



BUL 5832

Commercial Law

Warrington College of Business Administration

University of Florida

Professor: Dr. Bruce Louis Rich
Email: brich@ufl.edu
Section: 02HG
Class Time: Tuesday & Thursday
11:00 – 1:45
Class Room: GER 121
Office: Stuzin Hall #200
Office Hours: Tuesday & Thursday 2:00 pm – 3:00 pm (or by appointment)

Required Text

Clarkson, Miller, and Cross: Business Law: Text and Cases 12/e
ISBN 978-0-538-47082-7

Formal Course Description. The American legal system; sources of law; adjudication; the legal nature of the corporation; major areas of state and federal corporate law; state and federal regulation of business; legal aspects of ethical and social responsibility of business.

Scope of the Course. This course focuses on the legal environment of the business corporation – the law governing relationships within the corporation and between the corporation and the social and political environment. You will learn about the legal system of the United States, the nature and uses of law, and the major legal and ethical issues facing the manager in a business corporation. In addition, you will be introduced to several substantive areas of law, including contracts, business organizations, agency, and bankruptcy . You should become a more astute user of legal services and you should gain a more comprehensive view of the environment in which you do business. You will also learn how to update your knowledge and understanding of law.

Groups. You will need to be part of a group composed of 4 class members. In these groups, you will be responsible for coordinating your schedules outside of class in order to prepare for the group presentation.

Classroom Protocol: Be sure that your cell phone is turned off before the start of class. Unexpected rings and tones disturb class flow and are extraordinarily inconsiderate.

Use of Laptops: Experience has taught me (and lots of other professors) that students who use their laptops during class to multitask, e-mail, day trade, work on projects and so forth get less out of the course, are more dissatisfied with it, and perform less well than students who devote their full attention to the classroom experience. Moreover, the note-taking process itself, whether on a laptop or on paper, is of mixed value – it can document information and reinforce learning, but it can also become a self-absorbing exercise. All class notes will be posted on the course’s e-learning site. Therefore, in the interest of the greater good, **please do not use your laptops or other electronic devices during class.**

What to Expect. This course will teach you what a manager most needs to know about law. Since law permeates every managerial decision, there is an enormous breadth of legal subject matter. Another important goal of the course is to begin to acculturate you to the peculiarities of business education, including the need to work with groups and teams and to make presentations before groups. For some of you, this will be quite comfortable, and for others it will reflect a different approach to education. I will build in occasions for you to make presentations, and I will prod you to take an active role in your learning. In addition, you will find that the modular format of the business school makes courses go very fast. You cannot expect to miss a class. You cannot expect to fail to read an assignment or to prepare in advance for work in class.

Thus, the course will involve exercises, readings, class lectures, class discussion, and individual and group projects and presentations.

Your final grade for the course will be based on the following:

- A. **Exams** (200 points: 100 points each). There will be 2 exams. The exams will cover the material assigned and the lectures and other activities. The exams will consist of multiple-choice and a small number of short essay questions designed to sample your knowledge. Missed exams cannot be made up. Exceptions will be made only for official university business or health emergencies or contagious illnesses.
- B. **The group law case presentation and Legal Scholar Day** (50 points). In order to immerse you in preparing legal arguments **assigned teams** will prepare and present a case discussion. Detailed assignment will follow.
- C. **Legal Scholar:** On the day of your Legal News in the Classroom you will be “On Call” It is your responsibility on this day to be WELL PREPARED and actively discuss the law and issues contained in the assigned chapter.
- D. **Legal News in the Classroom** (Include in Law case points). Each of you will prepare a presentation lasting absolutely no more than five minutes on a newspaper article related to the subject matter scheduled for the class that day. You will be assigned a day on which you will make the presentation. You should find the article in a major

national or international news source (print or on-line); this could be *The Wall Street Journal*, *The New York Times*, or *The Financial Times*, for example. If it is not in a major news source, then it should be a syndicated article (Reuters, AP, for example). To bring home the point: If it is an obscure source I have never heard of, it won't be very impressive to me; I want to see reliable, professional news sources. Anyone can post any sort of nonsense on the web and make it look authoritative, and so it is important that you discriminate. It should be reasonably related to business and to the particular topic of business law at hand. You will bring at least 4 hard copies of the article to class (this is fair use if you are doing it just once, with contemporary materials, for educational purposes, which you are). In the allotted five minutes you should briefly explain the article and its relationship to the day's topic. **You may not use the article or notes for your presentation** – nothing in your hands or in front of you, and no slides. If someone has questions relating to the article, then you can get a copy of it from the instructor just for reference. We will do the “newspaper in the classroom” reports at the beginning of each class.

Criteria for grading: The importance of the story, the salience of the story to the day's topic, the credibility of the source; the quality of the presentation; compliance with instructions, including the five minute time limit and the absence of notes.

Note: You MUST do the reading assignment before selecting your article. Legal terms sometimes means something different than the ordinary everyday use of the word. If your choice of articles reflects failure to read the assignment, you will get 0 points for it!

Grading Scale:

93 – 100 A
90 – 92.9 A-
87 – 89.9 B+
83 – 86.9 B
80 – 82.9 B-
77 – 79.9 C+
73 – 76.9 C
70 – 72.9 C-
67 – 69.9 D+
63 – 66.9 D
60 – 62.9 D-
< 60 E

TENTATIVE COURSE SCHEDULE

The content of the course will be covered in the following sequence. Please note that dates are tentative and subject to change (some topics may take more time and others less time depending on students' interests).

DATE	TOPICS	READINGS	ASSIGNMENTS
5/9 T	Introduction to Course; Basic concepts of law and civil procedure	Chapters: 1 & 2	
5/11 TH	Court Procedures	Chapters: 3	
5/16 T	Contract Law	Chapters: 10, 11	Newspapers in the Classroom
5/18 TH	Contract Law	Chapter 12, 13	Newspapers in the Classroom
5/23 T	Contract Law	Chapter 14, 15	Newspapers in the Classroom
5/25 TH	Contract Law	Chapter 16, 18	Newspapers in the Classroom
5/30 T	Exam 1		Exam 1 Chapters: 1, 2, 3, 10, 11, 12, 13, 14, 15, 16, 18
6/1 TH	Business Organizations Ethics	Chapter 36, 37	Newspapers in the Classroom
6/6 T	Directors, Officers, and Shareholders	Chapter 38, 39	Newspapers in the Classroom
6/8 TH	Agency Law	Chapter 32 & 33	Newspapers in the Classroom
6/13 T	Bankruptcy Law	Chapter 30	Newspapers in the Classroom
6/15 TH	Exam 2		Exam 2 Chapters 30, 32, 33, 36, 37, 38, 39