COURSE SYLLABUS

BUSINESS LAW 280: BUSINESS LAW I
Professor Dosanjh Zucker
Fall 2005

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Course Objectives

The purpose of this course is to provide students with an understanding of the legal environment in which business decisions are made, and to develop the skills needed to be effective business leaders. Students are introduced to the complex legal rules and court decisions affecting those in business. Particular attention is paid to the law governing contracts (creation of enforceable agreements between parties) and torts (“private wrongs”). Students will also explore the U.S. court system and civil procedure to gain a framework for their understanding of the law’s operation.

Students’ analytical reasoning skills will be developed, as students read actual court decisions, prepare written briefs of the decisions, orally communicate and support their interpretations of cases, and answer hypothetical questions in open class discussion. Students are taught to recognize similarities and differences between different cases and different factual situations. Further, students will be asked to analyze the strengths and weaknesses of different arguments made (or that could be made) by opposing parties in actual and hypothetical cases. Students will also consider effective approaches to minimizing the risk of liability and maximizing the protection offered by the law to businesses and individuals.

Course Text

The website for this text is http://beatty.westbuslaw.com
Policy on Academic Honesty
Cheating (or any other form of academic dishonesty) on exams, the term project, or in relation to any aspect of the grading process will not be tolerated. Please read and become familiar with the section of the current section of the CSUN Catalog entitled “Academic Dishonesty” during the first week of classes. Unless stated otherwise, everything that you turn in for course credit must represent your own work. If outside sources are used in completing written assignments, then quotes or paraphrases must be properly marked and fully cited, including URL website addresses.

COBAE students’ “core values” are: honesty, respect, integrity, commitment, and responsibility. In all aspects of this course and in each class session, you should strive to uphold these core values.

Preparation, Attendance, Professionalism, and Contribution to Class
My goal is to encourage you not only to attend every class, but to be prepared for class and to make meaningful contributions to our class discussions.

Socratic Method:
Along with other methods, this course uses the “Socratic Method:” you will be called on at random to answer questions requiring you to analyze, evaluate, and integrate cases you have briefed for class and to offer your analysis of assigned chapter-end questions. Be prepared to be asked follow-up questions requiring you to explain your answers fully. In class, your questions will typically be met with a question. [See Appendix to syllabus].

Preparation, Homework, and Case Briefs:
The reading list found below shows the order of topics presented in the course, and provides weekly reading assignments and homework including court opinions (“cases”) to brief, exercises, and chapter-end “Practice Test” (PT) questions. Any changes or adjustments to these assignments will be announced at the end of the preceding class session. Unless otherwise noted, students are responsible for briefing each listed case. At different times, students’ homework will be collected for feedback. Each of the case briefs and other homework must be typed on separate paper ready to be submitted. Directions on case briefing are available on my website. Additionally, directions on how to respond to homework questions are on my website.

Pop Quizzes:
Throughout the course there will be unannounced written quizzes designed to assess your understanding of the reading assignments which will be collected and scored.

Attendance Policy:
Missing class, arriving to class late or leaving class early will adversely affect your final grade. Note: arriving late or leaving early counts as a “half- (½) absence.”
• 2 and ½ or more absences: final grade in the course will be reduced one level. For example, if your total points equate to a “C” for the semester (including your participation grade) then your final grade in the course will be reduced to a “D” if you have 2 and ½ or more class sessions.
• 7 or more absences: final grade in the course will automatically be “F.”

**Professionalism in Class**
Courteous conduct “contributes” to class while discourteous conduct detracts from it. Courteous conduct includes
- turning off cell phones and pagers before class,
- not eating in class,
- arriving promptly,
- not leaving the classroom during class sessions unnecessarily,
- contributing constructively to class discussion, and
- showing respect for others’ points of view and contributions.

**Grade Determination**
In addition to the rules noted above, your final grade in the course will be decided as follows:

<table>
<thead>
<tr>
<th>Component</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>First Midterm Exam</td>
<td>20%</td>
</tr>
<tr>
<td>Second Midterm Exam</td>
<td>20%</td>
</tr>
<tr>
<td>Term Project</td>
<td>10%</td>
</tr>
<tr>
<td>Participation/Professionalism</td>
<td>10%</td>
</tr>
<tr>
<td>Final Exam</td>
<td>40%</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td>100%</td>
</tr>
</tbody>
</table>

*There will be no makeup exams.* If for some reason you know that you must miss an exam, you should arrange to take this course another semester.

Grades are determined by a careful process designed to ensure fairness. Therefore, grades will *not* be changed unless there has been a clerical or computational error.

**Final grades will be assigned as follows:**

<table>
<thead>
<tr>
<th>Grade</th>
<th>Percentage Range</th>
</tr>
</thead>
<tbody>
<tr>
<td>A</td>
<td>93 - 100%</td>
</tr>
<tr>
<td>A-</td>
<td>90 - 92.9%</td>
</tr>
<tr>
<td>B+</td>
<td>87 - 89.9%</td>
</tr>
<tr>
<td>B</td>
<td>83 - 86.9%</td>
</tr>
<tr>
<td>B-</td>
<td>80 - 82.9%</td>
</tr>
<tr>
<td>C+</td>
<td>77 - 79.9%</td>
</tr>
<tr>
<td>C</td>
<td>73 - 76.9%</td>
</tr>
<tr>
<td>C-</td>
<td>70 - 72.9%</td>
</tr>
<tr>
<td>D+</td>
<td>67 - 69.9%</td>
</tr>
<tr>
<td>D</td>
<td>63 - 66.9%</td>
</tr>
<tr>
<td>D-</td>
<td>60 - 62.9%</td>
</tr>
<tr>
<td>F</td>
<td>0 - 59.9%</td>
</tr>
</tbody>
</table>

**Participation Grading**
At the beginning of each class session, I will circulate a piece of paper with the class roster. THIS SHEET IS NOT AN ATTENDANCE SHEET. I will take attendance separately. Instead, this is a “Participation Sheet:” *Your signature by your name indicates that you have prepared the assignment for this class session.* As described above, to be prepared, you must have *written* case briefs and responses to “Practice Test” (PT) questions. *Academic honesty requires that you sign the sheet only if you are prepared.* If I discover that you have signed the sheet when you are not prepared, I will *cross off your signature from the participation sheet.* If you sign the sheet when you are not prepared a second time, you will receive an F as your participation grade due to academic dishonesty.
Our class meets 15 times this semester, including our first evening, August 30. Participation sheets will be circulated from the second class session on September 6 (total of 14 sessions). Your participation will be graded as follows:

<table>
<thead>
<tr>
<th>Number of Times You Sign the Participation Sheet (i.e. are prepared for class)</th>
<th>Grade Range</th>
</tr>
</thead>
<tbody>
<tr>
<td>14, 13</td>
<td>A, A-, B+</td>
</tr>
<tr>
<td>12, 11, 10, 9</td>
<td>B+B, B-, C+, C, C-, D+, D</td>
</tr>
<tr>
<td>8 or below</td>
<td>D-, F</td>
</tr>
</tbody>
</table>

Your preparation determines your participation grade range. The quality of your contributions to class discussion and the level of professionalism you demonstrate in class will determine your grade within that range. Students who attend most classes and are prepared but who contribute little to class discussion when called or while working in small groups, or who don’t volunteer constructively in class discussion, will earn a grade at the low end of their range. **Students who fail to demonstrate professionalism in class will earn the lowest grade in their range (see above for description of professionalism in class).** I may use my discretion to cross off a student’s signature on a participation sheet for unprofessional conduct in a class session.

**Exams**
There are two midterm exams and one final exam. As noted above, the first and second midterms will each constitute 20% of your final course grade, and the final exam 40%. The first midterm exam will be given at the beginning of class on **Tuesday October 4.** The second midterm exam will be given at the beginning of class on **Tuesday November 8.** The final exam will be given at the scheduled time under the CSUN Catalog: **Tuesday December 13 at 8:00 p.m.** The final exam will be cumulative with an emphasis on material covered after the second midterm exam.

The exams will consist of multiple choice-and essay questions. The essay questions will require students to analyze factual situations, identify legal issues, and apply the law in determining the outcome of hypothetical cases. This method of analysis is called “IRAC” (Issue/Rule/Application (or Analysis/Conclusion). The IRAC method will be introduced, discussed, and used throughout the course. Directions for using IRAC are on my website in “How to Answer an Exam Essay Question.”
Term Project (Due: Tuesday December 6 at the beginning of class.)
The term project offers you the opportunity to research a topic covered in this course in the context of current events in business. Below are the steps of the Term Project.

- **Research:** After reviewing the table of contents of chapters covered in this course (see Course Reading List below), select one topic of interest (e.g. Punitive Damages, Defamation, etc.). Find an article dated on or after August 30, 2005 in a “major newspaper” such as Los Angeles Times or Wall Street Journal, perhaps using a CSUN Library Database such as Lexis or WilsonBusiness, relating to this topic. The article might report on a lawsuit, litigation trends, a proposed statute or regulation, business practices designed to prevent liability, etc.

- **Submit a typewritten abstract for approval on or by the beginning of class on November 15:** The abstract must include:
  - a short summary of the article (100 words or less);
  - the title of the article;
  - the journal/news service in which it appeared;
  - the date of the article; and
  - a short description of how you found it (e.g. searched “defamation” in Lexis/Legal News).
  - One point will be deducted from the term project grade if the typewritten abstract is not submitted by the deadline.

- **Write:** Using the article as a basis, write a three to four page typewritten, double-spaced report that:
  1. Summarizes the article;
  2. Explains how the course material enhances your understanding of the article;
  3. Describes what a business owner should learn from this article; and
  4. Offers your opinion on the subject of the article.

- **Attach:** Please attach a copy of the article used in your Term Project to your report before submitting it.

Quality of writing, organization, grammar, and the depth of analysis offered will be evaluated in assigning a grade for the term project.

**Class Taping**
Periodically, class sessions may be videotaped for my use. Audiotaping may also be employed on occasion without further notice.
<table>
<thead>
<tr>
<th>Date &amp; Topic</th>
<th>Chapter</th>
<th>Court Opinions (Cases) to Brief before class</th>
<th>“Practice Test” (PT) and other exercises to do before class</th>
</tr>
</thead>
<tbody>
<tr>
<td>August 30</td>
<td>Ch. One (Read before Week Two)</td>
<td>n/a</td>
<td>n/a</td>
</tr>
<tr>
<td>September 6</td>
<td>Chs. Two and Three; “The Litigation Process” and “Court Systems” Handouts</td>
<td>Osborne p. 17</td>
<td>Ch. 2 PT #10 pp. 42; Ch. 3 PT #3 p. 70. Look for current newspaper article about any recent civil action: Who are the parties, what is/are the claim(s) being made, and at what stage in the litigation process are they? Bring the article and your written answers to class.</td>
</tr>
<tr>
<td>September 13</td>
<td>Ch. Six*</td>
<td>Jane Doe p. 134; Ford p. 139</td>
<td>PT #3,4,6 pp. 148-149; Read Wirtz p. 143 for in-class discussion.</td>
</tr>
<tr>
<td>September 20</td>
<td>152-162 [ch. 7]</td>
<td>Palsgraf p. 152; Ann M. p. 156;</td>
<td>PT #3,4,6 pp.168-169: Write a “negligence ‘PT’” to trade with a classmate in class.</td>
</tr>
<tr>
<td>September 27</td>
<td>pp. 163-167 [Ch. 7]; pp. 480-486 [ch. 21]</td>
<td>Reynolds p. 162; Alden Leeds p. 166</td>
<td>Write a “PT” in which a consumer sues a manufacturer for strict liability under Restatement (Second) of Torts Sec. 402A (p. 480) to trade with a classmate in class. Ch. 7 PT #7, 11</td>
</tr>
<tr>
<td>October 4</td>
<td>Chapter 10</td>
<td>(See next column)</td>
<td>Ch. 10 PT #4, 5 p. 246: In-class Exercises (read before class); Davis v. Mason p. 233; Vortt p. 241 (read for in-class discussion).</td>
</tr>
<tr>
<td>Date</td>
<td>Course Topic</td>
<td>Reading Material</td>
<td>Assignments</td>
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<tr>
<td>October 11</td>
<td>Agreement</td>
<td>Chapter 11, <em>Quake Construction</em> p. 251; <em>Bayway</em> p. 262; <em>Soldau</em> p. 265</td>
<td>Write a “PT” regarding UCC 2-207 per in-class instructions given in Week Six to trade with a classmate in class; PT #5,9 p. 268-269.</td>
</tr>
<tr>
<td>October 18</td>
<td>Consideration</td>
<td>Twelve, <em>Kelsoe</em> p. 272; <em>Hamer</em> p. 274; <em>Meztista</em> p. 284</td>
<td>PT #7 pp. 287-288</td>
</tr>
<tr>
<td>October 25</td>
<td>Legality</td>
<td>Thirteen, <em>Stanley</em> p. 299; <em>Worldwide Insurance</em> p. 302</td>
<td>PT #2,9 pp. 304-305</td>
</tr>
<tr>
<td>November 1</td>
<td>Capacity &amp; Consent; Review for Second Midterm Exam</td>
<td>Fourteen, <em>Star Chevrolet</em> p. 309; <em>O’Rourke</em> p. 322</td>
<td>PT #3,4, p. 328-329</td>
</tr>
<tr>
<td>November 8</td>
<td>Second Midterm Exam; Written Contracts</td>
<td>Fifteen, <em>El-Sadig</em> p. 356; <em>Rosenberg</em> p. 367</td>
<td>PT #7 p. 350: in-class exercise (read before class); <em>Hershon</em> p. 336; <em>GPL Treatment Ltd.</em> p. 343 (read for in-class discussion).</td>
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<tr>
<td>November 15</td>
<td>Third Parties; Term Project Abstract Due</td>
<td>Sixteen, <em>Folk</em> p. 379; <em>Campbell</em> p. 381</td>
<td>PT #1,2 pp. 368-369</td>
</tr>
<tr>
<td>November 22</td>
<td>Performance and Discharge</td>
<td>Seventeen, <em>Hadley</em> p. 396; <em>Sullivan v. Oregon</em> p. 399</td>
<td>PT #1,4 p. 389</td>
</tr>
<tr>
<td>November 29</td>
<td>Remedies</td>
<td>Eighteen, <em>Hadley</em> p. 396; <em>Sullivan v. Oregon</em> p. 399</td>
<td>PT #2,4 p. 413</td>
</tr>
<tr>
<td>December 6</td>
<td>Term Project Due</td>
<td>Catch-up and Review, Review</td>
<td>Review</td>
</tr>
</tbody>
</table>
APPENDIX:

SOCRATIC METHOD: Sample Questions

[Note: this list offers examples of both initial and “follow-up” questions that may be posed to you in class as we review cases and “practice test questions” from the textbook. This is not a “checklist” of all questions that will be asked of you in class, but rather is designed to familiarize you with the Socratic Method that is used in this course.]

- **Clarity:**
  - Could you explain your position?
  - Could you give me an example?
  - Could you illustrate what you mean?

- **Accuracy:**
  - What rule of law are you applying here?
  - Is that what the court decided?
  - What assumptions are you making?
  - What assumptions did the court make in arriving at its ruling?

- **Precision:**
  - Could you be more specific?
  - Could you give me more details?
  - Could you be more exact?
  - What rule/element of the rule are you applying here?

- **Relevance:**
  - How does that relate to the problem?
  - How does that answer the question?
  - How does that help resolve the issue?
  - What can this case teach business owners/consumers?

- **Depth:**
  - What are the public policies/social goals at stake in this case?
  - What public policy/social goal does the court seem most concerned with?
  - Summarize the rulings of the cases that we have studied on this topic.

- **Breadth:**
  - Can you look at this from the other side’s point of view? Does this change your conclusion? Why/why not?
  - How might this ruling impact business/society?

- **Logic:**
  - Does the evidence support your conclusion? Why?
  - Does case precedent support your conclusion? Why?
  - Make an argument for the other side [plaintiff/defendant].
  - Change the facts to change the outcome. Why does this change the outcome?

- **Significance:**
  - Is this the most important issue in the case?
  - Which of these facts is most important to you/the court?
  - Create a scenario involving a lawsuit in which this case would be precedent.

- **Fairness:**
  - Is there another point of view? Explain.
  - What ethical frameworks are you using in arriving at that conclusion?
  - Do you agree with the court’s ruling? Why or why not?

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1 Based on *The Miniature Guide to Critical Thinking Concepts and Tools* by Dr. Richard Paul and Dr. Linda Elder, (2003 Foundation for Critical Thinking) [describing “Universal Intellectual Standards: And questions that can be used to apply them”]