

MERGER ANTITRUST LAW

LAWJ/G-1469-05
Georgetown University Law Center
Fall 2020

Tuesdays and Thursdays, 3:00-5:00 pm
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READING GUIDANCE

Class 7 (September 22): Atlanta Newspaper Merger

There is no required reading or class notes for this unit. Instead, you should devote all of your time to the homework project. The client, the Atlanta Times, is seeking advice on a possible acquisition of the Atlanta Post, the only other newspaper serving the Atlanta area. The general idea is that the Times' CEO has talked to the partner in the law firm responsible for this client to give a little background and has requested a two-hour meeting this coming Tuesday to which she would bring her executive editor, general counsel, and chief financial officer. The partner has asked you, an associate in the law firm, to prepare an outline to structure the meeting along certain lines.

This is a type of assignment that you might be given in an antitrust practice in a law firm with two qualifications.

First, the homework problem has some background material on the newspaper industry. It would be unusual for you to be given this level of detail on the background. Instead, you would do the background research on your own, primarily through the Internet. I could have asked you to do this to make the assignment more realistic, but to that would require you to spend ten to twelve hours on the assignment when I am looking for an investment of only four hours.

Second, the assignment gives you more detail on the structure of the outline than you are likely to receive in practice. Many of these types of assignments are of the "sink or swim" variety—the partner will simply tell you the parties to the transaction and ask you to prepare an outline to fill a two-hour meeting.

We will spend the entire class on Tuesday unpacking this homework assignment. I will assume that you know the details of the hypothetical from working on the homework assignment and we will start immediately on the analysis. On the homework assignment itself, please feel free to collaborate with other students in the class. If you work with a group, you may submit one outline on behalf of the group. This is an exception to the usual rule that allows you to collaborate with other students on any homework assignment (other than the graded homework assignment) but requires you to prepare and make your own submission.

Finally, just as in a law firm, if you have any questions, you may ask the assigning partner. In this case, you can email me, although I may respond (very realistically) that I do not know the answer and that we will have to ask the client in the meeting. If the question is one of general applicability, I will post it and the answer (if I have one) to the class on the course Discussion Board in Canvas.

On Tuesday, we will have the two-hour meeting the client has requested. I will be playing all of the roles of the business people and you will be playing the role of antitrust counsel. Expect an active class. Enjoy the assignment!