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LEGL 4900/6900 ~ Spring 2009 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 + Legal Challenges for Business in China

Sign up for an oral argument or presentation

Jan 13: DiscoveryTimes Documentary: *China Rises: Getting Rich*

Jan 15: Chapter 1 - Introduction to International Business (focus on the cases)

Cases: *First Flight* 15, *Dayan* 18, *Union Carbide* 27, *Gaskin* 37, *DIP SpA* 40

Jan 20: Chapter 2 - International Law and the World's Legal Systems

Cases: *Paquette Habana* 49, *Alvarez-Machain* 51 & *Renkel* 54, *Congo* 62, *Khaki* 79 and
ATCA: Aguinda 672 & *Roe* 656

Jan 22: Discussion Continued

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

Jan 27: Chapter 19 - Political Risk: Nationalization, Expropriation & Privatization

Cases: *INA Corp.* 610, *Saudi Arabia* 615, *W.S. Kirkpatrick* 618, *National Thermal* 620

Presentation (#1): 21st Century Pirates v. Business: The Problem and Solutions

Jan 29: Oral Argument (#2): Are the changes in Venezuela under Chavez making the country better or worse (including the effect on foreign investment/oil)?

II. INTERNATIONAL SALES TRANSACTIONS *Contract Negotiation Exercise* – Feb 3-17

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 17th Bring 2 copies of your full draft of the contract to class for a contract editing session/critique

Feb 19th: **CONTRACTS DUE** at the beginning of class

Presentation (#3): Fraud in Action: Bernard Matoff's \$50 Billion International Ponzi Scheme

III. REGULATION OF U.S TRADE AND MAJOR TRADE AGREEMENTS

Feb 24th Chapter 8 - National Lawmaking Powers and the Regulation of U.S. Trade

Feb 26 – **Oral Argument (#4)** Should the U.S. open trade with Cuba?

Mar 3rd **Journals Due** for Mid-Point Check

LEGL 4900 Review Session (1st half) LEGL 6900 paper checkpoint (2nd half)

Mar 5th **Midterm Exam** / LEGL 6900 Research Session

Spring Break

Mar 17th: Chapter 9 - GATT and the WTO: Basic Principles Cases: *EC Bananas* 300 & 305
Mar 19th: Chapter 14 – NAFTA Cases: *Cross Border Trucking* 477, *Metalclad* 482, *Samsonite* 490
Trading Democracy PBS Documentary re: Chapter XI Expropriation under NAFTA
Mar 24th: Oral Argument (#5): **Should the U.S. ratify the pending FTA with Colombia?**
March 26th: DiscoveryTimes Documentary *China Rises: City of Dreams*
Mar 31st: Chapter 15 - The EU and Other Regional Areas of Trade, Cases: *Commission* 501,
European Parliament 510, *National Farmer’s Union* 513
Apr 2: Oral Argument (#6): Should the EU be enlarged to include Turkey?

IV. REGULATION OF IMPORTS AND EXPORTS

Apr 7: Chapter 11 - Regulating Import Competition and Unfair Trade, Cases: *Argentina Footware* 360,
Chilean Salmon 369, *Harley-Davidson* 362, & *Bulk Aspirin* 372, *European Steel* 377
Chapter 13 - Regulation of Exports
Apr 9: Oral Argument (#7): Should the U.S. open trade with Cuba?

V. REGULATION OF THE INTERNATIONAL MARKETPLACE: THE IMPORTANCE OF NATIONAL LAW

Apr 14: Chapter 16 - International Marketing Law; Case: *Carbolic Smoke Ball* 537 & Case: FCPA 545
Apr. 16 Presentation (# 8): A Culture of Bribery: Siemens
Begin Chapter 17 - Licensing Agreements and the Protection of Intellectual Property, Cases: *WIPO* 563,
April 21: Discussion of IP continued and Case: *Champagne* 567,
Presentation (#9): Protecting “Champagne” worldwide
April 23 Chapter 20 - Labor and Employment Discrimination Law – international differences
April 28: Discussion continued valedictory: Recap of the most important international news during the term
– **JOURNALS DUE at the beginning of class (staple or folder; no binders)**
– **LEGL 6900 PAPERS DUE at the beginning of class**

FINAL EXAM: Thursday, May 7th 12-3 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	25%
Presentation	25%
Contract Negot	15%
Journal & Part.	10%*

LEGL 6900 Grading

Presentation	25%
Research Paper	50%
Contract Negot	15%
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 7th 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 and presentation (including a short entry about your own presentation) (8)
- an entry about each video/DVD (3)

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 & Presentations - Students will work in groups prepare an oral arguments or presentations on selected topics. Oral arguments: 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. The first argument may than have a brief 5-minute rebuttal. Presentations: a 20-minute informative presentation on the topic, followed by Q&A. For all arguments and presentations, 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/overall substance of the presentation, 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. 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!

Oral Argument/Presentation Sign-Up Sheet Spring 2009 ~ LEGL 4900/6900

Presentation (#1): 21st Century Pirates v. Business: The Problem and Solutions

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

Yes (USTR perspective)

No (labor & environment, etc.)

Presentation (#3): Fraud in Action: Bernard Matoff's \$50 Billion International Ponzi Scheme

Oral Argument (#4) Should the U.S. open trade with Cuba?

Yes

No

Oral Argument (#5): Should the U.S. ratify the pending FTA with Colombia?

Yes

No

Oral Argument (#6): Should the EU be enlarged to include Turkey?

Yes

No

Oral Argument (#7): Should the U.S. open trade with Cuba?

Yes

No

Presentation (# 8): A Culture of Bribery: Siemens

Presentation (#9): Protecting “Champagne” worldwide
