

UNIVERSITY OF CALIFORNIA HASTINGS COLLEGE OF THE LAW

FALL 2017

**FINAL EXAMINATION: BUSINESS ASSOCIATIONS
(COURSE # 31411)**

PROFESSOR GREANEY

**EXAM DATE: DECEMBER 11, 2017
TIME: THREE HOURS**

MATERIALS ALLOWED IN THE EXAM ROOM

This is a **Limited Open Book** exam.
The only outside materials allowed in the exam room is the Macey et al. Statutory Supplement
No Internet research is allowed.

GENERAL EXAM INSTRUCTIONS FOR STUDENTS

Record your answers to the 20 multiple-choice questions on your Scantron.

If you are using bluebooks, please write legibly. If your response cannot be deciphered, it cannot be given full credit. Number your bluebooks.

If you are using Exemplify on a computer, your exam will be formatted automatically to double-space.

YOU MUST TURN IN ALL PAPERS, including your exam questions and any scratch paper, to the proctor when you are finished. It is an Honor Code violation to keep or make any copy of this exam.

INSTRUCTIONS

1. Time Allotted for entire exam: This is a 3-hour exam.
2. Materials Allowed. This is a **limited open book** examination. You may refer only to the Macey, Moll & Hamilton Statutory Supplement (Statutory Supplement to Cases on Corporation and Partnership, West Pub.). That book may not contain any writing except for purposes of adding highlighting or tabs for reference purposes. No other books, notes, or materials may be brought into the exam room.
3. Exam Structure and applicable statutes. This is a three hour examination. Answer every question. Each section indicates the relative weight of that question. The multiple choice questions should be answered on the Scantron form. Note that some essay questions carry less weight in grading (10%). Short essays, e.g. 1 or 2 paragraphs, are all that is needed, but be sure to explain your answer. Please budget your time accordingly.
4. Unless otherwise indicated in the question, assume the following statutes and regulations from your statutory supplement apply to every question including the multiple choice questions: the Model Business Corporations Act (MBCA); Revised Uniform Partnership Act of 1997 (RUPA); the Uniform Limited Liability Company Act of 1996 (ULLCA).
NOTE: As discussed in the class review session, the following changes to the above statutes should be applied in answering questions, if relevant:
Delete §8.31 of the MBCA
Delete the words “is limited to” and replace with “includes” in § 401(b) of RUPA.
5. Your answers should include specific references to statutory provisions where relevant to your answer (e.g., "RUPA §302"). References to cases (by name or colorful description) are helpful, but you should also include explanations of the principle you understand the case to stand for. Make sure you are answering the question asked and analyze the problem thoroughly.