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& by appt

∪ **LEGL 4900/6900 ~ Spring 2008** ∪
International Business Law and Its Environment

Course Objectives

- a) To familiarize students with the legal and ethical considerations that affect international business transactions, to enable them to form an initial understanding of the international marketplace necessary to become informed leaders in the business community.
- b) To introduce students to public and private legal issues in an international context, which is essential to effective risk management for multi-national corporations.
- c) To alert students to new issues in international law, especially those related to global business.
Note: To this end, emphasis will be placed on applying the law to current business news/events.

I. THE LEGAL LANDSCAPE: INTERNATIONAL LAW AND LEGAL RISK IN GLOBAL TRANSACTIONS

Jan 8: Introduction to the Course *Sign up for an oral argument or presentation*

Jan 10: Chapter 1 - Introduction to International Business

Cases: *First Flight* 14, *Dayan* 16, *Union Carbide* 23, *Gaskin* 34, *DIP SpA* 39

Jan 15: Chapter 2 - International Law and Organizations

Cases: *Paquette Habana* 48, *Alvarez-Machain* 50 & *Matusевич* 63, and *Aguinda (ATCA)* 632

Handout: Pfizer case

Jan 17: Chapter 3 - Resolution of International Disputes, Case: *Bremen* 91

DiscoveryTimes Documentary: *China Rises: "Getting Rich"*

Jan 22: International Ethics: Discussion of the Pfizer case (handout)

Jan 24: Oral Argument #1: How should the U.S. Supreme Court decide: *Medellin v. Texas* (argued 10.10.07)?

Jan 29: Chapter 8 - National Lawmaking Powers and the Regulation of U.S. Trade

Cases: *Made in the USA* 260, *U.S. v. Lindh* 266;

Chapter 19 - Political Risk: Nationalization, Expropriation & Other Takings

Cases: *INA Corp.* 574

Jan 31: Oral Argument #2: Are the changes in Venezuela under Chavez making the country better or worse (including the effect on foreign investment)?

II. INTERNATIONAL SALES TRANSACTIONS *Contract Negotiation Exercise* – Feb 5-14

Chapter 4 - Sales Contracts and Excuses for Nonperformance

Chapter 5 - The Documentary Sale & Terms of Trade

Chapter 7 - Bank Collections, Trade Finance, and Letters of Credit

Distribution of Contract Negotiation Assignment & formation of groups

Contract Negotiations in class (groups are encouraged to bring laptops)

Feb 19: Midterm Review Session & **CONTRACTS DUE** by the end of class

Feb 21: LEGL 4900 MIDTERM EXAM / LEGL 6900 CHECK IN WITH PAPER PROGRESS

Feb 26: Oral Argument #3: Quality Control Issues in China – Who is to Blame? What Should be Done?

III. MAJOR TRADE AGREEMENTS

Feb 28: Chapter 9 - GATT and the WTO: Basic Principles Cases: *EC Bananas* 294 & 299

March 4: Chapter 14 - The EU and Other Regional Areas of Trade, Case: *National Farmer's Union* 469

March 6: Oral Argument #4: Should the United States ratify pending trade agreements with Colombia, Panama & South Korea?

March 18: Chapter 13 – NAFTA Cases: *Cross Border Trucking* 433 & *Metalclad* 437
Trading Democracy PBS Documentary re: Chapter XI Expropriation under NAFTA

IV. REGULATION OF IMPORTS AND EXPORTS

March 20: Chapter 11 - Regulating Import Competition and Unfair Trade, Case: *Harley-Davidson* 355
Chapter 12- Imports, Customs and Tariff Law
Chapter 15 - Regulation of Exports

V. THE IMPORTANCE OF LOCAL (NATIONAL) LAW ON GLOBAL COMMERCE

March 25: Chapter 16 - International Marketing Law, Cases: *Carbolic Smoke Ball* 507
March 27: Oral Argument #5: Is it appropriate for GE to market and sell ultrasound machines in India?
April 1: Chapter 17 - Licensing Agreements and the Protection of Intellectual Property
April 3: Chapter 20 - Labor and Employment Discrimination Law
April 8: DiscoveryTimes Documentary *China Rises: "City of Dreams"*
April 10: Oral Argument #6: Where do the most viable 2008 presidential candidates stand on international issues affecting business, including trade agreements?

VI. THE LAW IN ACTION: *The Art of the Steal: Inside the Sotheby's-Christie's Auction House Scandal*

April 15: Chapter 22 - Regulating the Competitive Environment & discussion of handout
The Art of the Steal Discuss pp. 1-215
April 17: pp. 216-340
April 22: - pp. 341-376
April 24: Valedictory: Discussion: Recap of the Most Important International During the Term
– **JOURNALS DUE at the beginning of class (staple or folder; no binders)**
-- **LEGL 6900 PAPERS DUE at the beginning of class**

Tues. May 6, noon-3:00 p.m.

***Briefing Cases** - As you prepare the legal cases for class, you should note the following issues: 1) The case name, citation, date; 2) Parties (who is suing?); 3) Facts (what is the bottom line of the dispute?); 4) Procedural History (what happened in the courts before the decision in the text?); 5) Legal issue(s) (what questions is the court asked to decide?); 6) Prevailing party; 7) What is the court's holding? (i.e. basis for the decision); and 8) What practical points are raised that may apply to other firms?

LEGL 4900 Grading

Midterm Exam	25%
Final	30%
Presentation	20%
Contract Negot	10%
Journal & Part.	15%

LEGL 6900 Grading

Presentation	20%
Research Paper	50%
Contract Negot	10%
Final Essay	10% (on <i>Art of the Steal</i>)
Journal & Part.	10% *

*Based on attendance, effective participation with discussions and presentations, journal/assignments & engagement with the class and groups.

The following scale will be used in this class:

A 94-100, A- 90-93.99, B+ 87-89.99, B 84-86.99, B- 80-83.99, C+ 77-79.99, C 74-76.99, C- 70-73.99, D 69.99-60, F 59.99 and lower.

The course syllabus is a general plan for the course; deviations announced to the class by the instructor may be necessary.

Class Requirements & Information

Texts and Technology

International Business Law and Its Environment 6th ed., Richard Schaffer, *et al.* (do not use an earlier edition)

The New York Times (1.888.698.2655 Media Code S61EH) or the *Wall Street Journal* (sign-up in class)

Be sure to say you are subscribing for APagnattaro=s class@- Also highly suggested: *The Economist* (www.economist.com)
Blackboard <http://terry.blackboard.com/> - announcements, course information, chapter outlines, media links and grades

Conferences - Please feel free to stop by my office during office hours or to schedule a conference to discuss any concerns you might have about the course. You should also feel free to e-mail me any time. (Note your full name, LEGL 4900/6900)

Discussion/Journal/Attendance/Contract Negotiation/Class Participation Grade

1) Students are required to keep a **typed journal** of their thoughts about current international business law-related events as follows news (a paragraph or two per entry shall suffice):

- at least 1 entry per week about law-related international news (15)
- an entry about each oral argument (including a short entry about your own presentation) (6)
- an entry about each video/DVD

Merely restating the facts of the news is not sufficient; you should add your thoughts and analysis to demonstrate understanding of the issue presented. For your individual news entries: clearly note the title, source of the news, and date of the article: e.g., *Tobacco-Industry Lawyers Call U.S. Claims "Dated" and "Stale,"* WALL ST. JOURNAL, 23 Sept. 2005. To the extent that you rely on outside sources in any other entries, these should be clearly documented.

2) Regular class **attendance** is essential. Roll will be taken every class. You are required to sign in on the day of class. I will not permit you to be counted present if you did not sign the roll. You can miss **two** classes without a penalty. Thereafter, for each class missed, your class participation grade will be reduced by 5 points. Note: Having someone else sign the roll for you and signing the roll for another are violations of the academic honesty code. **Even if absent, you are responsible for all material covered (exam material frequently will cover material from class) and all announcements.**

3) **Contract Negotiation & Oral arguments** – Lack of participation or “slacking” in connection with the group may result in a failing class participation grade as well as a lower assignment grade for the slacker.

Oral Arguments - Students will work in groups prepare oral arguments on selected topics. One group will argue in favor of an issue and the other group will argue in opposition. Each presentation will last no longer than 20 minutes, and should include a brief explanation of the issue to form a foundation for the argument. Each side may then have a brief 5-minute rebuttal. Presenters are encouraged to be professional and creative. Teams are required to 1) prepare an informative one-page handout for the class, 2) give Dr. P a hard copy of slides before the presentation begins; and 3) provide Dr. P with a typed list of sources before the presentation begins. Criteria for evaluation include: persuasiveness of the argument, clarity, organization, quality of sources used to support the argument, effective delivery of the argument and appropriate attire, and the ability to give knowledgeable on-your-feet responses to questions.

Exams - Students are expected to be present for all exams. LEGL 4900 Exams will consist of multiple choice questions and the final exam will contain cumulative questions on selected topics. The final exam will also include an essay question on *Art of the Steal*. Absent extreme, unavoidable, extenuating circumstances, **make-up exams are not given.** Any such requests for a make-up exam must be accompanied by written documentation from Student Affairs. All make-ups and extensions are at the instructor’s discretion.

Identification Photo/Information - I will hand out note cards on the first day of class. Please return the card to me:

Last Name, First “Prefer to be called”	Clear, recent photo	[Staple here]
Class #, time, semester, year		
Local Address & Local Phone #		
E-mail address		
Future Goals / Interests	<i>Please print clearly</i>	
International Travel/Academic/Work Experience		Concerns about the class

Academic Honesty - All students are responsible for maintaining the highest standards of honesty and integrity in every phase of their academic career. All academic work must meet the standards contained in “A Culture of Honesty. If you have a question, ask!

