

COURSE TITLE: Directed Reading: Osgoode Venture Capital Program

COURSE DIRECTOR: Prof. Cynthia Williams

COURSE SUPERVISOR: Lana Kharlip, Assistant Director, the Hennick Centre for Business and Law

SUPERVISING LAW FIRM: Wildeboer Dellelce, LLP

Credit: 4 credits; 12 students maximum enrollment, based on an application process described below. *Students who apply for this course should not include OVC Directed Reading in their Lawselect preferences but should submit their application form to Lana Kharlip, as directed in the on-line application form described below.*

Prerequisite/co-requisite courses: Business Associations, Securities Regulation. Both may be taken concurrently with this course, although at least one needs to be taken during the Fall semester.

Upper-level research and writing requirement: Not satisfied with this course

Practicum requirement satisfied: Yes

NOTE: Course meetings at Osgoode will be scheduled every other week over the full year. The grade for the course – including graded academic related work and ungraded (credit/non-credit) related work for the practical aspects of the program – will all form part of one final letter grade, which will be listed as a Winter grade on each student’s transcript.

Course description:

This Directed Reading Course builds upon the Osgoode Venture Capital Clinical Project (OVC) which has for five years provided legal services to early stage entrepreneurial ventures in the financing and equity structuring stages of growth. Osgoode students will work as Caseworkers directly with lawyers from [Wildeboer Dellelce LLP](#), assisting them with such legal tasks as corporate capital structuring/ restructuring, drafting shareholder and other agreements, developing financing strategies based on varying legal requirements, and other tasks associated with early-stage business ventures. Students will gain experience in drafting a retainer agreement and scope of work, client communications, client consultations, drafting legal agreements, corporate finance, employment matters, technology, and operational matters. There will also be two training sessions conducted by Wildeboer lawyers at their offices downtown, one on best practices in client representation and communication; and the other on the substantive elements of typical representation of early stage companies. Osgoode students will not be providing legal advice.

The graded component of the Directed Reading course will involve readings about choices of entity structure, financing start-ups, special issues involved in family firms and social enterprises, and the professional responsibility issues involved in representing both the firm and its principals.

Grading:

Two of the credits will be graded based on **four short reflection papers (750 words)** over the course of the year, plus a **3,500 word paper** on a topic related to venture capital and start-ups to be submitted during Winter semester. The other half of the credits will be based upon credit/no credit practical work under the supervision of Wildeboer lawyers.

Application:

Application to this course will be through an on-line submission. All Osgoode rising 2L, 3L and JD/MBA students will be notified by email when the on-line form is available. The electronic submission forms will be collected by Lana Kharlip, Hennick Centre Assistant Director -- LKharlip@osgoode.yorku.ca. Selections will be made end of July early August.

Preference in the student selection process will be given to students with a demonstrated interest in business, based on their prior work and education, and their course selections at Osgoode. Preference will also be given to eligible 3L students who have not participated in other clinical or intensive programs.