

**Syllabus**  
**BA 5900**  
**Section G-0 2**  
**Law, Ethics and Business**  
**Spring, 2015**

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**Office Hours:** By appointment

**Class Time:** 6:00 – 8:40pm on Tuesdays  
**Dates:** January 19, 2016 to May 10, 2016  
**Location:** UMSL Computer Education & Training Center  
12837 Flushing Meadows Dr.  
St. Louis, MO 63131-1824  
**Classroom:** TBA

**1. TEXTBOOK AND SUPPLEMENTAL TEXT:**

The textbook is: Managers & The Legal Environment, by Bagley-Savage published by Thomson/West/Cengage, 8<sup>th</sup> Edition. There is no issue with 6<sup>th</sup> or 7<sup>th</sup> Editions which you can use on several websites. There are 22 quizzes corresponding to the 22 chapters which I will provide in advance of the classes.

**2. OBJECTIVES:**

Students will be able to identify and utilize in a business context:

- A. Legal issues, ethics and principles relevant to business;
- B. Introduction to civil, common, commercial and administrative courts;
- C. Key concepts in specific areas of business formation, contract development and implementation, commercial litigation, commercial law, corporate governance, intellectual property, real estate, antitrust, bankruptcy, and securities;
- D. Identify ethically based decisions and evaluating risks; and
- E. Trends influencing the law including government regulation, globalization, environmental regulation, urbanization, domestic energy production, increased taxation and technology.
- F. Business and legal writing skills and presentations

### 3. GRADES:

Equal weight to the following six categories will determine your grade. (Note: just under 17%)

- 1) Attendance & Quizzes (17%)
- 2) Case Analysis Paper (17%)
- 3) Mid-Term Exam (17%)
- 4) Mock Mediation Exercise (17%)
- 5) Case Analysis Powerpoint Presentation (17%)
- 6) Final exam (17%)

#### A. STUDENT ATTENDANCE, PARTICIPATION

**Attendance and Participation** the assigned chapters of the text are to be read prior to the class covering the topic to facilitate a meaningful discussion. The instructor may post additional course materials to be read prior to class. Professor will e-mail the students if there are additional materials posted. Students are encouraged to read and comment on the postings of their classmates to the various course discussion boards on the Course Website.

Students will be e-mailed the Chapter **Quizzes** in advance and we will cover those quizzes in class. You will be expected to have answer the ten questions in the quizzes prior to class and be prepared to discuss during class. There are 22 quizzes corresponding to the 22 chapters. These quizzes will comprise the mid-term and final exams.

#### C. CASE ANALYSIS PAPER

**Case Analysis Paper.** Students will prepare a one page paper, double spaced on 8 ½ by 11 paper, typed in Microsoft Word (or similar software) in Times New Roman 12 font, and saved in pdf (or similar software) and e-mailed to professor with the following format:

**Law, Ethics and Business**  
**Spring 2015, UMSL BA 5900**  
**Case Analysis**  
**Your full name (Last, First)**  
**Case style “Business v. Business”**

Utilize the following law school writing format: IRAC

Paragraph one – identify the legal ISSUE  
Paragraph two – what is the RULE or REGULATION  
Paragraph three – identify or comment on the ANALYSIS of the court  
Paragraph four – what was the CONCLUSION of the court and your opinion as to whether the court “got it right”

Write a one page paper on one of the following cases by answering the Critical Thinking Questions at the end of the case.

- 1) Wal-Mart Stores, Inc. v. Dukes (page 56)
- 2) American Express Co. v. Italian Colors Restaurant (page 68)
- 3) National Federation of Independent Business v. Sebelius (page 90)
- 4) Brown v. Entertainment Merchants Association (page 97)
- 5) United States v. Windsor (page 111)
- 6) O’Shea v. Welch (page 129)
- 7) Free Enterprise Fund v. Public Company Accounting Oversight Board (page 141)
- 8) City of Arlington v. Federal Communication Commission (page 143)
- 9) SIGA Technologies, Inc. PharmAthene, Inc. (page 166)
- 10) Kurashige v. Indian Dunes, Inc. (page 170)

#### **D. MIDTERM EXAM:**

The **Midterm Exam** will cover Chapters 1-10, five questions per chapter for a total of 50 questions. Students will have one hour to take the multiple choice test.

#### **E. MOCK MEDIATION EXERCISE:**

**Mediation** teams will be established and provided an issue and position to defend. The mediation issues will be provided in advance and teams will be chosen by the professor. The mediation will be held in the conference rooms at Cortex in the City of St. Louis. Directions will be provided. It’s a fun place and perfect for this exercise.

#### **F. POWERPOINT PRESENTATION**

**Powerpoint Class Presentation** of your Case Analysis Paper (Section “C” above) will be delivered to the class. The presentation should not be more than six (6) slides. Use one page case analysis as outline of your slide presentation and should instruct the class in the significance of the case and its relevance to the materials discussed in the chapter of the text from which the case is drawn.

Note: A hardcopy copy of the PowerPoint presentation is to be submitted to the Instructor at the beginning of the class session in which the presentation is being given. This is an opportunity to practice your presentation skills as well as demonstrate your knowledge of the case and the relevant chapter material. You are the expert on this case. You will be expected to respond to all student queries and comments about the case, including those previously posted on the discussion board.

#### **G. FINAL EXAM:**

The **Final Exam** will cover Chapters 11-22 and constitute 50 questions (4-5 questions chosen from each chapter). Students will have one and half hours to take the multiple choice test.

#### **4. CLASS SCHEDULE**

January 19<sup>th</sup> – Chapters 1-2 INTRODUCTION OF CLASSMATES and PROFESSOR

Please be prepared to introduce yourself and tell us about your professional career.

Chapter 1 Law, Value Creation, and Risk Management

Chapter 2 Ethics and the Law

January 26<sup>th</sup> – Chapters 3-4

Chapter 3 Courts, Sources of Law, and Dispute Resolution

Chapter 4 Constitutional Bases for Business Regulation

February 2<sup>nd</sup> – Chapters 5-6

Chapter 5 Agency 157

Chapter 6 Administrative Law 183

February 9<sup>th</sup> – Chapters 7-8

Chapter 7 Contracts

Chapter 8 Sales, Licensing, and E-Commerce

February 16<sup>th</sup> – Chapters 9-10

Chapter 9 Torts and Privacy Protection

Chapter 10 Product Liability

February 23<sup>rd</sup> – **MID TERM EXAM** over Chapters 1-10

**CASE ANALYSIS PAPER** assigned and discussed

March 1<sup>st</sup> – Chapters 11-12

Chapter 11 Intellectual Property

Chapter 12 The Employment Agreement

March 8<sup>th</sup> – Chapters 13-14

Chapter 13 Civil Rights and Employment Discrimination

Chapter 14 Executive Compensation and Employee Benefits

March 15<sup>th</sup> – Chapters 15-16

Chapter 15 Criminal Law

Chapter 16 Environmental Law

March 22<sup>nd</sup> – Chapters 17-18

Chapter 17 Antitrust

Chapter 18 Consumer Protection

March 29<sup>th</sup> – Spring Break NO CLASS

April 4<sup>th</sup> – Chapters 19-20

**CASE ANALYSIS PAPER** due

**MOCK MEDIATION TEAMS AND TOPIC ASSIGNED**

Chapter 19 Real Property and Land Use

Chapter 20 Forms of Business Organizations

April 12<sup>th</sup> – Chapters 21-22

Chapter 21 Directors, Officers, and Controlling Shareholders

Chapter 22 Public and Private Offerings of Securities

April 19<sup>th</sup> – **MOCK MEDIATION** at Cortex

April 26<sup>th</sup> – **CASE ANALYSIS POWERPOINT PRESENTATIONS**

May 3<sup>rd</sup> – **CASE ANALYSIS POWERPOINT PRESENTATIONS**

May 10<sup>th</sup> – **FINAL EXAM** over Chapters 11-22

## 5. CLASS ATTENDANCE and RECHEDULING

**Class attendance** is mandatory and is ten percent of your grade. If you are required to be absent from a class you needn't inform the professor unless it is on a day that there is a Midterm, Final, Mediation or Presentation. If you have a scheduling issues which requires you to be tardy or leave early please e-mail with the professor so it can be discussed. We are all professional and your time will be valued and respected.

**Rescheduling** of the classes is a possibility due to the professional or military schedule of the professor. In the event that the professor is required to reschedule a class then attendance won't be counted against the student if they are unable to attend.

## 6. LEGAL ADVICE.

Any informal questions before, during or after class does not constitute an attorney-client relationship. While I don't intend to disclose any personal conversation these conversations are not confidential. I absolutely cannot give legal advice or provide legal services to any of you. State Bar of Missouri ethics rules, malpractice insurance concerns, university policy, and other reasons prohibit me from being your instructor and your attorney at the same time. If you have a legal issues that is best addressed by a licensed attorney I will be happy to refer a competent attorney.

## 9. NON-ATTRIBUTION

In order to foster an environment of open discussion the class will follow a **Non-Attribution Policy** in which those topics and discussion conducted in class will not be broadcast, recorded or made available to those outside the class. Professors, students and speakers will conduct themselves in a professional and adult manner in class and with their speech, however lively debate is encouraged. All viewpoints are welcomed and the experiences of classmates is a vital part of the learning experience. Intellectual property, trade secrets, attorney-client privilege should be respected when discussing business or legal matters or issues. Business, law and ethics is often a reflection of the public view and mores. Your opinion matters and is welcome in this class, so feel free to speak your mind, however respecting the sensibilities and feelings of others.

### CODE OF CONDUCT ACADEMIC HONESTY

Be careful to cite the ideas and words of others. I take the matters of academic integrity seriously and expect that you do, too. I encourage you to ask me if you have any questions about academic integrity in this course.

The UMSL Business School is a community of individuals with diverse backgrounds and interests who share certain fundamental goals. Primary among these goals is the creation and maintenance of an atmosphere conducive to learning and personal growth for everyone in the community. Becoming a member of the UMSL community is a privilege that brings certain responsibilities

and expectations. The success of UMSL in attaining its goals and in maintaining its reputation of academic excellence depends on the willingness of its members, both collectively and individually, to meet their responsibilities. All individuals associated with UMSL should conduct themselves with the utmost integrity in all aspects of their life, both on and off campus.

Please refer to The UMSL Honor Code for specific responsibilities, guidelines and procedures regarding academic integrity. You may also consult with MBA Program Dean if you have questions or concerns.

## **DISABILITIES**

Reasonable accommodations will be made for students with disabilities. Please advise your professor or the university with any concerns or accommodations.

## **MBA POLICY ON MISSING CLASSES AND EXAMS FOR INTERVIEWS**

We strongly advise that MBA students schedule job and internship interviews around their class times and exam schedules. Employers understand that academics are your top priority. For off-campus interviews at the employer's site, most will accommodate a student who needs to schedule an interview around a class or exam. For on-campus interviews, you should sign up quickly- as soon as possible- since these timeslots are fixed and are available on a first-come first-served basis only. In the event that an interview conflicts with a scheduled class, you must notify the professor in advance; the sooner you do that you demonstrate professional courtesy and a sense of commitment to the professor. How the professor treats the absence is at the professor's discretion in accordance with the course syllabus or other means of communication. An interview conflict is not a valid reason for missing an exam. If you experience or anticipate problems, you should seek advice from Career Center.

## **UMSL POLICY ON PROFESSIONAL CONDUCT IN THE CLASSROOM**

- **Punctuality:** Students are expected to arrive and be seated prior to the start of each class session. They should display their name cards in all classes at all times.
- **Behavior:** Classroom interaction will be conducted in a spirited manner but always while displaying professional courtesy and personal respect.
- **Preparation:** Students are expected to complete the readings, case preparations and other assignments prior to each class session and be prepared to actively participate in class discussion.
- **Distractions: *Exiting and Entering:*** Students are expected to remain in the classroom for the duration of the class session unless an urgent need arises or prior arrangements have been made with the professor.

*Cellular Phone and Pager Usage:* Students are expected to keep their mobile phones and pagers turned off or have them set on silent/vibrate during class. Answering phones or pagers while class is in session is not permitted.

*Other distractions:* In this class eating and drinking are permitted in classroom.