

**BUSINESS LAW II (BLAW 308) FALL 2017 PROF. DAVID NEWMAN**

**Class:** Room JH1240, Wednesdays @ 7-9:45 p.m.  
**Office:** Room JH 3250, Wednesdays @ 6:30-7 p.m. & 9:45-10:15 p.m.  
**E-mail:** dnewman@csun.edu  
**Textbook:** BUSINESS LAW: THE ETHICAL, GLOBAL AND E-COMMERCE ENVIRONMENT, 16<sup>th</sup> edition, Mallor *et al.* It is available in hard copy but I recommend buying the e-version of the assigned chapters, which is available at: <https://create.mheducation.com/shop/> Type in 9781308556376 (the ISBN). That should direct you to the proper selection, which should be about \$34. (It is o.k. if you use the 15<sup>th</sup> edition, but some of the pages and cases may be different.)

**OVERVIEW AND OBJECTIVE OF COURSE**

We will cover issues regarding agency, employment, partnerships, corporations, limited liability companies, and securities. We will spend roughly one week per topic.

The primary goal of this course is to study the role of law in business including the study of legal institutions and their role in facilitating and regulating business. We will analyze how law applies to factual settings. We will read court decisions, prepare written briefs of the decisions, orally defend interpretations of the cases, answer hypothetical questions in open class discussion, and write papers in which we analyze legal disputes. We will learn to distinguish the application of rules depending on changing circumstances in various cases and hypotheticals. We will learn to argue alternate sides of a dispute regardless of personal belief. We will learn to identify the functions, policies, and trends in the law, and to consider social, economic and ethical influences on the law.

**CLASS PREPARATION AND PARTICIPATION**

Class will be conducted through a mixture of lecture and discussion but there will be a **heavy emphasis on student participation. A significant portion of your final grade will be based on your participation in class.** You are required to attend, be prepared for, and participate in class. Readings and problems will be assigned in advance of each class. Preparation for class entails reading the assigned materials, briefing all cases, and preparing written answers to problems. In advance of each class, you will prepare short one-page case briefs that must summarize the facts, issues, holdings, and rationale of each “case.” A “case” is a court case which is contained in the text.

You will be required to submit your homework to turnitin.com by 6pm the day of class. You will be called on throughout the semester to discuss your homework in class. If you are unprepared or absent, this will affect your grade as discussed below. It is your responsibility to be prepared for every class. In addition, you will be given two formal writing assignments that you will have to turn in online. You will post assignments that are listed as “WA” online at turnitin.com.

**Class number: 15837583; password: blaw.**

You may not record the class. If you bring them into the classroom, they must be set to the “off” position (not “silent” or vibrate, but “off”) and put away. **USE OF CELL PHONES DURING CLASS IS PROHIBITED AND WILL COUNT AGAINST YOUR FINAL GRADE.**

### ASSIGNMENTS<sup>1</sup>

Date	Class topics	Work due
August 30	Introduction	
September 6	Agency	Chap. 35. Brief <i>Abcko and Sanders</i> . PC # 4. <sup>2</sup>
September 13	Agency	Chap. 36. Brief <i>Treadwell and Millan</i> . PC # 9.
September 20	Employment	Chap. 51. Brief <i>Darco and Gaskell</i> . Also, reread the CBS case from Chapter 35 (pg. 956).
September 27	Business Organizations / Partnerships	Chap. 37. Brief <i>McGregor</i> . PC # 2.
October 4	Partnerships	Chap. 38. Brief <i>Spector</i> <u>WA<sup>3</sup>: to be provided in class</u>
October 11	<b>NO CLASS</b>	
October 18	Partnerships	Chap. 39. Brief <i>Paciaroni and Schwartz</i> . PC # 6.
October 25	<b>MIDTERM EXAM</b>	<b>Chapters 35-39, 51</b>
November 1	LPs, LLLPs, LLCs	Chap. 40. Brief <i>Hecht</i>
November 8	Corporations	Chap. 41. Brief <i>Ryan and Supply</i> . PC # 3.
November 15	Corporations	Chap. 42. Brief <i>Coyle</i> <u>WA: to be provided in class</u>
November 29	Corporations	Chap. 43. Brief <i>Jensen and Loft</i>
December 6	Shareholders' Rights & Securities	Chap. 44 & 45. Brief <i>Dodge and SRM</i>
December 13	<b>FINAL EXAM</b>	<b>Final exam covers all materials</b>

### ACADEMIC HONESTY

Students are responsible for knowing and complying with all College and University rules and regulations. Any incident of cheating or plagiarism will result in a Fail in the course and disciplinary action may be imposed, including expulsion from the university. For example, written homework cannot be identical to that of another student. Making your exam answers visible or accessible to others is prohibited.

<sup>1</sup> This syllabus is subject to change. I will make every effort to notify you about any changes.

<sup>2</sup> “PC” refers to a “Problem case” at the end of the chapter.

<sup>3</sup> “WA” refers to a graded writing assignment.

## **EXAMS AND GRADING**

There will be one midterm exam and a final exam. The final exam is cumulative. The exams will most likely consist of a mixture of multiple choice, true/false, and essays. The exams will be closed – no notes or books will be allowed. Except in the most extraordinary circumstances, there will be no make-up exams. The grade allocation is as follows:

Midterm exam: 30% of course grade

Final exam: 30% of course grade

Written homework: 20% of course grade

Class Participation: 20% of course grade

**NOTE: The overall class grade for all students is based on a “curve.” This means there is a mandatory distribution of a specific percentage of grades ranging from A to F.**