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BLAW 300-W1S International Legal Environment for Business: Honors - London

Paul Fiorelli
fiorelli@xavier.edu

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Syllabus for BLAW 300 - Honors International 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: (1) Why is sexual orientation not included within federal anti-discrimination laws? (2) Why do we tend to socialize with people like ourselves, and stay away from those we perceive to be “different”? (3) Can race ever be a bona fide occupational qualification? (4) Are women (with or without children) discriminated against in the workplace? (5) How do men and women achieve a work-life balance/blend/blur? (6) What’s the difference between “welcomeness” and consent, when dealing with sexual harassment? (7) Is “same-sex” harassment treated the same as “opposite-sex” harassment? (8) Is racism “dead” in America – therefore we no longer need affirmative action programs? (9) Is there any stigma attached to people covered by different anti-discrimination laws, especially when they get promotions? (10) What is the best strategy to get four generations of workers (Veterans, Boomers, Gen-X, and Millennials) to work together effectively? (11) Why reasonable accommodations for handicapped employees create a win-win environment in the workplace? (12) What is meant by the Jesuit gift of “Kinship”, walking with, and learning from “others”? (13) Why “no” always means “no” regarding sexual assault?

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 the lens of legal, ethical and diversity perspectives, is consistent with the Jesuit tradition.

I. Purposes and objectives of the course:
(1) To expose the student to the relationship and conflicts between law, ethics and business.
(2) To help develop the student's analytical ability (i.e. the ability to spot legal/ethical issues and critically reason to a logical conclusion.)
(3) To help develop the student's written and spoken communication skills.
(4) To help develop the student's research skills.
(5) **To discuss and reflect on the importance of diversity**

II. Expectations:
(1) Students should make every effort to attend every class. Please contact me at the earliest possible time to inform me that you are unable to attend a given class. Points will be deducted from the student’s final grade for unexcused absences.
(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. Plagiarism will cause a student to fail the course. Students must submit an electronic version of their paper to turnitin.com. Students must also submit a hard copy of the paper to me. Both versions of the paper must be submitted before the deadline.
III. Grading

(1) Final grade cutoff:  
A>93, A- >= 90, B+=87, B >= 83, B->= 80, C+=77, C >= 73, C- >=70, D >= 60, F < 60.

(2) Grade weights:
(a) Class participation (case, overall discussion, and blog)  30%
(b) Quizzes  15%
(b) Research Paper  25%
(c) Reflective Paper  10%
(d) Professionalism  10%
(e) Team Ethics Presentations  10%
100%

IV. Reflective paper. One of the central themes of a Jesuit education is the concept of reflection. Students will write a three (3) page, single spaced reflection about their experience in Europe. The paper will have the same due date, grace period and late penalty as the longer research paper discussed later in the syllabus.

Items in *italics*, don’t have formal reading, tentative dates are in [brackets], cases are *underlined*

1) [6/25/12] Orientation
   a) British Slang
   b) Jeopardy Game
   c) London the Imperial City
   d) How to Brief a case
2) [6/26/12] Introduction to the Court System [69-76, Khaki]
   a) US – Common Law system (like the UK)
      i) Federal v. State – election v. appointment
      ii) District Court
      iii) Jurisdiction
      iv) Courts of Appeals
      v) Supreme Court
         (1) Selection Process
         (2) Current Justices
      vi) Judicial Philosophies
         (1) Activism v. restraint
      vii) Parties involved
      viii) Motions
      ix) Class Action
      x) Litigation
         (1) Discovery
   b) UK
      i) Barrister v. solicitor
   c) Comparative Law: Difference in National Law & Legal Systems [69]
      i) Modern Legal Systems [69-70]
      ii) Origins of Civil Law [70]
      iii) Origins of Common Law Systems [70-71]
      iv) Differences between Modern Civil Law and Common Law Countries [71-72]
   v) Islamic Law [72]
      (1) Saudi Arabian Legal System [72]
      (2) Pakistani Legal System [72]
(a) Khaki v. Syed [73-74]

d) Conclusion [74-76]

3) [6/27/12] – Introduction to Ethical Issues
   a) The Value of Values
      i) Ethical Islands
      ii) Cognitive Moral Development
      iii) Reputation
   b) Corporate Culture
      i) Shared Values
      ii) Tone at the Top
      iii) Willingness to Bring Bad news forward
   c) Parable of the Sadhu
      i) Rationalization
      ii) Legal v. ethical duties
         (1) HP pretexting
      iii) Leadership
      iv) Individual v. group norms
   d) CSR [66-67]
   e) Code of Conduct [67]
   f) OECD [67-68]
   g) Corporate Codes of Conduct [68]
      i) Levi Strauss & Co. [68-69]

4) [6/28/12] – Debrief of Henry V and ethics discussion continued

5) [7/2/12] – “One Day in Bhopal” video

6) [7/3/12] Chapter 3 – Resolving International Disputes
   a) Avoiding Business Disputes [79]
   b) Cultural Attitudes towards disputes [79-80]
   c) Methods of Resolution [80]
   d) Alternative Dispute Resolution [80-82]
      i) Mediation [80]
      ii) Arbitration [80-81]
         (1) Arbitration Bodies [81-82]
         (2) Arbitration Clauses [82]
         (3) Enforcement of Arbitration Awards [82]
            (a) Scherk [82-83]
   e) Litigation [84]
   f) Jurisdiction [84]
      i) In Personam Jurisdiction [84]
      ii) Minimum Contacts [84-85]
         (1) Asahi [85-87]
   g) Jurisdiction in the internet age [87]
      i) GMAC v. Raju [87-89]
   h) Venue [90]
      i) Forum Non Conveins – [90-91]
   j) Forum Shopping [91-92]
      i) Iragori [92-93]
   k) Forum Selection Clauses [94]
   l) Conflict of Laws [94]
      i) Bremen[94-95]

7) [7/4/12-7/5/12]
a) Chapter 1 – Forms of International Business: Trade, Licensing, Foreign Direct Investment
b) Forms of International Business [6]
c) Trade [6-7]
   i) Trade in Goods [8-9]
   ii) Exporting [9-11]
       (1) Non-tariff Barrier [11-12]
       (2) Quotas, Embargoes and Boycotts [12]
       (3) Export Controls [12-13]
d) Intellectual Property Licensing [13]
   i) International Licensing agreements [13-14]
       (1) First Flight [14-15]
       (a) Is music free?
   iii) International Franchising [16]
   iv) Some Legal Aspects of Franchising [16]
e) Foreign Direct Investment [16]
   (1) Dayan v. McDonalds [17]
f) Multinational Corporations [18]
g) Subsidiaries, Joint ventures, Mergers and Acquisitions [19]
h) Controls on Investment in Developing Countries [23-25]
   i) Local Participation requirement [24]
   ii) Restriction on repatriation of profits [24]
   iii) Transfer of technology [24]
   iv) Nationalization, expropriation and privatization [24]
       (1) Bhopahl v. Union Carbide [25-27]
i) Managing the Risk of International Business [31]
   i) Risk Assessment and the Firms Foreign Market Strategy [31-35]
   ii) Terrorism
   iii) Currency/exchange rate risk [34]
   iv) Language and Cultural Differences [34-35]
       (1) Gaskin v. Stumm Handel [36]
j) Managing Political risk [35]
   i) Causes of Political Risk [35-37]

8) [7/5/12 debrief of Les Miserable, and finishing Chapter 1]
9) [7/6/12] Travel day to Edinburgh, Scotland
10) [7/9/12] Apartment lease
    a) Have a copy to be downloaded
11) [7/10/12] Chapter 4 Contracts
    a) The American Uniform Commercial Code [110]
       i) Applicability of the CISG to International Sales [112-113]
          (1) Place of Business Requirement [113]
          (2) Choice of Law Provision [113]
             (a) Asante [113-114]
c) Enforcement of Illegal Contracts [115]
d) The Writing Requirement [115]
e) Mutual Assent: The Offer [117]
    (1) The Intention to be Bound [117]
       (a) Pepsi Ad
f) Mutual Assent: The Acceptance [119]
   i) Silence Not an Acceptance [119-121]
   ii) When an Acceptance is Effective [121-122]

g) Money Damages [135]
   i) Consequential Damages [135-138]
      (1) Delchi Carrier [136-138]

h) Force Majeure Clauses [142]
   i) Harrscom Svenska [142]

i) Consideration

j) Capacity
   i) Minors

k) Reality of Consent
   i) Fraud
      (1) Inducement
      (2) Execution
   ii) Undue Influence

l) Illegality

m) Writing
   i) Statute of Frauds - MYLEG5 [135]
      (1) CISG

12) [7/11/12-7/12/12] Chapter 16 – International Marketing Law
   a) Name that Scandal/Name that Scoundrel – International edition
   b) Supersession of Agreement with representative [505]
      i) Electra-Amambay [505-506]
   c) Truth in Advertising [508]
      i) Carlill v. Carbolic Smoke Ball [509-510]
         (1) Wacky Warnings
   d) Advertising restrictions on “Sin” products [512-513]
      i) Marketing to children
   e) Foreign Corrupt Practices Act (FCPA) [513]
      i) Origins [514-515]
      ii) Structure [515]
         (1) The Antibribery Provisions [515-516]
         (2) Accounting and Record Keeping [516-517]
      iii) Department of Justice Review [517]
   iv) FCPA Enforcement Actions [517]
      (1) FCPA Review Opinion Procedure Release [545-546]
   v) Foreign Enforcement Actions [547-548]
      (1) SEC v. Siemens [520]
      vi) Best Practices for the U.S. Businessperson [522]
         (1) Adler v. Federal Republic of Nigeria [523-524]
            (a) Nigerian 419

13) [7/16/12-7/19/12] Chapter 20 – Employment Discrimination
   a) Employee Participation in Strategic Decisions [592]
      i) U.S. view [592]
         (1) WARN Act
      ii) German Approach [592-593]
   b) Impediments to Dismissal [593]
      i) Underlying Philosophical Foundation [593-594]
      ii) Legal Frameworks reflecting philosophy [594]
c) Title VII of the 1964 Civil Rights Act
d) Employment Discrimination Outside the US
   i) Extraterritorial Application
      (1) EEOC v. ARAMCO
      (2) Reyes-Gaona
      (3) Age Discrimination
         a) Student video
e) Bona Fide Occupational Defense
   i) Race is never a BFOQ
      a) movies
   ii) Mahoney
f) Discrimination based on gender
   i) Sexual Discrimination
   ii) Sexual Harassment
   a) Student video
g) Child Labor
h) Harsh Work Conditions
   i) Sweatshop video
   ii) Sarei
   a) Affirmative Action
14) [7/23/-7/25/12] Ethics Presentations
15) Final Banquet – [7/25/12]
   a) Dessert and mandatory trip debrief back at QMUL
16) [7/26/12] Return to Cincinnati
   a) Bus departs QMUL at 4:30 A.M.

Tentative syllabus (chapter pages are assigned for the entire chapter on the first day we discuss a chapter). We will not cover all of the pages/cases on the first day the readings are assigned. The best strategy would be to read the entire chapter by the first day it (the chapter) was assigned, then re-read material we have not yet covered, for the next class.

To: Students enrolled in INTERNATIONAL BLAW 300
From: Professor Fiorelli
Re: Paper Topics

Each student will choose an International Business Law topic. The student will research the topic and prepare a typed business memo, maximum of eight (8) 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. The student must footnote direct quotes, but even if he/she changes a few words in the quote, he/she must still cite the authority for their statements. Students are able to liberally cite other authorities, as long as the paper does not merely mirror one or two outside sources. The project should be the synthesis of the student's research efforts, not merely a rehashing of one author's opinion. I have enclosed a "Style Sheet" which will handle most of your questions. A good rule of thumb about footnoting is, "When in doubt, cite the authority!"

The project is worth thirty percent (25%) of the student's final grade. The papers are due in the final form by Tuesday, August 20, 2012, 2:15, P.M. The student has a grace period until Friday August 23, 2012 2:15, P.M. 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 August 23, 2012
grace period. There will be no exceptions due to business or family crises. The student should begin working on the project immediately upon returning to the US, and deliver the project early if he/she believes there will be any problem with making the August 20, 2012 deadline. All papers must be submitted both in hard copy to me, and electronically to turnitin.com.

Harvard Blue Book Style Sheet

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. In e.g. George Drechsel, *Intentional Infliction of Emotional Distress: New Tort Liability for Mass Media*, 89 Dick. L. Rev. (1985) (Lexis).

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.

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 IX.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 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.