BLAW 300-01 The Legal Environment of Business

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SYLLABUS FOR BLAW 300-01: THE LEGAL ENVIRONMENT OF BUSINESS

BLAW300 satisfies a Diversity Curriculum Requirement by asking students to discuss some of the most important, but difficult questions of the day dealing with diversity. BLAW300 also satisfies an E/RS elective requirement.

Williams College of Business Mission Statement: "We educate students of business, enabling them to improve organizations and society, consistent with the Jesuit tradition."

BLAW 300 satisfies the WCB Mission Statement by exposing students to both the legal and ethical aspects of business. Course topics include: (1) jurisdiction and the court system, (2) business ethics, (3) business crimes, (4) contracts, (5) torts, (6) business organizations and (7) diversity in business. Understanding this business material is critical for managers to successfully navigate the legal challenges they will face during their career. Viewing the material through both legal and ethical perspectives is consistent with the Jesuit tradition.

BLAW300 COURSE LEARNING OUTCOMES ARE FOR STUDENTS TO:

1. Describe basic legal and ethical principles relevant to organizations and individuals in the workplace.
2. Analyze and explain judicial, legislative and regulatory developments relating to business organizations.
3. Critically assess the legal and ethical implications of business decisions
4. Resolve conflicts between legal and ethical responsibilities in the business context.
5. Apply legal principles to common scenarios that organizations and individuals encounter in business.
6. Integrate the concepts of respect, inclusiveness and valuing all persons into their decision making.
7. Clearly and professionally communicate information and concepts in writing and orally, using appropriate technology where relevant.
8. Identify the ethical path and serve as responsible members of society.

Assessment: Prof. Fiorelli will use a variety of methods to assess student mastery of Learning Outcomes. Classroom discussion will include the Socratic method and group discussions synthesizing both the theoretical and applied. Private online reflections allows the student to demonstrate their ability to integrate concepts of respect and inclusiveness, as well as to address ethical and personal decision making. Students will demonstrate critical thinking and understanding of legal and ethical principles through written assignments and a legal research paper. Quizzes will assess a student’s understanding and application of legal principles. A team ethics project will allow students to demonstrate communication skills, using appropriate technology, as well as the ability to discuss in depth ethics issues involving organizations and individuals in the workplace.

GRADING: Classroom discussion will include Socratic method discussions and group discussions synthesizing both the theoretical and applied. Students will prepare a research paper on a topic submitted by the student and agreed upon by the instructor. Ethics groups will develop presentations of hypothetical ethical dilemmas. I have tentatively scheduled five (5) multiple choice quizzes to be given at the beginning of the classes listed on the syllabus, or announced by me. I will drop the lowest quiz grade from the quiz average. Quiz questions will come from the readings for the entire chapter being tested, plus the class discussions and any video covered in the chapter. Students will have the opportunity to submit five (5) or more quiz questions for each quiz, by e-mailing them to fiorelli@xavier.edu. Students will have one (1) point added to their final quiz grade for each set of five or more questions for each day’s submissions. The student would still only qualify for one (1) point added to their final quiz grade if they failed to submit any questions for the first four quizzes, but submitted 25 or more
questions for the fifth quiz. I must receive the proposed questions by 9:00 A.M. on the Friday preceding the quiz. Students submitting appropriate quiz questions can have up to five (5) points added to their final QUIZ grade. The student’s final quiz average plus the additional points can not exceed 100.

II. Expectations:
(1) Students should make every effort to attend every class. Please contact me at (513) 745-2050, at the earliest possible time to inform me that you are unable to attend a given class.
(2) Students should be prepared to discuss all assigned readings and cases in class. The best learning occurs when students thoroughly prepare the material before class and can actively engage in discussion during class.
(3) Students should only submit their own work product. ALSO, DO NOT ALLOW ANYONE ELSE TO REVIEW AN ELECTRONIC VERSION OF YOUR PAPER.
(4) Students should make every effort to take tests at the regularly scheduled time. All make-ups will be verbal exams.

III. Grade weights and cutoffs
(1) Final grade cutoff: A >= 95, A- >= 91, B+>=87, B>=85, B- >= 81, C+>= 77 C =>75, C->=71, D <71 >= 65, F < 65.
(2) Grade weights:
(a) Class participation (case briefs, overall and blackboard discussion) 25%
(b) Quizzes 30%
(c) Research Paper 35%
(d) Ethics Presentation 10%

100%

Supplemental Syllabus
1. Attendance is mandatory. Any student missing class with an unexcused absence can lose up to five (5) points from their final grade for every class missed, irrespective of the validity of the reason for the absence. There will be no further notice, either at midterm or prior to my calculation of the student's final grade. The student risks receiving a lower grade, or even a failing grade, depending upon the number of unexcused absences, regardless of the student's class participation or test average.

An excused absence is defined as when the student contacts me prior to missing the class, or at their earliest possible convenience, at 745-2050, (if I am unavailable, please leave a message) explaining the legitimate reason for the absence. Legitimate reasons may include vacation, collegiate sports, work, family or health problems. During my next available office hours, the student must personally (not by telephone) contact me in my office (not the classroom) at 226 Smith Hall, explaining the reason for the absence. All other absences are deemed unexcused absences.

Participants should be prepared to discuss all assigned readings and cases in class. The best learning occurs by thoroughly preparing the material before class and actively engaging in discussion during class. Participation is a function of in-class participation, discussion within the reflective blog, and case briefs. Each class has a maximum of 10 “points” for participation. Students will also be graded on their case brief(s) on a 0-20 scale. Excellent in-class participation (without dominating the discussion) might receive 5-7 points (probably not more than that). A student would get 0 in-class participation “points” if they have to miss the class. They will receive 1 in-class “point” if they show up, but do not participate. Students can add to their in-class participation by participating in the reflective blog, even if they could not attend that night’s class. Students who actively participate in class, give thoughtful comments on the reflective blog (private – only the student and the professor can view), and do an excellent job briefing one or more cases for the semester, will maximize the “points” for any given class. Students that just give a one-line comment on the reflective blog, will not add many (if any) points to their points for that day’s participation. At the end of the course, the professor will add all of the student’s participation points together (including the case brief average), then rank them against other students. Students with the most “points” will receive the highest participation grades. Students who only attend class, and have minimal in-class and reflective blog participation, and do not brief a case (or do not brief the case well) will receive a significantly lower participation grade. This lower participation will most likely have a very negative impact on the student’s final grade.
Example of two different students: Student 1 maximized her/his participation by actively participating in every class, had excellent reflective blog entries (not just a recap of what happened in class), and did an excellent job on the case brief. That person may receive 170 points (10 points per class for 15 classes, and 20 points for the case brief).

Student 2 showed up to every class, but never (or rarely) participated either in class or on the reflective blog. Student 2 did not volunteer to brief a case, or did volunteer, but did not do a very good job. This student might receive 15 points (1 point per class for 15 classes).

These two students would be the high and low for ranking the class, and all other students would fall somewhere in between. Student 1 would receive an excellent participation grade. Student 2 would receive a very low, and most likely failing participation grade.

2. Students involved in a Xavier sponsored activity (e.g. choir on tour in Germany, away volleyball game against Temple) who must miss more than one (1) class to participate in a recognized event must have a written note from their advisor or coach, explaining the reason for missing class. The student should also make a follow-up appointment to discuss the activity with me.

3. Students, except those participating in a Xavier sponsored activity, who miss more than one (1) class may lose up to ten (10) points from their final grade for every additional class missed. This should not be interpreted to mean that students can or should voluntarily miss any class. If students believe that they will miss a significant number of classes due to work, family, vacation or other reasons, it may be advisable for them to consider taking this course at a different time.

4. If a student misses a quiz and wants to “make-up” that quiz score, the student must schedule a make-up exam time with me within one week of the missed quiz. The quiz will be a verbal exam in which I typically ask the student five essay style questions about the covered subject matter. The student could receive a 0-20 on any question so the point range would be 0-100. Any student not taking a make-up within one week of the missed quiz will receive a zero (0) for that quiz.

5. All quizzes and questions are the property of the professor. Any student caught: (1) sharing potential quiz questions with other students, (2) submitting copied or substantially similar questions from the Powerweb, other websites or questions submitted in previous semesters, or (3) taking a test out of the classroom, will be considered to be cheating.

6. Any student that I determine to be cheating on a quiz or test or plagiarizing on a project will be dealt with in the severest possible fashion permissible within university guidelines. I define cheating as taking or using stolen/shared information, or using another’s work and representing it to be your own. Students must submit both a “hard copy” of their paper, plus electronically submit a copy to TURNITIN.COM, for analysis to certify that the paper is the student’s work. (process for submission to Turnitin.com is discussed on page 4 of this syllabus)

7. Blackboard.xu.edu. In this site you’ll find a copy of the syllabus, sample papers, a sample quiz and Chapter by Chapter powerpoint presentations. I would recommend printing out the slides, in order to see the “flow” of my lecture. Some of my most successful students have annotated these outlines before class, then supplemented them during class. Please remember, quizzes can cover ANY material, discussion, exercise or video for that chapter, NOT JUST THE INFORMATION CONTAINED ON THE POWERPOINT SLIDES.
TENATIVE SEMESTER SCHEDULE (dates are subject to change)

Always go to the blackboard course and open the documents folder for that week’s material. There will probably be extra web sites and .pdf articles to accompany that week’s reading. All of this material (including the web readings and .pdf articles) are “fair game” for quiz questions and class discussion.

<table>
<thead>
<tr>
<th>Chapter</th>
<th>Title</th>
<th>Tentatively scheduled dates</th>
<th>Sections to read</th>
<th>Chapter cases to read</th>
<th>Tentative date scheduled for quiz</th>
</tr>
</thead>
<tbody>
<tr>
<td>Introductory class</td>
<td>8/20/12 Class will be held between 4:00-5:30, today only.</td>
<td></td>
<td></td>
<td></td>
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</tr>
<tr>
<td>1</td>
<td>Introduction to law</td>
<td>8/27/12</td>
<td>1-21</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>The Court System</td>
<td>8/27/12</td>
<td>1-11 (skip “The Nature of the Judicial Process article by Benjamin Cardozo).</td>
<td>Citizens United</td>
<td></td>
</tr>
<tr>
<td>9/3/12</td>
<td>No classes today, due to Labor Day Holiday</td>
<td></td>
<td></td>
<td></td>
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</tr>
<tr>
<td>4</td>
<td>The Litigation Process</td>
<td>9/10/12</td>
<td>1-16</td>
<td>Mayer, Dukes</td>
<td>Chapters 1, 3 and 4 Quiz #1 on 9/10/12</td>
</tr>
<tr>
<td>8&amp;9</td>
<td>Principles of Contract Law</td>
<td>9/17/12, 9/24/12</td>
<td>Chapter 8 =1-19, Chapter 9 = 10-13</td>
<td>Northeast Fence, Defontes</td>
<td>Chapters 8 and 9, Quiz #2 on 9/24/12</td>
</tr>
<tr>
<td>10</td>
<td>Torts in the Business Environment</td>
<td>10/1/12-10/8/12, 10/15/12</td>
<td>1-19</td>
<td>Harper, Iannelli, Branham</td>
<td>Chapter 10 Quiz #3 on 10/8/12</td>
</tr>
</tbody>
</table>

**RESEARCH PAPER IS DUE ON 10/15/12. THE GRACE PERIOD EXPIRES ON 10/22/12**

| 2 | Ethics and Self Regulation | 10/22/12 | 1-14 | | |
| 12 | Criminal Law and Business | 10/22/12, 10/29/12 | 1-19 | Hudson, Skilling, Hughes | |
| 14 | Business Organizations | 10/29/12 | 1-14 | | |
| 15 | Securities Regulations | 10/29/12, 11/5/12 | 1,2,12-14 | O’Hagan | Chapter 2, 12 Quiz #4 on 11/5/12 |
| 20 | Discrimination in Employment | 11/12/12-11/26/12 | 1-20 | Ricci, Barnett | |
| 21 | Employment Law | 11/26/12 | 1-3, 7, 10 | | Chapter 20, 21 Quiz #5 11/26/12 |

**ETHICS PRESENTATIONS 12/3/12, 3 teams will present today**

**ETHICS PRESENTATIONS 12/10/12 BEGINNING AT 4:00 PM, the remaining 2 teams will present today.**
Each student will select one topic from the enclosed list of subjects. The student will research the topic and prepare a typed business paper, maximum of seven (7) double spaced pages (not including (a) page(s) for endnotes.) The student is expected to use three or more outside sources, at least two of which are Law Review/Journal articles. You must footnote the authority for your propositions using the "Harvard Blue book" citation format. One of the most common problems deals with students failing to properly footnote.

**AMOUNT OF MATERIAL FROM OTHER SOURCES** - The goal of the paper is to have the participant select a topic of interest and research it in depth, using at least three law review articles, along with other material. While the student is expected to cite the ideas coming from these articles, and may occasionally use some direct quotes, the student should not have large segments of their paper “cut and pasted” from these outside sources. As a rule of thumb, if more than thirty percent (30%) of the paper are the direct words (or very similar words with minor “shuffling) from other sources (even if the sources are appropriately footnoted), the student will receive no credit (a zero) on the paper. If the student takes a significant portion of their paper from other sources, and does not footnote the appropriate authority, this will be considered plagiarism, which will result in immediate and severe disciplinary sanctions.

While students should be citing outside authority extensively, their papers should not merely “mimic” one or two articles. This means that once you cite a source, it may be appropriate to cite it again in several succeeding footnotes, but as a rule of thumb, that same source should not be cited for more than five footnotes in a row. When the same source is cited repeatedly and successively, students will lose a significant number of points from their grades because they are not synthesizing and integrating all of the material they are presenting. Each paper will be submitted to TURNITIN.COM to verify that it represents the student’s work.

The project is worth thirty percent (30%) of the student's final grade. The papers are due in the final form by October 15, 2012, at the beginning of class. The student has a grace period until October 22, 2012 at the beginning of class. This means they must be in my possession by the end of the grace period, not merely postmarked by this date. The student will lose 10 points from the project, per day, for every day the project is late after the October 22, 2012 grace period. There will be no exceptions due to business or family crises. The student should begin working on the project immediately, and deliver the project early if he/she believes there will be any problem with making the October 15, 2012 deadline.

**SAMPLE TOPICS**

- Chapter 2 – Business Ethics
- Whistleblowers
- Ombudsmen
- Defense Industry Initiative
- Codes of Ethics
- Internal control policies
- Employee Privacy
Chapter 12 – White Collar Crime
Federal Sentencing Guidelines
Sarbanes-Oxley Act (accounting responsibility)
Mail and Wire fraud

CHAPTER 8 & 9 - Contracts
reality of consent (i.e. fraud, duress, mistake, undue influence)
statute of frauds

Chapter 10 - Torts in the business environment
Fraud
Trade Secrets
Punitive damages
Worker’s Comp
Negligence
Negligent hiring
defamation
strict liability
joint and several liability
Market share theory
respondeat superior
products liability
defective design v. defectively produced
professional malpractice

Chapter 14 & 15 - Business Organizations and Securities Regulation
Limited partnership
Subchapter S Corp
piercing the corporate veil
tax considerations
control of organization
minority shareholders
derivative action
fiduciary relationship of board of directors
buy sell agreement
preemptive right, not have stock ownership position diluted
independent contractor v. employee
liability based upon public policy- wrongful discharge
liability of corporate officers
conflicts of interest
business judgment rule
criminal liability of executives
White-collar crime
Securities regulation
Insider trading

Chapter 20 & 21- Employment law and discrimination
Title VII of the Civil Rights Act of 1964
patterns and practices of discrimination
religious accommodation
sex discrimination
comparable worth
sexual harassment
affirmative action and reverse discrimination
seniority systems
Civil rights act of 1866
age discrimination
handicap discrimination
documentation of disciplinary actions (paper fortress)
whistleblowers
Limitations to "At Will" employment
Workplace privacy
***STUDENTS MAY PROPOSE TOPICS NOT ON THIS LIST FOR MY APPROVAL

Blue Book Style Sheet – MAKE SURE YOU FOLLOW THIS STYLE SHEET, AND NOT THE FOOTNOTES ON THE SAMPLE PAPERS.

I. Periodicals (Law Reviews): - Author's first and last name, Title of the Article (underlined if you can not italicize), Volume Number of the periodical Name of the Journal (law review) (do not use the word "volume" or "vol" in the cite) First page the article appears on (do not use the word "page", or "p." or "pp."), page of the quote or attribution (year the article was printed).

II. Newspapers: - Author's Full name (if the article is signed, no name if unsigned), title of the article (underlined if you can not italicize), title of the newspaper, date of the newspaper, at page number, column numbers.
i.e. Tom Getschow, Overdriven Execs, Some Middle Managers Cut Corners to Achieve High Corporate Goals, Wall St. J., Nov. 8, 1999, at 34, col. 4.

III. Magazines: - Author's full name, Title of the article (underline if you can not italicize), name of the magazine, cover date of the issue, at first page of the article, page number of the cite.

IV. Books: - Author's first and last name, title of the book Page number (year of publication).
i.e. Marvin Clinard & Peter Yeager, Corporate Crime 66 (1980).

V. Statutes: - Title of the Act, Public law number (if available), Volume number of U.S. Code U.S.C. or U.S.C.A. Section number (year of the code or supplement).

VI. Cases: - Case name, volume of the reporter Title of the reporter First page that the case is found in the reporter, page(s) of the cite (circuit number [if a federal case] year).
i.e. Bush v. Harvey Transfer Co., 146 Ohio St. 657 (1946), or
i.e. DiSilvestro v. United States, 767 F. 2d 30, 31-32 (2d Cir. 1985), or

VII. Id. - Id. is used when the next cite uses the same information (except there may be a different page number of the new cite). [Please note both id. and supra are underlined, this is done if you do not have the ability to italicize.]
16 Id. at 410.

VIII. Supra - Supra refers to a new cite referring to a previous cite with at least one intervening cite.
i.e. 12 George Stricharchuk, Business Crack Down on Workers Who Cheat to Help the Company, Wall St. J., June 13, 1986 at 25, col. 4.


IX. Lexis - When printing a case from Lexis, note the fact that you are citing from Lexis, parenthetically. You will not be able to cite to actual page numbers, unless the star paging feature is available.


X. Internet – Author, the title or top level heading of the material cited, and the URL, the most recent modification date or the date you visited the cite.


XI. Miscellaneous style rules

A. When quoting more than fifty (50) words from one source, skip a line, indent the entire quote five (5) spaces, and single space (also, do not use quotation marks "" at the beginning or end of the quote).

The publication giving rise to Falwell's suit occurred in the November 1983 issue of Hustler, which contained a parody of certain advertisements for Campari Liqueur. The actual Campari advertisements had featured interviews with well-known persons who discussed their "first time." The "first time" referred to in the advertisements was the particular celebrity's first consumption of Campari Liqueur. It was apparent, however, that the advertisements contained double entendres of a sexual nature. The parody in Hustler pictured Falwell as the celebrity supposedly being interviewed. In the "interview" which was written by Hustler personnel, Falwell referred to his "first time" - allegedly an incestuous encounter between a drunken Falwell and his drunken mother in an outhouse.1

B. When you are quoting a quote (the source you are quoting, quotes another source): (1) if the quote is more than fifty words, follow the guidelines in XI.A, and put quotation marks within the quote, and (2) if the quote is less than fifty (50) words, use single quotes around the quotation:

i.e. Commentators have addressed whether public figures asserting intentional infliction of emotional distress could provide a way of circumventing traditional defamation obstacles. This was noted in the famous Falwell v. Hustler case. The Supreme Court of the United States, "continued with a ringing endorsement of significant free speech principles, noting the 'robust political debate' contemplated by the first amendment necessarily will lead to statements critical of public officials and public figures."2


2 *Id.* at 692.

If you are quoting or paraphrasing a law review article which is quoting or paraphrasing a case, you may cite the law review article without going to the original source. An example of this is footnotes 1 and 2 above, when the Langvardt article cites language from the Supreme Court in *Falwell v. Hustler*. You do not have to go to the *Falwell* case to get the cite for this quote.

C. All cites are treated as sentences which must end with a punctuation mark (usually a period).

D. If you have a style question that is not addressed in this style sheet, or the Blue Book, you should answer it by using the Chicago Manual of Style.