# UCLA School of Law Entrepreneurship Practicum

## Startup Application Form

Thank you for your interest in the Entrepreneurship Practicum, offered by UCLA School of Law in partnership with Gunderson Dettmer Stough Villeneuve Franklin & Hachigian, LLP ("Gunderson" or "the Firm"). This form helps us determine whether your company is a good fit for the Practicum, both in terms of the legal services students are trained to provide and the Practicum's capacity for a given semester. Please answer every question as completely as you can — incomplete applications may delay or prevent review. Before completing this form, please read the "Limited Scope of Representation" section at the end, which explains the legal relationships created (and not created) by this application. **Please email the completed form to Entrepreneurship@law.ucla.edu..**

**FILLING OUT THIS FORM DOES NOT CREATE AN ATTORNEY-CLIENT RELATIONSHIP WITH THE FIRM. THE INFORMATION YOU PROVIDE IS NOT COVERED BY THE ATTORNEY-CLIENT PRIVILEGE. DO NOT PROVIDE ANY INFORMATION YOU CONSIDER CONFIDENTIAL.**

## 1. Founders and Contacts

**1.1 Please list each co-founder's full name, role/title, email address, and cell phone number. Add rows if needed.**

| | Name | Role / Title | Email Address | Cell Phone |
|---|---|---|---|---|
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**1.2 For any co-founder who is not currently devoting full-time efforts to the startup, please list their current employer and job title or any entity to which the co-founder is providing consulting services, as applicable .**

| | Name | Current Employer | Job Title |
|---|---|---|---|
| | | | |
| | | | |
| | | | |

| | Name | Current Employer | Job Title |
|---|---|---|---|
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**1.3 Who is the best point of contact for this application (name, email, phone)?**

Point of contact: ____________________________________________

## 2. Company Overview

**2.1 What is your startup's legal or working name?**

Company name: ____________________________________________

**2.2 Please describe your startup's business model in 300 words or fewer.**

**2.3 What industry or sector best describes your startup? Please check all that apply.**

☐ Software / SaaS
☐ Consumer products or services
☐ Marketplace / platform
☐ Fintech
☐ Biotech / life sciences
☐ Hardware / medical device
☐ Other (please describe): _________________________

**2.4 Please provide a link to your startup's website and to its LinkedIn page or other social media. If none exist, please write "None."**

Website: ____________________________________________

LinkedIn / social media:

____________________________________________

**2.5 How did you hear about the Entrepreneurship Practicum?**

Referral source: ____________________________________________

## 3. Corporate Formation Status

*This section helps us match you to the right point in the Practicum's curriculum — for example, a company that has not yet formed an entity is unlikely to be ready for a financing during the semester.*

**3.1 Has your company been formally organized as a legal entity (e.g., incorporated as a Delaware C-corporation, formed as an LLC)?**

☐ No, we have not yet formed an entity.

☐ Yes, we have formed an entity.

**3.2 If you answered "Yes" to 3.1, please provide the following.**

Entity type (e.g., C-corp, LLC): ____________________________________________

State of formation: ____________________________________________

Date formed: ____________________________________________

☐ We have a cap table.

☐ Stock has been issued to all founders.

☐ We have adopted an equity incentive / stock option plan.

**3.3 If you answered "No" to 3.1, do you plan to form an entity, and if so, roughly when?**

Anticipated timing: ____________________________________________

## 4. Prior and Current Legal Representation

*This section is important for conflicts screening and for confirming that the Practicum's services would not duplicate work you have already had done.*

**4.1 Has your company or any founder previously engaged a lawyer or law firm for any startup-related legal work (e.g., formation, intellectual property, contracts, financing)?**

☐ No.

☐ Yes — please describe what was done and by whom: ________________________

**4.2 Is your company currently represented by any attorney or law firm for any ongoing legal matter?**

☐ No.

☐ Yes — please describe: ________________________

**4.3 Has your company filed for, obtained, or engaged counsel to pursue any patents, trademarks, or copyrights?**

☐ No.

☐ Yes — please describe: ________________________

**4.4 Have all founders, employees, and contractors signed agreements assigning their intellectual property to the company?**

☐ Yes, for everyone who has done work for the company.

☐ For some, but not all.

☐ No, or not sure.

**4.5 Are you aware of any actual or threatened disputes, claims, or litigation involving the company or its founders (for example, a co-founder dispute, an IP ownership dispute, or an employment claim)?**

☐ No.

☐ Yes — please describe: ________________________

## 5. Fundraising and Financial Status

**5.1 What is your startup's current fundraising status? Please check all that apply.**

☐ Unfunded

☐ Entirely self-funded by the founders.

☐ Received some investment from angel investors.

☐ Received some investment from institutional investors.

**5.2 If you have raised outside funding, approximately how much, and from what type of investors?**

Amount raised / source(s):

_______________________________________________________________

**5.3 What type of fundraising do you expect to pursue in the next six months? Please check all that apply.**

☐ Do not plan to pursue any external fundraising.

☐ Plan to seek funding from angel investors.

☐ Plan to seek funding from institutional investors.

**5.4 Is any anticipated financing tied to a specific timeline or external deadline (for example, a term sheet you have already received)?**

☐ No.

☐ Yes — please describe: ________________________

## 6. Company Stage

**6.1 How far along is your startup? Please check all that apply.**

☐ Conception stage only.

☐ Development phase.

☐ Have a minimum viable product or service.

☐ Have made sales.

☐ Was profitable in the past six months.

☐ Has external investors (other than the founders).

## 7. Anticipated Legal Needs

*This is the most important section for matching you to the Practicum — the curriculum changes each semester, and we may only be able to represent you for a subset of these items. See the sample schedule in the Limited Scope of Representation section below.*

**7.1 Which of the following do you anticipate needing help with in the next six months? Please check all that apply.**

☐ Entity formation, cap table setup, and stock issuance to founders

☐ Structuring and Adoption of Equity incentive / stock option plan

- ☐ Preparation of hiring and engagement documents (offer letters, contractor agreements, etc.)
- ☐ Commercial or customer contracts
- ☐ IP strategy
- ☐ Priced equity financing or SAFE financing
- ☐ Other (please describe): ______________________

**7.2 Are any of these needs time-sensitive or tied to an external deadline (for example, a pending investment or an upcoming hire)?**

- ☐ No, our timeline is flexible.
- ☐ Yes — please describe: ______________________

## 8. Availability

**8.1 Can the founders commit to being reasonably responsive to students throughout the semester (for example, responding to emails within a few business days and attending periodic check-in calls)?**

- ☐ Yes.
- ☐ No, or we anticipate difficulty — please explain: ______________________

**8.2 Do you anticipate any periods of unavailability during the semester (e.g., travel, other obligations)?**

Please describe:

## Limited Scope of Representation

By submitting this application, you are applying for limited, pro bono legal services through the Entrepreneurship Practicum (the "Practicum") at UCLA School of Law (the "Law School"), offered in partnership with Gunderson Dettmer Stough Villeneuve Franklin & Hachigian, LLP (the "Firm"). Selection is based solely on the Practicum's pedagogical goals and capacity for a given semester. Submitting this application does not entitle you to representation.

If you are selected, you will become a client of the Firm — not of the Law School. Legal services will be performed by Law School students enrolled in the Practicum (in either the J.D. or LL.M. program), working under the direct supervision of licensed Firm attorneys. You will not be charged for the services specified in the Retainer Agreement (as defined below). You will, however, remain responsible for any costs other than legal fees, such as filing fees, service fees, or copying costs.

The scope of your representation will be limited to the specific services described in a retainer agreement between you and the Firm (the "Retainer Agreement"). No attorney-client relationship will exist between you and the Firm — and no legal services will begin — until you and the Firm have both signed a Retainer Agreement. At no time will an attorney-client relationship exist between you and/or your company, on the one hand, and the Law School or its employees, faculty, or agents, on the other. You may ask the Firm to provide services beyond the scope of the Retainer Agreement, but any such additional services will be billed at the Firm's standard hourly rates. You are free at all times to seek legal counsel elsewhere, including for any matters outside the Practicum's scope.

Your engagement is also contingent on the Firm's standard conflicts-of-interest check. The Firm may decline to represent you, or may withdraw from representation, if a conflict is identified or for other professional-responsibility reasons.

*While working under the supervision of Firm attorneys, Practicum students act on the Firm's behalf and within the scope of the Firm's representation of you. Students are not licensed to practice law and do not exercise independent legal judgment on your matter; all legal advice and work product is reviewed and approved by a supervising Firm attorney before it is provided to you.* ***[Jared and Glen, please check this carefully.]***

The purpose of the Practicum is to give students a skills-based educational experience. Because of this, the pace of your representation will be governed by the course schedule: students must learn how to perform a task before they can perform it for you. By applying, you confirm that your legal needs can accommodate the Practicum's schedule. To help match your legal needs to the Practicum's pedagogical goals, the Firm may agree to represent you for only a subset of the legal tasks taught during the semester.

Each semester runs approximately 13 weeks. The fall semester generally runs from late August to late November; the spring semester generally runs from mid-January to the end of April. Depending on your company's needs and the Practicum's capacity, your representation may extend across more than one semester. The Law School's academic calendar is available at law.ucla.edu/academics/academic-calendar. The schedule below estimates when various legal topics will be covered during the Practicum's Fall semester. The schedule is a guide only and is not a representation of when any particular legal task will be completed:

- ☐ By approximately Week 5: Assignment 1 — entity formation, cap table setup, stock issuance to founders, and an equity incentive/stock option plan.
- ☐ By approximately Week 7: Assignment 2 — employment offer letters.
- ☐ By approximately Week 9: Assignment 3 — a financing term sheet and accompanying SAFE.

If you have any questions about this application or the Practicum, please contact [Practicum email needed].

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## Acknowledgment

By signing below, you confirm that you and your co-founders have read, understood, and agree to the Limited Scope of Representation described above, and that the information provided in this application is accurate to the best of your knowledge.

Signature: ________________________________________

Printed name: ________________________________________

Title: ________________________________________

Date: ________________________________________