CORPORATE AND FOR-PROFIT EXTERNSHIP LEARNING CONTRACT
University of Arizona
James E. Rogers College of Law

A student interested in applying for a corporate or for-profit externship must fill out this form with input from the faculty and field supervisor and email to:

Seáanna Howard, Externship Coordinator
University of Arizona Rogers College of Law
1201 E Speedway Blvd.
Tucson, AZ 85721-0176
showard@email.arizona.edu
Phone (520) 626-8223

For ad hoc corporate or for-profit externships, your application must first be approved by the Law College Curriculum Committee. Please submit this form as early as possible in the semester preceding the intended externship to allow the Committee to fully consider the proposal. It is the student’s responsibility to ensure they are enrolled in the proper number of externship units.

At the conclusion of the externship, separate evaluation forms must be completed by the field supervisor and the student and sent to the Externship Coordinator. Blank forms are available through the externships link on the website. For journaling requirements see the attachment to this form.

Purpose and Nature of Externship

The purpose of this learning “contract” is to set out the roles and obligations of the parties to this corporate or for-profit law externship to ensure that the student learning objectives will be met. In addition to the particular items unique to this learning contract specified below, the nature and conditions of the student experience in this corporate and for-profit externship are subject to all applicable limitations found in state and federal employment laws and regulations, any applicable requirements of the American Bar Association (the accrediting institution of the University of Arizona James E Rogers College of Law) and the College of Law Student Handbook.
This corporate and for-profit externship is first and foremost a learning opportunity for the benefit of the student; an opportunity to be exposed, on-site, to real world corporate and for-profit law practice and to be mentored in this experience by the faculty and field supervisors. The student party to this contract will receive academic credit for his or her participation in this externship. Consistent with ABA requirements, the student is ineligible for payment for his or her participation other than, in appropriate circumstances, a stipend for living expenses.

To ensure compliance with federal employment law, the student must not be assigned fee-generating matters, the student’s contribution must not displace the work of regular employees and must be performed under close supervision of a licensed attorney. The corporation must not derive any immediate advantage from the law student’s activity, though it may derive long-term intangible benefits such as the general reputational benefits associated with the student’s work on particular projects.

Externship Placement Information

**Student Name:** Click here to enter text.

**Name of Externship Placement:**

**Number of Semesters of Law Study fully completed:** Click here to enter text.

**Proof of Good Standing (g.p.a. of 2.0 required):** Click here to enter text.

**Faculty Supervisor:**
Click here to enter text.

**Field Supervisor and contact information** (must be attorney or judicial officer, licensed to practice law, who is directly supervising extern’s legal work):
Click here to enter text.

**Units of Credit requested** (An eligible student may receive up to 10 semester hours of academic credit for a single approved externship, but, absent unusual circumstances, which the student must demonstrate, should not expect to receive more than 3 units in any fall or spring semester where the placement is in Arizona):
Click here to enter text.
Schedule for completing hours required: (Please explain, in as much detail as you can at this point, the schedule you intend to keep in order to complete the hours required for this externship. For example, “I will work in the field office from 2-4:30 pm, Wednesdays and Fridays for 10 weeks to complete the 50 hours needed for the one unit of credit I am requesting.”).

Educational Objectives and Outcomes:

1. Click here to enter text.
2. Click here to enter text.
3. Click here to enter text.
4. Click here to enter text.

Work to be performed during externship (must be activities and product that lawyers regularly engage in):

1. Click here to enter text.
2. Click here to enter text.
3. Click here to enter text.
4. Click here to enter text.

Date faculty supervisor and field supervisor communicated to establish educational purposes of externship, the role of the field supervisor, and to discuss the Externship Handbook:

Click here to enter text.

How, and how often, faculty and field supervisor will communicate (must be “regular”):

Click here to enter text.

How student’s performance will be evaluated by faculty supervisor:

Click here to enter text.

How student’s performance will be evaluated by field supervisor:

Click here to enter text.

Plans for on-site visit [Note: site visit or equivalent required if for 4 or more units]:

Click here to enter text.
How and how often faculty supervisor and student will communicate about the student’s experience [this must be at least every other week] and how students will engage in guided reflection (observing how the experience has influenced his or her thoughts about the values and responsibilities of the legal profession and on his or her ability to assess his or her own performance and level of competence: see Introduction to Journaling attached):

Click here to enter text.

Confidential Information

The Student, Faculty Supervisor and Field Supervisor will develop a written plan to protect confidential information but also enable the student to convey sufficient information to the Faculty Supervisor to achieve the learning goals of the placement.

The faculty supervisor and student agree to the following:

A. We have read the Bylaws relating to Ad Hoc Externships as well as ABA Standard 305, and DOL Fact Sheet #71 and understand that academic credit shall only be awarded if the requirements set forth above are met during the externship. Students may not be compensated for work performed.

B. The Student, Faculty Supervisor and Field Supervisor will develop a written plan to protect confidential information but also enable the student to convey sufficient information to the Faculty Supervisor to achieve the learning goals of the placement.

C. The Student understands that to receive academic credit, he or she must complete the required hours, submit the time logs, and complete all work assigned by the field supervisor and faculty supervisor.

E. Credit will be awarded only when the Faculty Supervisor has provided to the Registrar a copy of the Faculty and Field Supervisors’ written evaluations of the student’s performance, a copy of which the Registrar will provide to the Chair of the Curriculum Committee or the Vice Dean.

__________________________________________
Signature of Student/Date                        Signature of Faculty Supervisor/Date

__________________________________________
Signature of Field Supervisor at Corporate or For-Profit Placement / Date
Fact Sheet #71: Internship Programs Under The Fair Labor Standards Act

This fact sheet provides general information to help determine whether interns must be paid the minimum wage and overtime under the Fair Labor Standards Act for the services that they provide to “for-profit” private sector employers.

Background

The Fair Labor Standards Act (FLSA) defines the term “employ” very broadly as including to “suffer or permit to work.” Covered and non-exempt individuals who are “suffered or permitted” to work must be compensated under the law for the services they perform for an employer. Internships in the “for-profit” private sector will most often be viewed as employment, unless the test described below relating to trainees is met. Interns in the “for-profit” private sector who qualify as employees rather than trainees typically must be paid at least the minimum wage and overtime compensation for hours worked over forty in a workweek.

The Test For Unpaid Interns

There are some circumstances under which individuals who participate in “for-profit” private sector internships or training programs may do so without compensation. The Supreme Court has held that the term "suffer or permit to work" cannot be interpreted so as to make a person whose work serves only his or her own interest an employee of another who provides aid or instruction. This may apply to interns who receive training for their own educational benefit if the training meets certain criteria. The determination of whether an internship or training program meets this exclusion depends upon all of the facts and circumstances of each such program.

The following six criteria must be applied when making this determination:

1. The internship, even though it includes actual operation of the facilities of the employer, is similar to training which would be given in an educational environment;

2. The internship experience is for the benefit of the intern;

3. The intern does not displace regular employees, but works under close supervision of existing staff;
4. The employer that provides the training derives no immediate advantage from the activities of the intern; and on occasion its operations may actually be impeded;

5. The intern is not necessarily entitled to a job at the conclusion of the internship; and

6. The employer and the intern understand that the intern is not entitled to wages for the time spent in the internship.

If all of the factors listed above are met, an employment relationship does not exist under the FLSA, and the Act’s minimum wage and overtime provisions do not apply to the intern. This exclusion from the definition of employment is necessarily quite narrow because the FLSA’s definition of “employ” is very broad. Some of the most commonly discussed factors for “for-profit” private sector internship programs are considered below.

**Similar To An Education Environment And The Primary Beneficiary Of The Activity**

In general, the more an internship program is structured around a classroom or academic experience as opposed to the employer’s actual operations, the more likely the internship will be viewed as an extension of the individual’s educational experience (this often occurs where a college or university exercises oversight over the internship program and provides educational credit). The more the internship provides the individual with skills that can be used in multiple employment settings, as opposed to skills particular to one employer’s operation, the more likely the intern would be viewed as receiving training. Under these circumstances the intern does not perform the routine work of the business on a regular and recurring basis, and the business is not dependent upon the work of the intern. On the other hand, if the interns are engaged in the operations of the employer or are performing productive work (for example, filing, performing other clerical work, or assisting customers), then the fact that they may be receiving some benefits in the form of a new skill or improved work habits will not exclude them from the FLSA’s minimum wage and overtime requirements because the employer benefits from the interns’ work.

**Displacement And Supervision Issues**

If an employer uses interns as substitutes for regular workers or to augment its existing workforce during specific time periods, these interns should be paid at least the minimum wage and overtime compensation for hours worked over forty in a
workweek. If the employer would have hired additional employees or required existing staff to work additional hours had the interns not performed the work, then the interns will be viewed as employees and entitled compensation under the FLSA. Conversely, if the employer is providing job shadowing opportunities that allow an intern to learn certain functions under the close and constant supervision of regular employees, but the intern performs no or minimal work, the activity is more likely to be viewed as a bona fide education experience. On the other hand, if the intern receives the same level of supervision as the employer’s regular workforce, this would suggest an employment relationship, rather than training.

Job Entitlement

The internship should be of a fixed duration, established prior to the outset of the internship. Further, unpaid internships generally should not be used by the employer as a trial period for individuals seeking employment at the conclusion of the internship period. If an intern is placed with the employer for a trial period with the expectation that he or she will then be hired on a permanent basis, that individual generally would be considered an employee under the FLSA.

Where to Obtain Additional Information

This publication is for general information and is not to be considered in the same light as official statements of position contained in the regulations.

For additional information, visit our Wage and Hour Division Website: http://www.wagehour.dol.gov and/or call our toll-free information and helpline, available 8 a.m. to 5 p.m. in your time zone, 1-866-4USWAGE (1-866-487-9243). U.S. Department of Labor Frances Perkins Building 200 Constitution Avenue, NW Washington, DC 20210 1-866-4-USWAGE
TTY: 1-866-487-9243 Contact Us
University of Arizona College of Law By-Laws

Section 2-406. Corporate and For-Profit Externships.

(a) General. The College of Law offers corporate and for-profit externships through which law students may receive academic credit while working in the corporate and for-profit legal department of a profit or non-profit corporation or of a governmental agency or organization. A student who serves as an extern during either fall or spring semester may earn between 1 and 3 units during the semester, all units being on a pass/fail basis.

(b) Educational Goals. The overall legal education goal to be achieved by a corporate and for-profit and for-profit externship is to give the law student practical experience in the skills involved in the work of corporate and for-profit legal departments, including work and skills involving issues of corporate and for-profit governance, entity formation, contract negotiation, drafting, and review, asset acquisitions and dispositions, and general legal counseling and advising to business entities.

(c) Advance Approval of Program. Before a student is permitted to enroll in a corporate and for-profit externship program under this section, the particular corporate and for-profit legal department and externship proposal must be approved by the Curriculum Committee. The proposal must demonstrate how the program meets all of the requirements of this section, including subsection (e). The Curriculum Committee in consultation with the Associate or Vice-Dean shall decide whether a corporate and for-profit externship program meets these requirements.

(d) Student Eligibility. To be eligible to participate in a corporate and for-profit externship, a law student must have successfully completed the first year of law school and, at the time of application and upon commencing the internship, have a cumulative grade point average of at least 2.75 and have completed or be enrolled in the course in Business Organizations and Professional Responsibility and any other course established by the Curriculum Committee as a pre- or co-requisite to the externship.

(e) Requirements of Externship Internship Programs. All corporate and for-profit externship placements or proposals must meet the requirements of ABA Accreditation Standard 305 (Relating to Study Outside the Classroom) as well as the following requirements:

(1) Legal Work. Substantially all of the work required of a corporate and for-profit extern must be legal work or work directly related to legal work, such as legal
research and writing, fact investigation, review of issues, documents, and factors relevant to corporate and for-profit governance, entity formation, contract negotiation, drafting, and review, asset acquisitions and disposition, and general legal counseling and advising of business entities. It may also include observation of and participation in meetings of counsel engaged in any of these or related activities. Each proposal for an externship placement must develop a specific description of educational objectives as well as the work to be performed by the extern. In addition, each placement must provide a specific description of how issues of professional ethics, including confidentiality, professional liability, and conflicts of interest will be addressed. To the extent that the field supervisor (defined below) the faculty supervisor, and the Vice Dean determine that it is necessary, the student shall be certified under Arizona Supreme Court Rule 38 (d).

(2) Supervisor Qualifications. The daily work of the corporate and for-profit extern must be directly supervised by a person in the particular office who is an attorney admitted to the practice of law the state where the office is located (“field supervisor”). Direct supervision includes assignment of projects, supervision and review of the extern’s work, and feedback and evaluation of the extern’s performance and work product during the semester. The corporate and for-profit placement must demonstrate that the field supervisor has the requisite time and experience to supervise the student extern. The proposal must describe the method for training and evaluating the field supervisor, including, for new externships, an orientation for the field supervisor in which the educational purposes of the externship and the role of the field supervisor are explained.

(3) No compensation. The corporate and for-profit extern may not receive compensation for services performed as an extern but may receive a stipend or other allowance to assist with living costs.

(4) Review by faculty supervisor. The work of the corporate and for-profit extern shall be reviewed on a regular basis over the period of the externship by a member of The University of Arizona College of Law faculty with academic, curricular, or professional interest or experience in the field, to ensure that substantially all of the extern’s work is legal work or work directly related to it; that the legal educational goals are being met; that the academic credit allowed is commensurate with the time and effort expended by, and the legal educational benefits to, the extern; and to evaluate the duties and work product of the extern. This review may be accomplished by written correspondence, telephone, e-mail, or other types of communication. In addition, the
faculty supervisor will participate in an on-site visit and meeting with the field supervisor.

(5) Learning Contract. The corporate and for-profit extern, field supervisor, and faculty supervisor shall enter into a Learning Contract such as sample attached, outlining the learning goals, assessment methods, communication, and other expectations of the externship. The sample learning contract is attached to these Bylaws as Appendix “A.”

(6) Additional Requirements. In addition to the requirements above, the extern must meet the following requirements:

a. Keep a written log of assignments, indicating the date and nature of each assignment, instructions, etc. The log must be signed by the field supervisor and submitted to the faculty supervisor every four weeks during the externship.

b. Preserve copies of written documents prepared by the extern.

c. Prepare a notebook, which will contain a complete set of written assignments produced during the externship, along with a memorandum summarizing the externship experience (to include general nature of assignments, the nature of the supervision, challenges and accomplishments, and how the overall experience has contributed to the extern’s development as a legal professional).

d. Complete journaling assignments every two weeks via email to the faculty supervisor.

e. Complete any other requirements outlined in the learning contract described in (5) above.

(7) To receive a "Pass" and academic credit for the externship, the extern must receive a "Satisfactory" performance rating from both the field supervisor directly supervising the extern and the supervising law faculty member. In addition, before a "Pass" and academic credit are awarded, the extern shall submit a final, written report to the supervising law faculty member detailing the nature of the extern’s work, the average number of hours worked per week, and any other matters required to be included in the report by the supervising law faculty member.

[Adopted by faculty action November 29, 2010.]
Section 2-405. Umbrella Rule for Ad Hoc Externships.

(a) Authority of Curriculum Committee. The Curriculum Committee has the authority to approve, on an ad hoc basis, government-related, government-sponsored, or non-profit externships not specifically provided for elsewhere in this chapter. The Curriculum Committee also has the authority to approve externships with for-profit entities so long as the externship with the for-profit entity has been reviewed and recommended by the Academic Dean before being submitted to the Committee for approval. It is the responsibility of the Curriculum Committee and the faculty supervisor to assure that each externship approved under this section meets the requirements of ABA Accreditation Standard 305 and any successor Standard. An externship does not include a clinical or judicial placement program established by the faculty.

(b) Definitions.

(1) An externship is defined as experience in which a law student receives academic credit for legal work performed outside of the College of Law under the direct supervision of a field supervisor who is an attorney licensed to practice law. Externships referred to under this section do not include faculty approved clinical education programs.

(2) Absent unusual circumstances, which the student submitting a proposal must demonstrate, a field supervisor must be an attorney or judicial officer who directly supervises a law student’s legal work.

(3) A placement is defined as the location, office or organization in which an externship takes place.

(4) An eligible student is one who has completed two semesters of law school and is in good standing.

(5) A faculty supervisor is the faculty member or dean who has direct responsibility for the educational component of an externship.

(6) An eligible student may receive up to 10 semester hours of academic credit for a single approved externship, but, absent unusual circumstances, which the student must demonstrate, should not expect to receive more than 3 units in any fall or spring semester where the placement is in Arizona. Students earning externship credit may not receive compensation for their work. Absent approval from the Executive
Committee, no law student may receive more than 10 semester hours of externship or internship credit, in the aggregate, while in law school. Externships are graded on a pass/fail basis. For each unit of credit awarded, the student should work a minimum of 50 externship hours.

(c) An Approved Externship Must Meet the Following Criteria:

(1) Proposals for new externships shall be developed with a faculty member or dean who will be the faculty supervisor. The faculty member should have an academic or curricular interest in the field placement.

(2) Each proposal shall be submitted to the Curriculum Committee for review and approval before the externship placement can be offered.

(3) A proposal for an externship must describe its educational objectives, the educational outcomes, the work to be performed by the student, and any prerequisites for the externship. The educational objectives and outcomes must provide that substantially all of the extern’s work be legal work or work directly related to that, involving activities and work product that lawyers engage in and produce and that will contribute to the professional development and legal education of the extern.

(4) A proposal shall describe how issues of professional ethics will be addressed including confidentiality, professional liability and conflicts of interest.

(5) The field supervisor must be an attorney or judicial officer and must be able to devote the requisite time to supervision of the student. The proposal shall describe the method for training and evaluating the field supervisor. If the externship is new, there must be a pre-placement orientation for the field supervisor in which the educational purposes of an externship and the role of a field supervisor are explained.

(6) A proposal for an externship must describe how the faculty and the field supervisors will maintain regular contact about the student’s experience.

(7) An externship must include opportunities for faculty-guided reflection and shall describe the mechanism for such student reflection.

(8) A proposal for an externship must describe how and how often the faculty supervisor and the student will communicate about the student’s experience.

(9) A proposal for an externship must clearly describe how the student’s academic performance will be evaluated. Such evaluation must involve both the faculty and the field supervisors.
(10) Faculty oversight must include an on-site visit to the externship placement as required by ABA Standard 305. For out-of-town placements, this requirement may be delegated upon approval of the Curriculum Committee.

(d) Burden to Obtain Approval. The burden is on the person proposing that a particular externship receive Law College academic credit to establish that the externship meets all the requirements of this section and that a particular law faculty member is qualified and willing to serve as the supervising faculty member. The Curriculum Committee may require the proposer to furnish whatever documentation it considers necessary to make its decision. The judgments and determinations of the Committee whether the proposed externship meets the requirements of this section are final and not appealable.

[Section 2-405 was replaced by faculty vote on March 28, 2011.]
2014-2015 ABA Standards for Approval of Law Schools

Standard 305. FIELD PLACEMENTS AND OTHER STUDY OUTSIDE THE CLASSROOM

(a) A law school may grant credit toward the J.D. degree for courses that involve student participation in studies or activities in a format that does not involve attendance at regularly scheduled class sessions, including courses approved as part of a field placement program, moot court, law review, and directed research.
(b) Credit granted for such a course shall be commensurate with the time and effort required and the anticipated quality of the educational experience of the student.
(c) Each student’s educational achievement in such a course shall be evaluated by a faculty member. When appropriate a school may use faculty members from other law schools to supervise or assist in the supervision or review of a field placement program.
(d) The studies or activities shall be approved in advance and periodically reviewed following the school’s established procedures for approval of the curriculum.
(e) A field placement program shall include:
(1) a clear statement of its goals and methods, and a demonstrated relationship between those goals and methods and the program in operation;
(2) adequate instructional resources, including faculty teaching in and supervising the program who devote the requisite time and attention to satisfy program goals and are sufficiently available to students;
(3) a clearly articulated method of evaluating each student’s academic performance involving both a faculty member and the site supervisor;
(4) a method for selecting, training, evaluating, and communicating with site supervisors;
(5) for field placements that award three or more credit hours, regular contact between the faculty supervisor or law school administrator and the site supervisor to assure the quality of the student educational experience, including the appropriateness of the supervision and the student work;
(6) a requirement that each student has successfully completed instruction equivalent to 28 credit hours toward the J.D. degree before participation in the field placement program; and
(7) opportunities for student reflection on their field placement experience, through a seminar, regularly scheduled tutorials, or other means of guided reflection. Where a student may earn three or more credit hours in a field placement program, the opportunity for student reflection must be provided contemporaneously.
(f) A law school that has a field placement program shall develop, publish, and communicate to students and site supervisors a statement that describes the educational objectives of the program.

Interpretation 305-1
Regular contact may be achieved through in-person visits or other methods of communication that will assure the quality of the student educational experience.

Interpretation 305-2
A law school may not grant credit to a student for participation in a field placement program for which the student receives compensation. This Interpretation does not preclude reimbursement of reasonable out-of-pocket expenses related to the field placement.
Reflection and Adaptation

By reflecting on your experience, we hope that you will learn more about the kind of work you enjoy, the environments you thrive in, the interactions that are best for you, the skills you have developed, and the personal values that your work must incorporate for you to enjoy peace of mind as well as the substantive law you are learning to successfully complete your internship. Ultimately, we hope that journaling will help you identify your aspirations, your place in the profession, and the relationship of your work in law to the other parts of your life. Along the way, by reflecting on your experience, we hope that you will become more flexible and able to adapt to new demands and new environments. Our ultimate goal is for you to observe more and experience greater satisfaction professionally and personally than you would without this reflection.

It is amazing how quickly your semester will go; we ask you to keep a journal so that you will set aside time for, and actually articulate, your reflections. By making the time to reflect, you will be able to distill much more out of your experiences than if you rush through them without considering what they can teach you.

The Logistics

• **Format:** Journal entries should be submitted as attachments to e-mail messages to your faculty supervisor. While there is no required format, the journal should be in complete sentences and paragraphs, using proper grammar and spelling. Stream of consciousness is not acceptable. Be sure to include your name and the date submitted on each journal entry.

• **Subject Line of E-Mail Submissions of Journals:** In submitting your journals, please indicate your name and the number of your journal entry, e.g., Jonathan Swift, Journal 1.

• **Confidentiality:** No confidential information should be included in your journal.

• **Journal due dates:** A journal entry is due the first Saturday following your first week of work, and entries must be submitted every week throughout your externship unless you and your faculty supervisor agree on a different schedule. A final journal entry must be submitted on the last day of the semester, so that you can reflect on how your internship experiences have changed your approach to law school, if at all.

“How” to Journal

A journal is not meant to be a log of your assignments or your life’s events. It is a place to reflect...explore your thoughts and feelings...solve problems...and think about the relationship of your current experiences to your future. You should also be thinking about the substantive law you are learning, the experiences you are having as a student, and how this relates to future life as an attorney. When you journal, you are creating a reflection of yourself that you wouldn’t normally see,
and are learning to listen to yourself in a new way.

At first, you may feel skeptical about the value of writing a journal or awkward about sitting down to write. Learning to keep a journal is a matter of discipline. These suggestions may help:

- Commit to writing for 15 minutes and, after that time, quit if you must. Chances are good that you will probably keep writing.

- If you can’t figure out what to say to get the words flowing, the following prompts may help:
  - “One thing that bothered me today was...”
  - “I was surprised that/excited about/proud of...”
  - “I have really been wondering about...”
  - “I never realized how . . .”

- Be open to the unknown. You don’t have to know where journaling will take you. Just begin, and let the writing take you where it will. Don’t be judgmental about the feelings and thoughts that you may find yourself expressing.

- Focus on new experiences, new satisfactions, new challenges. You will be in new situations, with people unknown to you, and will be asked to undertake responsibilities that may be new to you. Notice what skills you are applying in new situations, and what skills you need to develop.