BUAD 600-02 Business Law and Ethics

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SYLLABUS
BUAD 600-02 Business Law and Ethics
MBA Program
Fall Term, 2012

Professor:    Kathleen McGarvey Hidy, J.D.
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Telephone    & Office:    513-745-4310;  224 Smith Hall
Office Hours: Mondays: 10 a.m. to 12:30 p.m.; Tuesdays: 9 a.m. to 11:30 a.m.;
               Thursdays: 9 a.m. to 11:30 a.m. Meetings/conference calls available
               by appointment as well.
Class Meets:  Tuesdays, 6 p.m. to 8:30 p.m., Smith Hall 347
Texts:        Halbert & Ingulli, Law and Ethics in the Business Environment, 7th

Williams College of Business Mission Statement:

The College educates students of business, enabling them to improve organizations and society,
consistent with the Jesuit tradition. The mission of the College is effectuates the university’s mission,
articulated by President Michael Graham, S.J. ~ “Xavier's mission is to serve society by forming
students intellectually, morally and spiritually, with rigor and compassion, towards lives of solidarity,
service and success.”

Course Description:

This course explores the legal and ethical aspects of a business organization’s core values (i.e. leadership,
integrity, corporate culture, privacy, loyalty, honesty). The relationship between law and ethics as applied to
business is examined by first discussing legal issues (i.e. products liability, corporate governance, employment
discrimination) and then analyzing the ethical implications arising from these issues. The class format
includes examination of the text materials through the Socratic method, case analysis, oral presentations,
group presentations and a research paper.

The objectives of this course include:

➤ Gaining an understanding of the legal and ethical issues confronting individuals and
   organizations which conduct business in the United States.
➤ Developing an ability to use critical thinking and reasoning skills.
➤ Developing an ability to effectively communicate in both oral and written presentations your
   analysis of the implications an ethical or legal issue may have on a business.
➤ Using research methods to investigate how legal and ethical issues can be examined and
   analyzed through sources available to business people.

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Developing an understanding of and appreciation for the ethical framework derived from the Williams College of Business Mission Statement.

Course Learning Outcomes:

The Learning Outcomes focus on enabling 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 of 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: A variety of methods are used to assess student mastery of Learning Outcomes. Classroom discussion will include the Socratic method and group discussions synthesizing both the theoretical and applied. Journaling allows the student to demonstrate the 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 oral presentations using case analysis and a legal research paper. Several quizzes will assess a student’s understanding and application of legal principles. A team ethics project will allow students to demonstrate communication skills, as well as the ability to discuss in depth ethics issues involving organizations and individuals in the workplace.

Disability Services Office:

Anyone who believes he/she may need an academic accommodation based on the impact of a disability (e.g. sensory, learning, psychological, medical, mobility) should contact me to arrange an appointment to discuss your needs as soon as possible. I rely on the Disability Services Office for assistance in verifying your eligibility for academic accommodations related to your disability. If you have not previously contacted Disability Services, I encourage you to do so at 513-745-3280 on the Fifth Floor of the Conaton Learning Commons, Room 514 or e-mail Cassandra Jones at jonesc20@xavier.edu, to coordinate reasonable accommodations.

Course Requirements:

1. **Attendance** is required. The course objectives can be achieved only through active and engaged participation in the analysis and application of course coverage materials during class. Absences will negatively impact your class participation grade and your quiz grade, as detailed below. **No cell phones or smart phones may be used during class. Any use of a laptop during class for non-class purposes is prohibited and will negatively impact your class participation grade.**
2. **Grading** is as follows:

   - **Class Participation Grade:** 25%
   - **Cumulative Quiz Grade:** 30%
   - **Research Paper:** 30%
   - **Ethics Presentation:** 15%

3. **Grade Scale:** Letter grades will be assigned along the following spectrum:

   - A >= 94, A- >= 90, B+ >= 87, B >= 84, B- >= 80, C+ >= 75, C >= 70, F < 70.

4. **Cumulative Quiz Grade:** Thirteen (13) short quizzes will comprise this grade. Quizzes will be given on the dates indicated under the Course Coverage section of this Syllabus. Each quiz, with the exception of quizzes 6 and 7, will be worth 9 points. Quiz 6 is worth 3 points and quiz 7 is worth 6 points. The maximum available quiz points totals 108 points. The quiz format is primarily objective questions (multiple choice/true false). Readings listed under Course Coverage, including cases, are to be prepared for that class and will be the material tested on the quiz. **Quizzes will begin at 6:05 p.m. and will be collected at 6:25 p.m. Quizzes are the property of the professor and must be returned during the class period.** Failing to return a quiz during the class period or sharing and/or using a fellow student’s quiz answers constitutes a violation of the University Policies on Academic Integrity. **The University Policies on Academic Integrity will be strictly enforced.**

5. **Class Participation Grade:** This grade is a composite of each student’s (1) weekly in-class discussion of the Course Coverage materials; (2) an in-class oral presentation of a case; and (3) a weekly journal reflection on an ethical issue raised by the Course Coverage materials. Evaluations will be based on a student’s preparation of these materials and his or her active engagement in the class discussions. Knowledgeable class participation is strongly encouraged and will be rewarded with a favorable class participation grade. Absences for all or part of a class will substantially impact this grade. Conduct contrary to the Student Handbook, available on-line, will negatively impact this grade. (“Xavier embraces certain values, which enhance the integrity of the educational community. A student’s behavior should reflect the values of respect for oneself, respect for others, respect for authority, respect for property, and honesty and integrity.”)

6. **Ethics Presentation:** Each student will be assigned to an Ethics Presentation Team. Each Team will be responsible for a twenty (20) minute presentation to the class on the date reserved for these presentations under the Course Coverage section of the Syllabus. The assignment of Teams will be random. You will be notified of these assignments by the second class. The presentation should involve an ethical dilemma(s) confronting a business organization. Grading will be based on: (1) the quality of the in-depth class discussion led by the Team; (2) the *creativity used to portray the ethical dilemma(s); and (3) the one-page handout provided to the students at the conclusion of the presentation detailing the business strategy adopted to deal with the ethical dilemma(s) presented and to proactively prevent its reoccurrence. *Creativity includes the substance of the scenario presented as well as the format used to present it i.e. role playing, audio/visual aids, power point presentations, etc. Please see the professor for any technological aids needed for the presentation.
7. **Research Paper:** This paper should present a legal or ethical problem or issue and analyze how it impacts an industry or business. Approval of your topic is required. Additional information regarding the research paper is provided in the Supplemental Syllabus attached to this Syllabus.

8. **Course Coverage Materials:** These are materials which constitute the readings on which quizzes, journal reflections and class discussions are based. All materials are in the LE or BE texts or, in limited instances, posted on Blackboard. Cases in the LE text will be examined in class through oral presentations. All cases contained in course coverage materials should be prepared for in-class presentation and discussion. Please refer to Blackboard.xu.edu. for supplemental information to assist you in this course. Please notify me if you are not able to access Blackboard for this course.

### Timetable for the semester
(Subject to revision)

<table>
<thead>
<tr>
<th>Date</th>
<th>Assignment</th>
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<tbody>
<tr>
<td>8/21</td>
<td>Class 1</td>
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<tr>
<td>8/28</td>
<td>Class 2</td>
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<tr>
<td></td>
<td><strong>TOPIC:</strong> Law, Ethics, and Business</td>
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<tr>
<td></td>
<td>Quiz 1 on Course Coverage materials; Course Coverage: LE, pages 1-40; BE, Article 3.</td>
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<tr>
<td>9/4</td>
<td>Class 3</td>
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<td><strong>TOPIC:</strong> Corporate Governance and Sustainability</td>
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<td>Quiz 2 on Course Coverage materials; Course Coverage: LE, pages 202-237; BE, Article 39.</td>
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<td>9/11</td>
<td>Class 4</td>
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<td><strong>TOPIC:</strong> Risk and Responsibilities</td>
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<td>Quiz 3 on Course Coverage materials; Course Coverage: LE, pages 282-312; BE, Article 36.</td>
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<td>9/18</td>
<td>Class 5</td>
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<td><strong>TOPIC:</strong> Ownership, Creativity, and Innovation</td>
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<td>Quiz 4 on Course Coverage materials; Course Coverage: LE, pages 316-356. Article posted on Blackboard: <em>The Great Patent Battle.</em></td>
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<td>9/25</td>
<td>Class 6</td>
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<td><strong>TOPIC:</strong> Marketing and Misrepresentations</td>
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<td>Quiz 5 on Course Coverage materials; Course Coverage: LE, pages 242-277; BE, Article 27.</td>
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<tr>
<td>10/2</td>
<td>Class 7</td>
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<td><strong>TOPIC:</strong> Corporate Governance and Fraud</td>
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<td>Quiz 6 on Course Coverage materials; Course Coverage: Articles posted on Blackboard: <em>Bernard Madoff: An Overview; The Heir Who Won’t Be King.</em> In-class review and discussion of movie, <em>Enron: The Smartest Guys in the Room.</em></td>
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| 11/13 | 13     | Workers’ Rights as Human Rights             | Quiz 12 on Course Coverage materials; Course Coverage: LE, pages 166-197.  
Research Papers are due on 11/13; Paper copies to be turned in by 6 p.m. in the classroom. Electronic copies submitted into TURNITIN.COM by 6 p.m. on 11/13. |
| Note: |        | Ethics Presentation Preparation             |                                                                                         |
| 11/20 |        | Ethics Presentation Preparation             |                                                                                         |
| 11/27 | 14     | Creating an Ethical Culture in Business Organizations | Quiz 13 on Course Coverage materials; Course Coverage: BE, Articles 4, 5, 13, 42, 43 & 47; Article posted on Blackboard: *Why I am Leaving Goldman Sachs.* |
| 12/4  | 15     | Ethics Presentations                        |                                                                                         |
SUPPLEMENTAL SYLLABUS

I. The research paper should present a legal or ethical problem or issue and analyze how it impacts an industry or business. The paper should be 8 to 10 pages in length, typed and double-spaced, not including the bibliography. The bibliography should provide complete references to sources and should contain, at a minimum, five sources. Possible sources include: articles from news journals and newspapers, law cases, treatises, law reviews, books and interviews. Internet websites may constitute a source but a website’s value will be weighted according to the website’s objectivity and credibility. Wikipedia is not an acceptable source. The Course Coverage materials may be reviewed for background information but may not be used as a source for the research paper. Cases found in the Course Coverage materials may not be used or cited as a source.

II. The University Policies on academic integrity will be strictly enforced. Each paper must be submitted to TURNITIN.COM to verify that it represents the student’s work. The link for this is on Blackboard under the “Assignments” tab. Additional information will be provided in class regarding the mechanics of this. Please review the article on Plagiarism posted on Blackboard and consult the professor with any questions as to what constitutes Plagiarism.

III. A paper copy of a student’s research paper must be delivered to the classroom by 6 p.m. on Tuesday, November 13th. An electronic copy of the research paper must be submitted to TURNITIN.COM by 6:00 p.m. on November 13th. A paper is deemed “late” if handed in after these time periods and this date. A ten point deduction off the grade of the paper will be taken for each day a paper is “late”.

IV. Sample topics for the research paper are listed below. Please note that students may propose other topics not listed. All paper topics are subject to my approval. Citations in the research paper should follow the Harvard Blue Book Style Sheet format detailed below.

Sample Topics:

Litigation and Alternative Dispute Resolution
Class Action Litigation
Discovery Abuses
Litigation Reform
Alternative Dispute Resolution

Fraud
Punitive damages
Worker’s Compensation
Negligence
Negligent hiring
defamation
strict liability
joint and several liability
Market share theory
respondeat superior
products liability
defective design v. defectively produced
professional malpractice

Trade Secrets
Patent Law
Trademark Law
Copyright Law

liability based upon public policy- wrongful discharge
liability of corporate officers
conflicts of interest
business judgment rule
criminal liability of executives

The Sarbanes Oxley Act of 2002
White-collar crime
Securities regulation
The Securities Act of 1933
The Securities Exchange Act of 1934
Insider trading

Antitrust questions
Environmental laws
Products and Service Liability
professional malpractice
conflicts of interest
business judgment rule
criminal liability of executives

Sarbanes-Oxley
Section 404 – internal controls
White-collar crime
Whistleblowers
Ombudsmen
Codes of Ethics
Employee Privacy
Insider Trading
Federal Sentencing Guidelines

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
Civil Rights Act 1991 Amendments
glass ceilings
Family Leave Act
handicap discrimination - Americans with Disabilities Act
covenants not to compete
International Business Transactions
Export Controls
Foreign Corrupt Practices Act
NAFTA
General Agreement on Tariffs and Trades
Piracy and Counterfeit Goods

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.

14 Stricharchuk, supra note 12, 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 sentence which must end with a punctuation mark – usually a period