2012

BUAD 600-K13 Business Law and Ethics

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XAVIER UNIVERSITY
WILLIAMS COLLEGE OF BUSINESS

SYLLABUS FOR BUAD 600-K13: BUSINESS LAW AND ETHICS
MBA PROGRAM, SUMMER 2012 (7/11 – 9/12/12)
WEDNESDAYS: 5:30 – 9:15 P.M.

NORMA SKOOG, J.D., M.B.A.
E-mail: skoogn@xavier.edu
Telephone: 513 324 6511
Office Hours: By appointment

WILLIAMS COLLEGE OF BUSINESS MISSION STATEMENT:
“WE EDUCATE STUDENTS OF BUSINESS, ENABLING THEM TO IMPROVE ORGANIZATIONS AND SOCIETY, CONSISTENT WITH THE JESUIT TRADITION.”

COURSE MATERIALS:

TEXTS

ADDITIONAL MATERIALS
As assigned, including Blackboard postings.

I. PURPOSES AND OBJECTIVES OF THE COURSE:

- To develop a heightened awareness of the legal and ethical aspects of business
- To improve critical thinking skills
- To improve oral and written communication skills

II. COURSE DESCRIPTION:
The course is structured around an organization’s core values (e.g., leadership, integrity, corporate culture, privacy, honesty etc.). The course explores the relationship among business, law and ethics by discussing legal concepts (e.g., insider trading, affirmative action, products liability, etc.), and analyzing their ethical implications.

The class format will include lecture, case analysis, discussion and student team projects. Classroom discussion will focus on the issues, conclusions and reasoning of the texts, judicial decisions and other material. We will use the Socratic Method, as well as group discussions, to promote understanding of the covered material.

Students will research and write a paper exploring an approved business, legal and/or ethics topic of their choice. Teams will develop and present hypothetical ethical dilemmas. There will also be quizzes given at the beginning of the classes listed on the syllabus, or as otherwise announced.
III. COURSE GUIDELINES

1. ATTENDANCE. Attendance is essential. Excused absences are permitted for legitimate work, health, or family reasons. An excused absence requires the student to have informed me in advance of the class that the student will not attend. Please contact me through e-mail at skoogn@xavier.edu, or by telephone at 513 324 6511, at the earliest possible time to explain the reason that you are unable to attend an upcoming class.

A student missing class with an unexcused absence may lose up to one (1) point from the final grade for every hour missed because of an unexcused absence. The student risks receiving a lower or failing grade depending upon the number of unexcused absences, regardless of the student's class participation, paper or quiz average.

2. CLASS PREPARATION. Student should be prepared to discuss all assigned readings and cases in class. The best learning occurs through preparing the material before class and actively engaging in discussion during class.

3. STUDENTS MUST SUBMIT ONLY THEIR OWN WORK PRODUCT. All quizzes are my property. Any student who shares a quiz question or answer with another student in or outside of the classroom or carries a quiz out of the classroom will be considered to be cheating.

Cheating or plagiarizing on a quiz, the paper, or team project will receive the severest sanction. Cheating includes taking or using stolen information or providing a paper for another student to use.

Please pay particular attention to footnoting the appropriate authorities in your paper. You must use quotations for direct quotes, and footnote direct quotes as well as indirect quotes and ideas borrowed from other sources. Failure to do this will be considered plagiarism. Papers must be submitted to turnitin.com, the anti-plagiarism website.

IV. GRADING:


2. GRADE WEIGHTS:

<table>
<thead>
<tr>
<th>Component</th>
<th>Weight</th>
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<tbody>
<tr>
<td>Class Participation</td>
<td>25%</td>
</tr>
<tr>
<td>Quizzes</td>
<td>30%</td>
</tr>
<tr>
<td>Research Paper</td>
<td>30%</td>
</tr>
<tr>
<td>Team Ethics Presentation</td>
<td>15%</td>
</tr>
<tr>
<td></td>
<td>100%</td>
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</table>

3. CLASS PARTICIPATION (25% OF GRADE): Participation, including attendance, is an important component of the class and the final grade. Each student has perspective, insight and experience that add value to the class. Students are graded on the quality, not the quantity, of their contributions. Students can accomplish this by volunteering in class, briefing cases, actively participating in group discussions, being prepared, contributing pertinent current events and participating in Blackboard discussion boards and reflective blogs. (Please note that a reflection is not a recap. A reflection is a thoughtful private journal entry dealing with what the material made you think about.) Absences, missing parts of class, disruptive behavior, or not being prepared will reduce this component of your grade.

Students who only attend class, have minimal in-class participation, few entries on Discussion Board, few reflective blog postings and do not brief a case (or do so poorly) will receive a low participation grade.
Examples of two different students:

Student 1 actively participated in every class session, including current events, had excellent discussion board and reflective blog postings and did an excellent job on one or two case briefs. This student will receive a high participation grade.

Student 2 attended every class session, but rarely participated either in class or on Discussion Board or the reflective blog. This student either did not brief a case or did so poorly. This student will receive a very low participation grade.

4. **QUIZZES (30% OF GRADE):** Quizzes are conducted at the start of designated classes. There is no final examination. Questions will come from the assigned readings, handouts, class discussions and other material covered in class. Each quiz will cover the assigned readings and handouts for that class and the last class assignments, presentations and discussions. Recognizing travel and other demands on students, the lowest quiz score will be dropped in calculating the quiz grade; this is in lieu of any “makeup” quiz. Any student missing a quiz will receive a zero (0) grade on that quiz.

5. **RESEARCH PAPER (30% OF GRADE):** Each student should select and research in depth one specific topic of interest, develop a thesis or specific perspective, and present it in a research paper. The paper should examine a narrow legal and/or ethical business issue and examine the issue’s impact on a business-related matter. The paper may advocate a viewpoint if the opposing view is addressed as well.

While the student is expected to cite the ideas coming from these research sources 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, thirty percent (30%) of the paper may include the direct words, or very similar words with minor changes, from the research sources, when properly cited. While no more than approximately 30% of the words of the paper should come from outside sources, probably almost 100% of the thoughts would come from the outside sources.

Papers are graded on the following:

- **Research and Sources Used (35%).** This is a graduate legal research paper, not an essay or opinion piece. Students should use and reference at least six (6) outside sources. At least three (3) of the sources must be cases or law review or law journal articles. Be sure to cite the underlying publication, and not only the search vehicle.

  While cases or articles included in the course texts and class discussion may be the springboard for discussion, the student should not rely on the texts or class materials nor count them toward the minimum number of authorities. Grades are reduced for such things as heavy reliance on a single source as well as borrowing concepts without proper citation.

- **Writing, Discussion and Originality (35%).** Quality of writing, sophistication and depth of discussion and analysis of materials used as well as the originality of the work and the reasoning of the student will be considered. Logic and balance of discussion will also be factors. The paper should reflect your original work, including your thoughts and analysis. Up to approximately 30% of the paper may be material directly quoted or paraphrased from other sources.

  Any words of another author must be quoted as well as cited. Failure to cite and quote directly borrowed material and failure to cite indirectly borrowed material is plagiarism and will result in sanctions.

- **Format and Citation (30%).** The paper must be at least five (5) but not more than seven (7) pages, excluding footnotes or endnotes, using 12 point type. It must be stapled, have a title page containing the student’s name and class, date, and topic. It must have numbered pages and be double spaced, except for longer quotes which should be indented and single spaced. Grammar and spelling will also be considered.
The paper must have either footnotes or endnotes. An “Authorities Used” or “References” page is insufficient.

Students must footnote all facts which are not common knowledge and cite any authorities, articles, etc. on which they rely. While students can use newspapers to support facts, they should not use them for any other authority unless the article is an editorial or analytical piece.

Cite sources according to The Blue Book: A Uniform System of Citation. Examples of proper citation are included in the attached Paper Style Requirements. Any citations to an Internet source must include the exact address, as well as the credentials of the source cited. Except for cases, it is insufficient to cite any authority without explaining or identifying the author. Do not use the same authority repeatedly, e.g., more than three footnotes in a row. The paper must reflect the student’s original work. If a student fails to cite properly material used in the paper, directly or indirectly, the student may fail the class.

**August 22, 2012** is the deadline that the papers are due in my possession in both a hard copy and an emailed Word (not PDF) format. **There is a grace period without penalty until class begins on Wednesday, August 29, 2012.**

The paper must also be submitted to Turnitin.com. It is accessed under the Turn It In tab on Blackboard. Print and retain a copy of the receipt generated when you successfully submit your paper to show that you timely satisfied this requirement.

Grades for late papers will decrease 5 points per day after the deadline of August 29, 2012, up to a maximum fifty (50) percent penalty. After this point, the student can negotiate an acceptable due date. Students should plan to deliver the paper on the original due date.

After August 29, 2012 there will be no exceptions from the late penalties due to business, computer, family or other demands. Students should begin working on the paper immediately, and deliver the paper early if he or she believes there will be any problem in meeting the deadline.

**Sample Areas from Which to Select More Specific Topics:**

Specific topic examples include:
“Marketing Tobacco to Teenagers: Is it Really Good for Business?”
“Will the Sarbanes-Oxley Act of 2002 Have a Real Impact on Business Ethics?”
“The Ideal Post-Enron Corporation”
“When Should Businesses Set Diversity Quotas?”
“Outsourcing: What’s Good for Business May Reflect Poor Ethical Decisions”
6. **TEAM ETHICS PRESENTATION (15% OF GRADE):** In approximately 25 minutes, each team will present a course related ETHICAL BUSINESS DILEMMA, and lead a class discussion exploring the ethical issue(s) involved.

At least 15 minutes must involve the class in discussion or other activity. Each team member should fully participate in each aspect of preparing, presenting, and leading the discussion. In addition, each student is expected to participate fully during other teams’ presentations.

The Team Ethics Presentations are in lieu of a final exam. Team members and class participants should focus on identifying ethical issues, stakeholders, alternatives, and creative approaches, using skills and analyses developed during the course.

**Team Responsibilities:**
- Post the Team Ethics Proposal to the Ethics Presentation Discussion Board Forum on Blackboard on or before **Wednesday, September 5, 2012.** Information to be included in the proposal is included in Ethics Presentation Discussion Board forum on Blackboard.
- Research (as needed), prepare and present topic
- Provide me with copies of any materials used

**Presentations grades are based on:**
- 33-1/3% Substance, depth, quality and originality of exploration of an issue
- 33-1/3% Use of effective and original teaching, discussion or audio-visual techniques. (Use of audio/visual devices, including an original video presentation, role play, quizzes, etc., is encouraged. Please advise me at class one week before your presentation of any equipment you will need for your presentation.)
- 33-1/3% Effective facilitation of class discussion by causing students to analyze and apply materials and issues
# Tentative Schedule

Always go to the Blackboard course and open the document folder for that week’s material. There will probably be websites and .PDF articles to accompany that week’s reading. All this material, including the web readings and .PDF articles, are ‘fair game’ for quiz questions and class discussion.

<table>
<thead>
<tr>
<th>Date</th>
<th>Title</th>
<th>Pages</th>
<th>Cases</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class 1</td>
<td>Introduction to Ethics</td>
<td>BE articles 1, 2, 33</td>
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<tr>
<td>7/11/12</td>
<td></td>
<td>LE pp. 14-24; 361-70</td>
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<tr>
<td>Class 2</td>
<td>Introduction to the Legal System</td>
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<tr>
<td>7/18/12</td>
<td>Lexis Training</td>
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<tr>
<td>Quiz #1</td>
<td></td>
<td>See Blackboard</td>
<td></td>
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<tr>
<td>Class 3</td>
<td>Sustainability and Corporate Governance</td>
<td>BE article 27</td>
<td>Citizens United</td>
</tr>
<tr>
<td>7/25/12</td>
<td>Fiduciary duties, corporate citizenship,</td>
<td>LE pp. 29-40, 43 (#8), 222-28,</td>
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<tr>
<td>Quiz #2</td>
<td>Corporate Social Responsibility, Sarbanes-Oxley, Business Judgment Rule; executive compensation</td>
<td>236-40</td>
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<tr>
<td>Class 4</td>
<td>Culture and Compliance</td>
<td>BE articles 4, 6, 14, 32</td>
<td></td>
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<tr>
<td>8/1/12</td>
<td>Developing an ethical culture, White Collar Crime, Federal Sentencing Guidelines, Compliance/Ethics programs</td>
<td>LE pp. 183-84 (Corporate Criminal Liability)</td>
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<td>Quiz #3</td>
<td>Privacy</td>
<td>BE articles 9, 25, 26</td>
<td></td>
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<td>Employment, international aspects, drug testing</td>
<td>LE pp. 84-92, 96-113, 338-41</td>
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<td>Class 5</td>
<td>Loyalty</td>
<td>BE articles 17, 18, 23</td>
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<td>Quiz #4</td>
<td>Whistle blowing</td>
<td>BE articles 19, 20</td>
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<tr>
<td>Class 6</td>
<td>Regulatory Environment</td>
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<tr>
<td>8/15/12</td>
<td>Antitrust, Securities Regulation, Global Market Ethics, Foreign Corrupt Practices Act</td>
<td>LE pp. 253-70</td>
<td>Silueta Pharmacia</td>
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<td>Quiz #5</td>
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<tr>
<td>Class 7</td>
<td>Integrity of the Market</td>
<td>BE article 30</td>
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<tr>
<td>Quiz #6</td>
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<tr>
<td>Class 8</td>
<td>Special Topic</td>
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<tr>
<td>8/29/12</td>
<td>– Intellectual Property</td>
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<tr>
<td>Class</td>
<td>Date</td>
<td>Quiz #</td>
<td>Unit</td>
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<td>Class 9</td>
<td>9/5/12</td>
<td>Quiz #7</td>
<td>Diversity. Gender issues, sex discrimination, sexual harassment, Family Medical Leave</td>
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Team Ethics Proposal to be posted to the Ethics Presentation Discussion Board Forum on Blackboard on or before **Wednesday, September 5, 2012**

| Class 10 | 9/12/12 | Quiz #8 | Diversity. Age Discrimination in Employment, Americans with Disabilities Act, Genetic Information Nondiscrimination Act | BE articles 16, 37 LE pp. 116-20, 156-61 |
| Team Ethics Presentations | All groups will present today |
PAPER STYLE REQUIREMENTS

Citations reflect the sources for facts and statements in the research paper. Various style requirements for citations are included here. Tip: The fastest, easiest and most accurate way to cite an article, case, statute, etc. correctly is to copy it from a law journal article that is citing it.

I. LEGAL SOURCES
   A. LEGAL PERIODICALS (LAW REVIEWS/LAW JOURNALS):

      1. Author’s first and last name, Title of the article (underlined if you cannot 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). NOTE: For the most part these are affiliated with a university or law school, or a professional organization. The Wall Street Journal is not a law journal for purposes here. For example:


      2. A “Comment” or “Note” is a student article. (Hint: you will know that it is a student article if it is signed at the end of the article and no author is listed at the beginning.) Substitute the words “Note” or “Comment” for the author’s name, then follow the rules for periodicals.

   B. 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 (district court or circuit number [if a federal case] year). Examples:


      Bush v. Harvey Transfer Co., 146 Ohio St. 657 (1946).

      LEXIS CITES: When using a case or law review from Lexis, note the fact that you are citing from Lexis parenthetically. For example:


   C. STATUTES/LAWS:

      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). For example:

      Tax Reform Act of 1986, Public L. No. 94-455, Section 601(a), (codified as 26 U.S.C. Section 280A) (1986); or

II OTHER SOURCES

A. NEWSPAPERS:

Author’s full name (if the article is signed, no name if unsigned), title of the article (underlined if you cannot italicize), title of the newspaper, date of the newspaper, at page number, column number. For example:

Tom Getschow, Overdriven Execs, Some Middle Managers Cut Corners to Achieve High Corporate Goals, Wall St. J., Nov. 8, 1979, at 34, col. 4.

B. MAGAZINES:

Author’s full name, Title of the article (underlined if you cannot italicize), name of the magazine, cover date of the issue, at first page of the article, page number of the cite. For example:


C. BOOKS:

Author’s first and last name, title of the book, page number (year of publication). For example:

Marvin Clinard & Peter Yeager, Corporate Crime 66 (1980).

D. INTERNET CITATIONS:

When citing any piece from the Internet, please provide the same information as indicated above, the URL, the most recent modification date or the date you visited the cite. For example:


III. MISCELLANEOUS STYLE RULES

A. FOOTNOTES AND ENDNOTES

The paper must have either footnotes or endnotes. An “Authorities Used” or “References” page is insufficient. A footnote or endnote should accompany each legal or factual reference. It should reflect the entire citation, as indicated above, together with any specific page reference. All cites are treated as sentences that must end with a punctuation mark (usually a period). Subsequent references to the same source are done simply by using “Id.” and “supra.”

Id. is used when the next cite is from the same source (except there may be a different page number of the new cite). [Please note both id. and supra are italicized (or underlined).] Example:


16 Id. at 106.

Supra is used when referring to a previous cite with at least one intervening cite. You simply state “Supra note ---- at p--.” Example:


B. **QUOTES**
It is essential that you indicate from what source a statement is derived, by using a footnote or an endnote. You must note the specific pages on which the quote occurs. If you are quoting exactly, the statement must be placed in quotation marks. Intentional failure to cite another author’s ideas or words is plagiarism.

**When quoting more that 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) (Quotes within quotes have ““.) Example:

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.¹

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 the footnote above, when the 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. However, your paper may be more substantial if you use original sources, such as cases.

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 and/or the New York Times Manual of Style and Usage.