interest is owned by another single member LLC.
  - Operating Agreement provides indemnification for activities within scope of employment.
  - Jerry gets loan based on personal guarantee.
  - Kramer, head chef, injures customers while angrily making pizza.
- Issues:
  - Can the victims pierce the LLC veil? (Group 4 -- YES; Group 5 – NO)
  - Can George’s creditors get any remedy beyond charging lien against his bankrupt LLC? (Group 4 – YES; Group 5 – NO)
  - Does Jerry have recourse against other members when he defaults on loan? (Group 4 – YES; Group 5 – NO)

# Situation 2 Verdict and Comments



# Situation 3 – Group 6's Argument

- Facts:
  - Lippman and Elaine are corporate officers for muffin business and employ Peterman.
  - Elaine tells Peterman to dispose of toxic stumps, and Peterman does so improperly.
  - Costanza eats one and dies; his estate sues.
- Issues:
  - Can plaintiff amend complaint to add count for punitive damages against Elaine individually? (Group 6 – YES, Group 7 – NO)
  - Can plaintiff amend complaint to add count for punitive damages against the corporation? (Group 6 – YES, Group 7 – NO)

# Situation 3 – Group 7's Argument

- Facts:
  - Lippman and Elaine are corporate officers for muffin business and employ Peterman.
  - Elaine tells Peterman to dispose of toxic stumps, and Peterman does so improperly.
  - Costanza eats one and dies; his estate sues.
- Issues:
  - Can plaintiff amend complaint to add count for punitive damages against Elaine individually? (Group 6 – YES, Group 7 – NO)
  - Can plaintiff amend complaint to add count for punitive damages against the corporation? (Group 6 – YES, Group 7 – NO)

# Situation 3 Verdict and Comments



# Comments From Judge Brasington

