

BUSINESS LAW II (308)

Fall 2021 (Online)

Section 13617

Mission of the Department of Business Law

Our mission is to equip students with the academic knowledge, problem solving, analytical and professional skills in the areas of business law, business ethics, and real estate necessary to achieve their personal and professional goals.

BLAW 308 Course Description

Prerequisite: BLAW 280. Corequisites/Prerequisites for Business majors: BUS 302/L. Study of the role of law in business, including the study of legal institutions and their role in facilitating and regulating business. Topics include agency and employment law, the various forms of business organizations and securities law.

Life Long Learning Overall Goal

Students will develop cognitive, physical and affective skills that will allow them to become more integrated and well-rounded individuals within various physical, social, cultural, and technological environments and communities.

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.

Student Learning Outcomes of the Undergraduate Program

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

Contact Information

Instructor: Valerie Flugge Goyer

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For email messages, type "BLAW 308" in the reference portion. I make responding to student emails a top priority. However, sometimes I am not able to respond to emails sent in the evenings or on the weekends until the next business day.

Student Hours (In-person and on Canvas Chat):

MW 3:30-4:30 p.m.

Th 11:00-12:00 p.m.

and by appointment

Text (required)

BUSINESS LAW: THE ETHICAL, GLOBAL AND DIGITAL ENVIRONMENT, 18th ed., Prenkert, et al., (2022). (Other editions will not match the assignment list.) A custom soft cover including only those chapters used in our class is available through the campus bookstore, ISBN 9781307707342. A digital version of the custom book is also available through the campus bookstore. The textbook is also available through the publisher, McGraw Hill.

No recording class; No photos; No distribution of course material

You may not audio or video record the class, or take any photos in the classroom without advance permission from the instructor. You may not distribute course materials, whether obtained hardcopy or electronically, including but not limited to the professor's course materials, work from other students, or material from the textbook publisher.

argument, reasoning by analogy and reaching conclusions based on analysis. In addition, students in all BLAW courses study ethical issues in a business context, with actual topics depending on course content.

How The Class Will Be Conducted Online

Our class will be conducted both asynchronously (where you will work on your own time and at your own pace) and synchronously through Zoom sessions. Our Zoom sessions will be conducted most Thursdays at our regularly-scheduled class time. The asynchronous portion of the class will consist of recorded lectures and posted assignments. The synchronous portion of the class will be primarily devoted to discussing assigned cases and problems, and any concepts from the recorded lectures for which you need further clarification. Depending on the materials assigned for a particular week, the Zoom sessions will usually last between 45 and 75 minutes.

Since this is an online course, reliable Internet is required. (Please see <https://www.csun.edu/it/internet-connectivity-users-who-do-not-have-it> for information on acquiring Internet service.) You'll also need Microsoft Word (available at no charge from CSUN) for your written assignments. You will need access to a computer or tablet; information about the device loaner program can be found at the same link set out above. Technology support may be found here: <https://www.csun.edu/it/need-help>

Student hours will be conducted at the posted times either in-person or through Canvas Chat. Remember that Chat is available for all students to see, so if there is something that you would like to talk to me about in private, please email me.

Netiquette Rules

On occasion, you will be communicating with the class electronically, whether through email or on discussion boards. Please keep in mind these netiquette rules in your communications:

- Before posting your question to a discussion board, check if anyone has asked it already and received a reply.
- Stay on topic. Don't post irrelevant links, comments, thoughts or pictures.
- Don't type in ALL CAPS! If you do it will look like you are screaming.
- Don't write anything that sounds angry or sarcastic even as a joke, because without hearing your tone of voice, your peers might not realize you're joking.
- Always remember to say "please" and "thank you" when soliciting help from your classmates.
- Respect the opinion of your classmates. If you feel the need to disagree, do so respectfully and acknowledge the valid points in your classmate's argument. If you reply to a question from a classmate, make sure your answer is accurate!
- Be brief. If you write a long dissertation in response to a simple question, it's unlikely that anyone will spend the time to read through it all.
- If you refer to something your classmate said earlier in the discussion, quote just a few key lines from their post so that others won't have to go back and figure out which post you're referring to.
- Check the most recent comments before you reply to an older comment.
- Be forgiving. If your classmate makes a mistake, don't badger him or her for it. Just let it go.

Class Preparation

The assignments are listed at the end of the syllabus. More detail about the assignments can be found in Canvas Modules. Assignments include reading from the text, watching recorded lectures, preparing written case briefs and answering problems. A "case" is a court case which is contained in the text. A "problem" is an end-of-chapter question, which, again, must be answered in writing. Your answers to the problems do not need to be in case brief format.

During the synchronous sessions of our class, you may be called on at random to read your briefs and problem answers in class. I will also occasionally collect the homework from the entire class. You will not be graded on the correctness of the briefs or problems. These are learning tools, not finished product. In order to receive full credit, however, you must make a good-faith effort to complete the assignments fully and correctly. It is your responsibility to be prepared for every class, even if you are absent. Contact other students to learn of missed work, unless you have a particular question or problem for me.

You will have one pass during the semester to come to class unprepared. **You must let me know BEFORE class that you are not prepared, not wait to see whether you get called on or whether the homework is collected.**

You are also responsible for checking Canvas regularly for announcements, assignments and other information related to the course.

Exams, Assessments, and Grading

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 sometime will include multiple-choice, true/false and short answer questions.

There will be two midterms and a final. Midterm exam dates are tentative and subject to change. Midterm exams will be timed and taken on Canvas during our scheduled Thursday class periods. The final exam is cumulative and will be given on Canvas on the day and time listed in Solar.

Additionally, there will be short, weekly progress assessments to help you stay on track during the asynchronous part of the class. You will have two progress assessment "tokens" that can be used to re-open any progress assessment that you do not complete on time. The tokens must be used before the last day of class.

The grade allocation is as follows:

Participation/attendance:	10% of course grade
Progress assessments:	20% of course grade
1 st midterm:	20% of course grade
2 ^d midterm:	20% of course grade
Final exam:	30% of course grade

Your participation grade is affected by whether you have been prepared when called on for case briefs and problem answers. As noted above, you may let me know once during the semester that you are unprepared and no negative mark will be made. However, if you are called on and do not have your

brief/answer prepared and have not told me that you are not prepared, you will receive an unprepared mark. If you are absent when called on you are unprepared. If briefs are collected and you do not turn yours in promptly by the end of class, you will receive an unprepared mark. In addition to giving you one free pass to use on a day when you are not prepared, I drop one additional unprepared mark from consideration in grading. Each unprepared mark beyond that will cause your participation grade to be reduced by ten percent.

Your participation/attendance grade will also take into consideration absences, tardiness, **and whether you have actively, regularly and meaningfully participated in class discussions (both during our synchronous classes and on discussion boards).**

The grade reached after weighing participation/attendance, exams and assessments will be the minimum grade you can receive in the course. At the instructor's sole discretion, your course grade may be raised based on extraordinary classroom participation and/or improvement. No extra credit assignments will be given.

Cheating, plagiarism or other forms of academic dishonesty may result in an "F" for the class and may be referred to the Dean's office for further proceedings. CSUN's Policies and Procedures on academic dishonesty may be found here: <https://catalog.csun.edu/policies/academic-dishonesty/>

Grading System

A	Outstanding	4.0	93%-100%
A-		3.7	90%-92%
B+		3.3	88%-89%
B	Very Good	3.0	83%-87%
B-		2.7	80%-82%
C+		2.3	78%-79%
C	Average	2.0	73%-77%
C-		1.7	70%-72%
D+		1.3	68%-69%
D	Barely Passing	1.0	63%-67%
D-		0.7	60%-62%
F	Failure	0	0%-59%

Briefing Cases

I have posted a video discussing how to properly brief a case, as well as a sample case brief, in Canvas Modules. This video and case brief sample should be your first resource in learning how to brief a case. The following is intended only to be a refresher of the briefing method described in the video:

To brief cases, use the following "IRAC" format:

(Before the issue, write a *brief* summary of the facts of the case **in your own words**. End the facts section by explaining where the case is in the court system. **Example:** The trial court ruled against the plaintiff, who then appealed.)

Issue: What question must be answered in order to reach a conclusion in the case? This should be a legal question which, when answered, gives a result in the particular case. Make it specific (e.g. "Has

there been a false imprisonment if the plaintiff was asleep at the time of 'confinement?") rather than general (e.g. "Will the plaintiff be successful?") You may make it referable to the specific case being briefed (e.g. "Did Miller owe a duty of care to Osco, Inc.?") or which can apply to all cases which present a similar question, (e.g. "Is a duty owed whenever there is an employment relationship?") Most cases present one issue. If there is more than one issue, list all, and give rules for all issues raised.

Rule: The rule is the law which applies to the issue. It should be stated as a general principal, (e.g. A duty of care is owed whenever the defendant should anticipate that her conduct could create a risk of harm to the plaintiff) not a conclusion to the particular case being briefed, (e.g. "The defendant was negligent"). **Here you should use the precise language as stated by the Court.**

Application: The application is a discussion of how the rule applies to the facts of a particular case. While the issue and rule are normally only one sentence each, the application is normally paragraphs long. It should be a written debate - not simply a statement of the conclusion. Whenever possible, present both sides of any issue. Do not begin with your conclusion. The application shows how you are able to reason on paper and is the most difficult (and, on exams, the most important) skill you will learn. **This section should be written in your own words.** Here you should be a reporter, explaining to your reader the analysis the Court went through in coming to its conclusion.

Conclusion: What was the result of the case?

Most briefs are approximately one page long. They must be brought to class on the day they are due and thereafter until they have been discussed in class. Once a brief has been discussed, you no longer need to bring it to class. The briefs and problem answers may be either handwritten or typed. You may also have your assignments in electronic form. On days that I collect homework from the entire class, your homework must be turned in prior to the end of class. ***That means that you need to have the ability to electronically submit your homework to me immediately if requested. Late homework will not be accepted!***

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/studentresources>. CSUN also provides a free legal clinic for its currently-enrolled students: <https://www.csun.edu/as/student-legal-support-clinic>.

Disability Resources and Educational Services

If you have a disability and need accommodations, please register with the Disability Resources and Educational Services (DRES) office <http://www.csun.edu/dres> or the National Center on Deafness (NCOD) <http://www.csun.edu/ncod>. You can find CSUN's accessibility statement here: <https://www.csun.edu/universal-design-center/accessibility-statement>.

CSUN with A Heart

If you are facing challenges related to food insecurity, housing insecurity/homelessness, mental health, access to technology, eldercare/childcare, or healthcare, you can find guidance, help and resources from CSUN with A HEART (<http://www.csun.edu/heart>).

Assignments (Tentative and Subject to Change at the Discretion of the Instructor)

Date	Topic	Assignments to Be Completed BEFORE Class Time	
8/31	Introduction to the Course/Case Briefing	Canvas Module 1: Let's Get Started!	(NO ZOOM CLASS TODAY)
9/2	Agency Law	Canvas Module 2: Agency (Chapter 35)	(ZOOM CLASS TODAY)
9/9	Agency Law	Canvas Module 3: Agency (Chapter 36)	(ZOOM CLASS TODAY)
9/16	Employment Law (Title VII)	Canvas Module 4: Employment Law Title VII (Chapter 51)	(ZOOM CLASS TODAY)
9/23	Employment Law (Job Security)	Canvas Module 5: Employment Law Job Security (Chapter 51)	(ZOOM CLASS TODAY)
9/30	Midterm 1 (Agency and Employment)		(MIDTERM WILL BE AVAILABLE IN CANVAS ASSIGNMENTS DURING CLASS TIME; NO ZOOM CLASS TODAY)
10/7	Introduction to Forms of Business	Canvas Module 6: Introduction to Forms of Business (Chapter 37)	(ZOOM CLASS TODAY)
10/14	Partnerships	Canvas Module 7: Operation of Partnerships (Chapter 38)	(ZOOM CLASS TODAY)
10/21	Partnerships	Canvas Module 8: Partner's Dissociation and Partnership Dissolution (Chapter 39)	(ZOOM CLASS TODAY)

10/28	LLC's, LP's and LLLP	Canvas Module 9: LLC's, LP's and LLLP's (Chapter 40)	(ZOOM CLASS TODAY)
11/4	Midterm 2 (Chapters 37, 38, 39 and 40)		(MIDTERM WILL BE AVAILABLE IN CANVAS ASSIGNMENTS DURING CLASS TIME; NO ZOOM CLASS TODAY)
11/11	Corporations	Canvas Module 10: History and Nature of Corporations (Chapter 41)	(ASYNCHRONOUS CLASS ONLY; VETERAN'S DAY)
11/18	Corporations	Canvas Module 11: Organization and Financial Structure of Corporations (Chapter 42)	(ZOOM CLASS TODAY)
11/25	Corporations	Canvas Module 12: Enron Documentary	(ASYNCHRONOUS CLASS ONLY; THANKSGIVING DAY)
12/2	Corporations	Canvas Module 13: Management of Corporations (Chapter 43)	(ZOOM CLASS TODAY)
12/9	Corporations	Canvas Module 14: Shareholders' Rights and Liabilities (Chapter 44)	(ZOOM CLASS TODAY)
12/14	Final Exam (8:00-10:00 a.m.)		(FINAL EXAM WILL BE AVAILABLE IN CANVAS ASSIGNMENTS DURING SCHEDULED TIME)
