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Office Hours: Tu/Th 12:30-2:00 &
by appt

Fall 2009 ~ LEGL 2800H
Legal and Regulatory
Environment of Business (Honors)

COURSE DESCRIPTION: The legal and regulatory environment of business, emphasizing why legal duties are placed on the business community and how managers should appropriately respond to them. Covers legal institutions, constitutional law, common law, and public law.

Required Prerequisites: Permission of Honors

Course Objectives/Expected Learning Outcomes: Law can be viewed as a vast set of theories of liability. An individual or entity is subject to civil or criminal liability, or has a right to a civil remedy, only if there is a legal theory that, when applied to facts that can be proved in court, provides for the imposition of that liability or provides a remedy. The legal environment of business consists of the set of those theories applicable to engaging in business. As those theories change over time, the legal environment of business changes. The objective of this course must be more modest than preparing each student to engage in his or her career without resort to seeking the advice of counsel. Nevertheless, only with some familiarity with the substance of applicable legal rules can one determine that a particular factual pattern presents legal issues that warrant seeking the advice of legal counsel. This course (i) introduces students to legal principles pertinent to business, to allow them to recognize the existence of legal issues arising from business practice; (ii) provides knowledge to facilitate business decision making in matters involving legal issues that are customarily addressed without reference to legal counsel; (iii) provides knowledge of the framework, structure and content of the legal and regulatory environment of business to allow knowledgeable and effective interaction with legal and other regulatory professionals; and (iv) introduces pertinent ethical considerations.

Topical Outline:

- Introduction and terminology
- Court systems and procedures
- Constitutional law
- Torts and strict liability
- Contracts and sales
- Agency
- Business forms
- Creditor-debtor relations and bankruptcy
- Antitrust
- Criminal law
- Discrimination
- Intellectual property
- Administrative law
- Ethics
- Other aspects of private law

UGA's Honor Code & Academic Honesty - UGA Student Honor Code: "I will be academically honest in all of my academic work and will not tolerate academic dishonesty of others." *A Culture of Honesty*, the University's policy and procedures for handling cases of suspected dishonesty, can be found at www.uga.edu/ovpi. 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." Students are responsible for informing themselves about those standards before performing any academic work. If you have any questions, please do not hesitate to ask me or to consult <http://www.uga.edu/ovpi/honesty/acadhon.htm> for more information about the UGA's policies.

Additional Course Objectives:

- a) To familiarize students with the legal and ethical considerations that affect business transactions, to enable them to form an initial foundation to become informed leaders in the business community.
- b) To introduce students to a legal vocabulary to enable them to understand the ramifications of law in a corporate context, which is essential for effective risk management.
- c) To alert students to current legal issues affecting business, especially those related to global business.

I. WHAT IS LAW? INTRODUCTION TO DOMESTIC AND INTERNATIONAL LAW: 8/19-26

- Chapter 1 - Law as the Foundation of Business *Sign up for a presentation*
- Chapter 13 - International Law *By Tues, 8/26 Turn in index cards*
- Handout: Ethics Case for Discussion

II. THE RELATIONSHIP OF LAW & ETHICS: 8/28

- Chapter 2 – The Ethical Basis of Law and Business Management - Discussion of Handout

III. COMMENCING AND RESOLVING DISPUTES: 9/2-9/9

- Chapter 3 - The Court System
- Chapter 4 - Litigation
- Chapter 5 - Negotiation and Alternative Dispute Resolution

IV. THE CONSTITUTION AND BUSINESS: 9/11-9/16

- Chapter 6 - The Constitution and Business
- Review Exam I

Thurs 9/18 - EXAM I

V. GET IT IN WRITING: CONTRACT LAW: 9/23

- Chapters 8 & 9 - Contract Law

Thurs, 9/25 - Oral Argument #1: Sonya Sotomayor – A Welcome Addition to the Supreme Court?

VI. TORTS: INTENTIONAL TORTS, NEGLIGENCE AND STRICT LIABILITY: 9/30-10/2

- Chapter 10 – Torts in the Business Environment

Tues, 10/7 Oral Argument #2: Ecuador Rainforest Residents v. Chevron – Who Should Prevail?

VII. CRIMINAL LAW: 10/9-10/14

- Thurs 10/7 **** MIDPOINT: JOURNALS DUE WITH A TABLE OF CONTENTS COVER SHEET**
- Chapter 12 - Criminal Law and Business
- Chapter 15 - SOX and Securities Regulation – securities fraud and insider trading
- Chapter 16 - Antitrust Law – Regulating Competition
- Th. 10/16 – Presentation #3: Bernie Madoff’s Ponzi Scheme: Criminal and Civil Ramifications**
- 10/21 *Smartest Guys in the Room* (Enron Documentary)

VIII. INTELLECTUAL PROPERTY: 10/23

- Chapter 11 Intellectual Property
- Tu 10/28: Discussion Continued & Exam Review
- Thurs. 10/30: EXAM II**

“Fall Break”

Tues, 11/4 Oral Argument #4: Tiffany v. eBay:

Is eBay doing enough to repress the sale of fakes? (2nd Cir. pending case)

IX. EMPLOYMENT LAW: 11/6-18

11/4 Chapter 19 – Agency and Employment Laws

11/11-13 Chapter 20 - Discrimination in Employment

Tues 11/18 **Oral Argument #5: Facebook, Blogs, etc. What is fair game for employers to use?**

X. THE LAW IN ACTION: *A Civil Action* by Jonathan Harr: 11/20-12/4 Thanksgiving Break 11/22-30

Chapter 18 - Environmental Laws & Pollution Control (read as background)

A Civil Action Th 11/20 pp. 1-100

Note: you should be completely finished with *A Civil Action* for our discussion on 12/2

Journals Due: Thursday, 4 December – Please staple or place in a folder – no binders!

WITH A TABLE OF CONTENTS COVER SHEET (FOR THE ENTIRE SEMESTER, NOTING WHICH ENTIRE ARE PRE & POST THE MIDPOINT)

(Note that at UGA, Tues 12/9 is actually “Friday”)

FINAL EXAM: Thurs December 11, 12-3:00 p.m.

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Grading

Exam I 20%

Exam II 25%

Presentation 15%

Final 30%

Journals & Participation 10% Attendance, assignments & engagement

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

The Legal and Regulatory Environment of Business 15th Ed. Reed, *et al.* (Do not use an earlier edition)

A Civil Action by Jonathan Harr (you should be able to purchase this at any bookstore or order it from Amazon.com)

The New York Times or the *Wall Street Journal*

Also highly suggested: *The Economist* (www.economist.com)

eLC - announcements, course information, chapter outlines, 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 name, class # & class period)

Journals & Class Participation Grade - Consists of attendance, journals, assignments and engagement with the class. Journals should be typed and consist of: one entry each week (15 entries) re: your impressions, analysis of a current legal event (preferably business related) **plus** a response to each oral argument/presentation. For the current events, you must cite the source of the news, e.g. "Ebbers Receives 25-Year Sentence," Wall Street Journal, 8 August 2005. 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. Having someone else sign the roll for you is a violation 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.** Each student is encouraged to participate in class discussions. Failure to fully participate in the oral arguments may result in a failing participation grade, as well as loss of credit for the oral argument.

Presentations – A separate handout detailing the requirements will be distributed. You are strongly encouraged to meet with Dr. Pagnattaro as you prepare your presentation.

Exams - Students are expected to be present for all exams and to be on time; no one will be allowed to take the exam after a student who is finished has left the exam. Exams will consist of short essay questions and/or case studies that require students to identify legal issues and apply the law. Absent extreme 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. The final will cover cumulative information and contain an essay question on *A Civil Action*.

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

Last Name, First "Prefer to be called"	Clear, recent photo [Staple here]
Class #, time, semester, year	
Local Phone #	
E-mail address	
Future Goals	
Interests	
Concerns about the class	

Recommendations - If I know you well enough to do so, I=m happy to write recommendations. To do so, I require the following materials/information: 1) up-to-date transcript; 2) phone # and e-mail address; 3) deadline, appropriate forms & explicit instructions about where and to whom the recommendation is to be sent; 4) a statement from you about the nature of the program/job, etc., as well as any information that tells me about yourself, your goals, motivations, interests, obstacles overcome, and any other relevant information else that makes you unique.

Oral Argument Guidelines

LEGL 2800H – Legal and Regulatory Environment of Business

Oral Argument Format

Each group will be allowed 20 minutes to present their argument to the class. The “Yes” argument will go first. Each team may have a 5-minute rebuttal at the conclusion of the arguments. If the teams determine that they want to divide the 50 minutes in a different format, this must be cleared with Dr. P in advance. All major arguments should be covered by each team. You are encouraged to anticipate your opponent’s arguments and rebut them as appropriate. Remember you are to be an *advocate* for the designated point of view.

Handout for the Class

Each team should prepare a concise, informative one-page handout for the class (need 31 copies). Consider including: the name of each team member, major points, data/statistics, and helpful references for further study. The handout should be very professional, designed to help your audience follow your argument and have a reference for later when the writing journal entry.

Bibliography

Each team should compile a bibliography of sources divided in to categories as follows: books, periodicals, web sites, other (e.g. interviews). A hard copy of your bibliography is due the day of your oral argument and you should also send a copy to Dr. P via e-mail. You should use high-quality sources. Please note that although Wikipedia may be a quick place to look for information as you are getting started, it is NOT considered a definitive academic source. Please do not cite to it in your presentation.

Meeting with Dr. Pagnattaro

Each team is encouraged to meet with Dr. P to discuss the argument. If you experience any difficulty working with a team mate, you are encouraged to work through the issue; however, if you are unable to resolve the issue quickly, please let Dr. P know and she will endeavor to get the group back on track. Failure to fully participate with the group may result in the loss of credit both on the oral argument grade and class participation grade.

Classroom Equipment & Slides

Check the classroom to see what you will need! Teams are encouraged to be creative – but always professional. *Please* conduct a test run on any technology before you are scheduled to present. If you are using slides, please give Dr. P a hard copy before you begin your presentation.

Discussion, Questions and Journal Entries

As “judges” of the arguments, the audience should be prepared to engage in a lively discussion with and rigorous questioning of the teams. A journal entry should be written about each argument. If you are a presenter, you should note that in your journal and you may also want to write a short statement about the experience.

Evaluation

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. Full participation with your group is essential. Not being in touch with your group on a regular basis (responding to e-mail and phone messages) and waiting until the last minute (i.e. less than 3 days before the presentation) can adversely affect both your class participation grade and oral argument grade at the discretion of the instructor.

Oral Argument/Presentation Sign-Up Sheet

Oral Argument #1: Sonya Sotomayor – A Welcome Addition to the Supreme Court?

YES -

NO -

Oral Argument #2

YES

NO

Presentation #3: Bernie Madoff's Ponzi Scheme: Criminal and Civil Ramifications

YES

NO

Oral Argument #4: Tiffany v. eBay: Is eBay doing enough to repress the sale of fakes? (2nd Cir. pending case)

YES

NO

Oral Argument #5: Facebook, Blogs, etc. What is fair game for employers to use?

Pro-employer

Pro-employee privacy
