

Business Transactions Clinic

The clinic is generously supported by the Jacobson Leadership Program in Law and Business and the Grunin Center for Law and Social Entrepreneurship.



SERVICES

The Business Transactions Clinic provides a broad range of free business and transactional legal services. Our most common activities are drafting, reviewing, and negotiating contracts and other legal documents relating to corporate, commercial, financing, and related-party transactions; relationships with employees, service providers, and partners; and organizational matters. In addition, we advise clients regarding employment practices, data security, securities laws, charitable solicitation laws, and other compliance matters.

Students directly communicate with clients and provide all services with the close supervision and guidance of attorneys who are licensed to practice law in New York and competent to advise on Delaware business law.

We operate primarily during NYU's academic year. We review and accept applications year-round and generally start new projects in September or January. Once we accept a project, students or supervising attorneys remain available throughout the year.

CLIENTS

We provide services to nonprofit organizations, social enterprises, and under-resourced entrepreneurs and small businesses that operate in areas of concern to the public. These include businesses that have positive social missions or promote economic development in low-income communities. We determine applicants' eligibility case-by-case.

To apply to become a client, please complete our intake form at law.nyu.edu/btcform.

REPRESENTATIVE MATTERS

- For a for-profit magazine publisher focused on environmental issues, advised regarding compliance with corporate and securities laws in connection with entity formation and equity issuances.
- For a nonprofit chamber of commerce, established an affiliated public charity, drafted its organizational documents, advised regarding its corporate governance, and drafted a cost-sharing agreement between the two entities.
- For an NYU student-run social impact investment fund, conducted due diligence on potential investment targets and advised on investment documentation.
- For a nonprofit venture philanthropy organization dedicated to supporting local news organizations nationwide, advised regarding grants to those organizations and drafted a conflict of interest policy.
- For a nonprofit education news organization, drafted a memorandum of understanding governing an acquisition of another nonprofit organization's assets.
- For an unincorporated nonprofit association building a web-based platform designed to enable homeless people to find and rate social services, drafted a volunteer agreement, website terms of use, and a privacy policy.
- For a for-profit creative agency that helps academic institutions to make research more publicly accessible, drafted templates of client service agreements and standard employment terms.
- For a nonprofit theater company, drafted forms of agreements to be used with actors and set designers, and drafted a collaboration agreement with a playwright and co-director.
- For a for-profit candle producer that donates a portion of its sales to charity, drafted forms of agreements to be used with retailers and customers, and drafted an agreement to govern a commercial co-venture with a nonprofit organization.
- For a nonprofit civil rights organization, advised on revisions to director election procedures and other corporate governance policies to prevent hostile takeovers by politically opposed groups.
- For several for-profit startups, drafted documents for seed round financing, including convertible promissory notes, and advised regarding securities law compliance.
- For various organizations, advised, drafted term sheets and non-disclosure agreements, and conducted due diligence in connection with proposed acquisitions of for-profit companies.

TEAM

Naveen Thomas is the clinic's Director and instructs NYU Law's Contract Drafting course. Previously, he taught similar courses at the University of Chicago Law School and practiced law at Shearman & Sterling. He has also founded a New York law practice that provides transactional legal services to entrepreneurs and small businesses. He holds a BA from New York University, a JD from Columbia University, and a Master of Global Business Law from Sciences Po Paris.

Jillian Schroeder-Fenlon is the clinic's Associate Director. Previously, she taught legal writing at Villanova University School of Law and the University of Pennsylvania Law School and practiced law at Ballard Spahr and Freshfields Bruckhaus Deringer. She holds a BSFS and JD from Georgetown University.

For further information about the clinic, please email Naveen (naveen.thomas@nyu.edu) or Jillian (jillian.schroederfenlon@nyu.edu) and visit our website at law.nyu.edu/btc.