We discuss the experience of running a sophomore-level Discrete Mathematics course in an inverted format. The course entailed screencast videos for content delivery and primarily group work during class time. There were hurdles along the way and a steep learning curve, but also resources such as a newly-remodeled classroom with round tables and whiteboard space on all walls. Overall, students learned how to try out ideas, work as a team, and critically examine each others’ work. The talk will share some of the successes and challenges that arose during the semester. (Received September 14, 2014)