

**BUSINESS LAW II (BLAW 308 – 3 units) Revised 5/21/17**  
**Professor Carr**  
**Summer 2017 – Session 2**

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Text: BUSINESS LAW: THE ETHICAL, GLOBAL AND E-COMMERCE ENVIRONMENT, 16<sup>th</sup> ed., Mallor *et al.*, (2013). (Yes, you must have the 16<sup>th</sup> edition.) The textbook is available hardcopy at the campus bookstore and elsewhere. A custom electronic version, with just the chapters that we will use in class, is available at a significant discount online at:  
[www.mcgrawhillcreate.com/shop](http://www.mcgrawhillcreate.com/shop)  
Enter ISBN 9781308556376  
The price is \$33.87.

Canvas: **We will use Canvas for this course. You must be comfortable accessing and using Canvas prior to the first day of class. If you are not, please contact the IT Help Center (818/677-1400) or get in-person support in the Oviatt Library, First Floor, Learning Commons prior to the first in-class meeting.**

**Mission, Learning Goals and Objectives:**

The mission of the Department of Business Law is to enable students, through excellence in teaching, to recognize and analyze legal issues arising in the business environment.

Classes are taught using the Socratic method, with its goal of participatory learning and the development of reasoning skills. This active learning process requires students to articulate, develop and defend positions, to think critically and to engage in problem-solving. Students learn to formulate an effective legal analysis by synthesizing information, identifying legal issues, distinguishing relevant from irrelevant facts, using facts and law to support argument, reasoning by analogy and reaching conclusions based on analysis. In addition, students in all courses study ethical issues in a business context, with actual topics depending on course content.

**LIFE LONG LEARNING OVERALL GOAL:** Students will develop cognitive, physical and affective skills which will allow them to become more integrated and well-rounded individuals within various physical, social, cultural, and technological environments and communities.

Life Long Learning GE SLO #1: Students will identify and actively engage in behaviors conducive to individual health, well-being, or development, and understand the value of maintaining these behaviors throughout their lifespan.

BLAW 308 helps students learn the law relevant to engaging in business. This includes laws that help their own progress in life as well as those that help maintain a healthy and well-functioning society. In addition, students learn the process of legal analysis, so that they can develop their skills of critical thinking and problem solving. This is helpful to students to become fully developed students and adults.

Life Long Learning GE SLO #2: Students will identify and apply strategies leading to health, well-being, or development for community members of diverse populations.

BLAW 308 teaches students to learn how to identify issues and apply law to situations. Doing this, students learn skills of issue identification and analysis, furthering the development of legal rights and duties in our diverse society.

Business Law II (BLAW 308) focuses on the study of the role of law in business including the study of legal institutions and their role in facilitating and regulating business. Included are agency and employment law, the various forms of business organizations, and securities law.

You will analyze how law applies to factual settings. You will read court decisions, prepare written briefs of the decisions, orally defend your interpretations of the cases and answer hypothetical questions in open class discussion. You will learn to distinguish the application of rules depending on changing circumstances in various cases and hypotheticals. You will learn to argue alternate sides of a dispute regardless of personal belief. You will learn to identify the functions, policies, and trends in the law, and to consider social, economic and ethical influences on the law.

Exams are composed of one or more essay questions which require you to analyze factual situations, identify legal issues and apply the law in determining the outcome of hypothetical cases. Exams will include multiple-choice questions.

## **Class Preparation**

The assignments are listed below. Normally we complete one assignment each class, however, always be one full assignment ahead. If we begin but do not finish an assignment, prepare the next full assignment for the next class. Assignments include reading from the text and written preparation. You must write all briefs for all classes and they will be randomly checked from time to time. When asked, you must either be able to show your briefs, whether in a notebook or on your laptop or tablet. If you have questions about the assigned material, please ask. You may not tape record the class.

It is your responsibility to be prepared for every class. If you are absent, it is still your responsibility to be prepared for class. Exchange contact information with another student in the class to find out any missed information from an absence. You should contact that fellow student, rather than the professor, unless you have a particular question or problem. Once during the term, you may give me a note at the start of class stating that you are unprepared for class discussion and no negative mark will be made. You must be present in class to give such a note. It is not available as an excuse for an absence or a brief that is to be turned in through Canvas.

You are expected to show respect for your classmates, your professor, and the university, and not to engage in disruptive behavior. If you walk in late, please do so quietly and take a seat in the back of the room. Food is not permitted in the classroom, nor is sleeping during class or raising your voice to fellow students or the professor. You may be asked to leave class for disruptive behavior and you may be required to speak with the Student Conduct Coordinator before returning to class.

Briefs: In addition to reading the text, it is strongly recommended that you outline the chapter or take notes as you go. In addition, there are cases and problem cases which must be briefed in writing. A "case" is a court case which is contained in the text. A "problem case" ("PC") is an end-of-chapter case, which, again, must be briefed. These PCs are also actual court cases, but do not include the court's decisions - that will be your job to analyze. **When a PC contains questions, simply ignore them, and instead brief it as a case.** All cases and PCs listed on the syllabus must be briefed and brought to class.

You will be called on at random throughout the semester to read your briefs in class. You will not be graded on the briefs because these are learning tools, not finished product. However, if you are unprepared or absent, this will affect your grade.

Some of these briefs, as noted on the assignment list, must be turned in, using [turnitin.com](https://www.turnitin.com), through Canvas, prior to the beginning of class. **Hard copies and emails of the briefs will not be accepted for any reason**, so don't wait until the last minute to turn in an assignment only to be frustrated by a technical difficulty. These turned-in briefs are treated as credit/no credit, but please be aware that simply turning in something is not sufficient to receive full credit. You must have made a good faith effort to complete all elements of the assignment. **You may not copy from any source, including the textbook.** Your work must be your own, and turnitin will report the amount of your brief that is copied. Failure to adequately complete the assignment will affect your grade as discussed below under "Exams and Grading."

## **Briefing Cases**

To brief cases and PCs, use the "IRAC" format which is explained on Canvas.

Most briefs that you prepare for class will be about one typed page. If you choose to handwrite them, they will be longer. The briefs may be handwritten if they are not scheduled to be turned in. Each brief must be brought to class on the day it is scheduled to be discussed, and thereafter in the event that we are behind, and you should take notes on them as we discuss them. Once a case has been discussed in class, you no longer need to bring it to class, but you should keep it to study for the exam.

Please note that on Canvas, Course Summary contains only those assignments that need to be submitted. There are additional reading and briefing assignments that are on the syllabus. Please be sure to follow the syllabus.

## **Exams and Grading**

Your grade will be based upon participation, online assignments and quizzes, and two exams. Plus/minus grading may be used. There are 200 points available in the semester, allocated as follows:

Attendance and completion of online assignments and quizzes: 100 points

In-class first exam: 45 points

In-class second exam: 55 points

**Please note: The in-class exams will be typed in the computer lab.**

Attendance is mandatory and will be taken at every class meeting. Tardiness is disruptive to the entire class and will negatively impact your grade. Your grade is affected by whether you have been late, left class early, are prepared when called on, and whether you have completed online assignments. If you are late, absent, or unprepared when called on, that will be noted, and will have a negative impact when calculating your final grade.

The grade reached after calculating the participation, midterm, and final exam will be the minimum grade you can receive in the course. At the professor's sole discretion, your course grade may be raised based on classroom participation and/or improvement.

## **General Instructions on Taking Exams**

Answer each question fully, clearly, and in the order given. Mere conclusions receive no credit. You should:

- Discuss the issue.
- Define and discuss any principles of law, legal theories, etc., relevant to the question.
- Fully apply the given facts to the legal principles on which you rely. Do not ignore any facts, even if they do not support your conclusions. Do not assume that the reader knows what you're talking about. Define every legal term used.

- You must base your conclusions on complete and intelligent applications of the facts to the legal principles involved. Thoughtful arguments and detailed analysis are more important than the conclusion that you reach.
- Use the IRAC format, just as we do in class.
- If you need scratch paper to make notes, use your exam itself. Although you must turn in the exam, your notes will not be graded.

**Be sure to:**

- Write your name on the typed exam that I give to you. **Failure to return the exam itself will result in a grade of "F" for the exam and may be referred to the Dean's office for further proceedings.** So, in order to give you credit for turning it in, it must have your name on it.
- Type your response to the exam question using Arial 12pt font and single-spacing. Print double-sided.
- A minimum of one point will be deducted from your exam grade for each instruction you fail to follow.

All exams are closed book. Make sure that all study materials are completely out of sight. Make sure that all books, notes, bookbags, and purses are placed in front of the class at the start of the exam. **Cell phones must be turned off and stowed away.** You may not wear hats or hoods during the exam. There is a presumption of cheating if any study materials are within view during exams. There are no restroom breaks during exams as they, too, carry a presumption of cheating. Note: all cases of cheating result in a grade of "F" for the course and are referred to the Dean's office for further action.

**Academic Dishonesty**

Please review the CSUN Academic Dishonesty policies located at <http://www.csun.edu/catalog/policies/academic-dishonesty/>. Any student caught cheating on an exam will automatically fail the course.

**Legal Advice**

**Faculty members may not provide legal advice or legal services to students.** If you need legal advice or information regarding the law, resources can be found on the Department of Business Law web page at <http://www.csun.edu/blaw/student-resources>.

**If you have any questions about the material contained in this syllabus, please contact the professor. Your continued enrollment in the course signifies your agreement to the terms of this syllabus.**

### Course Topics and Assignments - **Tentative**

Week	Date	Class topics	Work due
One	5/31	Intro; Review IRAC and civil procedure; begin Agency	Review Ch. 2 (or your notes on civil procedure from your BLAW 280 course)
Two	6/5	Agency	<a href="#">Syllabus and Canvas profile photo assignments due on Canvas.</a> Read Ch. 35; brief <i>MDM (turn in)</i> , <i>ProGolf</i> (posted in Supplemental Cases in Canvas), <i>CBS Corp.</i>
	6/7	Third-party relations of the principal and agent	Finish Ch. 35; brief <i>Abkco</i> , PC 4 (Merrill Lynch) and PC 6 (Olsen). Read Ch. 36; brief PC 2 ( <i>Opp</i> ), <i>PC8 (Tube Art) (turn in)</i>
Three	6/12	Employment Law	<a href="#">Agency Quiz due online.</a> Read Ch. 51; brief <i>Darco</i> , brief and turn in <i>PC4 (Johnson Controls) (turn in)</i>
	6/14	Finish Employment Law – review for exam	Finish Ch. 51; brief PC 11 (Pillsbury)
Four	6/19	<a href="#">First exam</a>	<a href="#">Employment Quiz due online; first IRAC exam typed during class time in the lab</a>
	6/21	Business Organizations - Partnerships	Start Ch. 37; brief PC7 ( <i>Southex</i> ), <i>PC4 (Yurko) (turn in)</i> ; Read Ch. 38; brief PC9 (Pizza) and PC11 (Acri Café)
Five	6/26	LLCs, LLPs, and LPs	Read Ch. 39; brief <i>Schwartz</i> , <i>PC1 (Horizon) (turn in)</i> . Read Ch. 40; brief PC2 (Strickland) and PC8 (Virginia Partners)
	6/28	Corporations	<a href="#">Partnership Quiz due online.</a> Ch. 41; brief PC12 ( <i>Hildreth</i> ), and <i>PC9 (Taxis) (turn in)</i> .
Six	7/3	Corporate Social Responsibility – Flipped (no class meeting)	Read chapter posted on Canvas; <i>Participate in Discussion on Canvas</i>

	7/5	Corporate Management and Shareholders' Rights; review for exam	Read Ch. 43; brief <i>Brehm</i> and <i>Guth</i> .
Seven	7/10	Second exam	Business Organizations Quiz due online; second IRAC exam typed during class time in the lab