Course Description & Scope

This course focuses on the legal environment of the business. You will learn about the legal system, major legal issues facing the manager in a business corporation, and you will be introduced to agency, corporations, contracts, torts, product liability, employment law, and international transactions. 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.

In addition to the substantive subject matter presented by the instructor and text, a variety of specific business law problems will be examined and analyzed through research projects. You will have an opportunity to explore law-related problems of particular interest to you, and you will be introduced to methods of updating your understanding of law.

Course Materials

TEXT: Customized text includes Chapters 3-5, 7-10, 12, 20 & 23 from Bagley & Savage, Managers and the Legal Environment of Business (5th Edition, 2006) (B & S) and Chapters 1 & 9 from DiMatteo & Dhooge, International Business Law (2d edition, 2006) (DD). Much of the assigned readings come from this book. It is usually a good idea to bring the book to class. There likely will be supplemental materials that will be distributed in class. Please read assigned material before the class it is scheduled for discussion. I reserve the right to alter and add reading assignments as the term progresses.

Laptop Policy

Experience has taught me that students who use their laptops during class to multitask (e-mail, work on projects, and less desirable pursuits) get less out of the class, are more dissatisfied with it, and perform less well than students who devote their full attention to the classroom experience. Therefore, in the interest of the greater good, please do not use your laptops or other electronic devices during class.

What to Expect

The reading assignments indicate the breadth and scope of the subject matter. The course will involve readings, class lectures, class discussions, and individual projects. The final grade will be based on the following:

A. **Quizzes** (15% each) (total 45%). There will be a quiz (30 minutes) on October 23, November 20th, and December 11th. The quizzes will cover the material assigned for that weekend’s class. The quizzes will cover material assigned and the lectures and other activities since the previous quiz. The quizzes will consist of short answer and multiple
choice questions designed to sample your knowledge. You will take the quiz in class at
towards the end of the Sunday session. It is open book in that you may use your textbook
but you are not permitted to use any other materials such as class notes or outlines.

B. Chapter Problems (10% each) (20% total)

Each chapter problem is to be answered carefully using the textbook, outside sources
where warranted, and individual creativity. The papers are graded based on correctness
and comprehensiveness, but mostly on the depth of analysis and quality of critical
thought. The papers should not exceed 3 pages (excluding endnotes) in length (double-
spaced, 12 size type (font), paragraph width of 6½ inches).

Problem #1. Answer one of the following problems: Chapter 3, Problem 2 (page 36);
Chapter 9, Problem 8 (page 217-18); or Chapter 10, Problem 6 (page 249).
Due: October 22nd.

Problem #2. Answer one of the following problems: Chapter 5, Problem 1 (page 91-2);
Due: December 10.

C. Newspapers in the classroom (10%). Each of you will make a presentation lasting
absolutely no more than five minutes on a newspaper article related to the subject matter
scheduled for the class that weekend. You will sign up in advance for the day on which
you will make the presentation. You should find the article in a major national or
international newspaper; this could be The Wall Street Journal, the New York Times, the
Financial Times, for example. If it is in a “local” paper, then it should be a syndicated
article (Reuters, AP, for example).

D. Criteria for grading: The criteria include the importance of the story, the salience of the
story to the weekend’s topics, the credibility of the source, the quality of the presentation,
and compliance with instructions, including the five minute time limit.

Critical Thinking Exercise: When reading the article be sure to read it critically by
asking the following questions:
• What is the author’s purpose for writing the article?
• What is the key question the author is addressing?
• What is the important information (facts, data) the author uses to support her
  conclusions?
• What are the key concepts we need to understand?
• What assumptions does the author make?
• What are the implications if people take seriously or ignore the author’s line
  of reasoning?
• What is the main point of view presented in the article?
• Is the issue well-stated? Is it biased? Does it do justice to the complexity of
  the issue?
• Does the author cite relevant evidence?
• Does the author clarify key concepts?
• Is the author sensitive to other viewpoints?

***Please, provide me with a 1-page summary of the article on the day of your
presentation.

E. An Individual Development Paper (25%). Each of you will write a 8-10 page paper
(double-spaced, 12 size type or font, paragraph width of 6½ inches) on a topic of your
choice generated out of the readings, a class session or a contemporary legal development that is important to American business. You may also choose a topic from chapters not assigned. Your paper should include additional research. The paper should draw from case law, legal journals, and other secondary sources. This information is available on Lexis/Nexis, in libraries or on the Internet. The paper must provide citations to all materials quoted, paraphrased, or used as sources of ideas. The citations should be placed at the end of the paper as “endnotes.” The endnotes will not be counted in the page count. The title to the paper and 1 or two descriptive paragraphs must be turned by November 19th. (Please, e-mail me a copy and give me a hard copy on November 19th). The paragraph(s) should describe the specific issues to be researched. The narrower the focus of the paper the better. The paper is due January 7th. Please give me a hard copy (avoid sending it electronically).

Class Report: Each student will be allotted 4-5 minutes (no more!) to report the findings of their individual development papers. Each student must e-mail his/her fellow students and the instructor a ½ to 1 page summary prior to the beginning of class on January 7th. The final grade on the paper will be based as follows: 80% for Written Paper; 20% for Summary and Oral Report.

Ethical Rules for Individual Projects and Chapter Problems

Individual projects and chapter problems are to be the sole written product of the individual student. Any source materials should be adequately documented. See the next section on “documenting legal research.” A student’s work is to be solely his or her work product. Any sources used should be appropriately quoted and cited.

Documenting Legal Research

Legal reasoning is a stylized form of logical thinking. While not as rigorous as a mathematical proof, there are similarities. Typically any significant statement of fact or opinion that is not common knowledge to the average Jane or Joe, especially those advanced as truth, must be documented with a citation. Articles and books must include author(s) name(s), title, publication date, the name of the journal or magazine, and the page(s) being cited. Legal cases must include the case name, the name of the reporter where published, the reporter volume and page number and year of publication (e.g.s Brown v Smith, 199 U.S. 1245 (1982); Jone v. O’Malley, 399 F2d. 56 (2d Cir. 1957); Dooley v. Barat, 234 F.Supp. 105 (S.D.N.Y. 1925); Smith v. Brown, 451 N.E.2d 101 (1995); 108 N.Y.123 (Ct. App. 1945). Sources found on the Internet must include article title, author, publication date, the URL, and page or location within the document. Papers that are inadequately documented will receive lower grades. If in doubt, please ask in advance.

A Note on the Instructor

Dr. DiMatteo is the Huber Hurst Professor of Contract Law & Legal Studies and Chair of the Department of Management. He teaches courses in the legal environment of business, commercial law, real property law, and international business transactions. Dr. DiMatteo is a graduate of the Cornell and Harvard Law Schools. He practiced corporate and business law in Buffalo, New York. Dr. DiMatteo is the author or co-author of numerous articles and six books including International Business Law: A Transactional Approach (West 2006), International Sales Law (Cambridge University Press 2005), and Contract Theory: The Evolution of Contractual Intent (Michigan State University Press 1998). Currently he serves as the Editor-in-Chief for the American Business Law Journal.
## COURSE OUTLINE

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<thead>
<tr>
<th>Date</th>
<th>Subject</th>
<th>Readings</th>
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<tbody>
<tr>
<td><strong>First Weekend: October 2</strong></td>
<td>Course Introduction, Legal Environment, The U.S. Judicial System; Litigation: ADR</td>
<td>Text: Chapters 3 &amp; 4 (B &amp; S) In-class Exercise: The Virtuous Attorney</td>
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<td>Due: In-class Exercise: The Virtuous Attorney</td>
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<td><strong>Second Weekend: October 22-23</strong></td>
<td><em>Due: Problem Answer #1</em> October 22</td>
<td>Torts and Products Liability The Employment Agreement</td>
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<td>Quiz #1: October 23rd</td>
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<td><strong>Third Weekend: November 19-20</strong></td>
<td>Due: Individual Development Paper: Title and Descriptive Paragraph November 19</td>
<td>Contracts, Sales Law &amp; International Transactions Text: Chapters 7 &amp; 8 (B &amp; S) Chapters 1 &amp; 9 (DD)</td>
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<td>Quiz #2: November 20th</td>
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<td><strong>Fourth Weekend: December 10-11</strong></td>
<td>Due: Problem Answer #2 December 10</td>
<td>Agency Law, Corporations, &amp; Investor Protection Text: Chapters 5, 20, &amp; 23 (B &amp; S)</td>
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<td>Quiz #3: December 11th</td>
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<td><strong>Final Meeting: January 7</strong></td>
<td>Due: Individual Development Paper</td>
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<td>Class Reports (4-5 minutes)</td>
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