MGMT 579: Special Topics A/B – Intersections of Law & Business

Syllabus
Spring Quarter 2014 – 4 credits
Room: PACCAR 294
Monday night 3:30 – 6:50 PM, March 31 through June 2. (No class May 26 Memorial Day)

Instructor: Dan Poston
Office Hours: Tuesday, 5:00 – 6:00 pm or by appointment (No office hours on 4/22 and 5/13)
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Course Objectives

I would not be a lawyer if I did not include a disclaimer in this syllabus. Disclaimer: At the end of this course, you will NOT be able to practice law nor will you be able to conduct business without the services of good legal counsel. This course is not about mastering “content.” The content is ever-changing and content information is always accessible. My goal is to give people in the class a sense of the legal landscape in several key areas of law you are likely to encounter as a business person. I want to help you be more sensitive to areas with legal risks and common pitfalls so you can avoid major problems. Finally, I want to help you better understand what drives law and the legal system and to work more effectively with lawyers.

One of the most effective elements of an MBA education is the process of collaborative learning in the MBA classroom. Business education is richest when we tap the experience of the talented and diverse people in the classroom. As with other discussion-oriented courses, being prepared to engage in an informed way and contribute to the discussion is important. The purpose of all the readings is to enhance the quality of your engagement in class sessions. Because of my approach to the material, I don’t expect you to absorb and master everything you read. Instead, I ask you to look for the big picture and consider underlying business and human issues. Give a little more intense time here and there on self-directed exploration of information in the areas of a topic most relevant to you. That way, what you take away from this course is more likely to stick with you.

I strongly encourage students to customize their education as much as possible to fit personal career objectives. To this end I have structured this course to prompt student initiative in areas of high personal interest and to foster team learning through deeper study of areas where students share interests. The assignments and format of this course are structured to leverage these elements. The listed readings are just a starting point to provide some basic orientation and useful checklists and frameworks for topics covered. I encourage you to utilize the extensive resources available on the internet and many other easily accessible resources on topics in business law more broadly, especially when preparing to discuss topics of deepest interest or clearest value to your future.
**Approach to Instruction**

While you will have the opportunity to learn some basic elements of several areas of law related to business, the heart of this course will be class discussion of situations where business goals may be facilitated or constrained by law.

Each of the 9 class nights will be composed of two sessions each lasting about 1 hour and 40 minutes. Most of these 18 sessions will address a different topic, some linked to other sessions, some not. I will approach topics in a variety of different ways in the class sessions. Two class sessions will involve group presentations as described below.

Here is the broad format for most of the sessions:

1. Short class discussion of the business issues
2. Class discussion of the legal issues
3. Insights on the business and legal interface and pitfalls
4. Case discussion and/or In-class exercise
5. Where is the law in this area going in the future?

You will participate in the selection of topics and formation of groups for the program projects. You will also select the topics for other individual papers/case preps.

**Class Etiquette**

Please turn off all cell phones, avoid side conversations while class is in session, and do not use your laptop, iPad or other device to check email or surf during class. Please avoid arriving late as this is a disruption for your classmates. If you must arrive late, please come in and be seated in a way that minimizes the disruption.

**Let me know if you are going to miss a class, and let me know the reason.** Missing a significant amount of class because you arrive late, leave early, or don’t attend at all will have an impact on your participation grade. The extent of the impact on your grade may depend in part on the specific session or sessions missed. Your participation in the group presentation and the session for which you committed to prepare or present a case will be imperative.

**Note:** If you miss a class, you must complete an additional Session Topic Paper over and above the two required addressing one of the topics of the class session you missed. If you miss a session for which you had already prepared a Session Topic Paper you must do Session Topic Paper for an additional future class session. (See more about this below.)

**Reading Assignments and Case Preparation**

This class does not use a textbook or course packet. In the past, I gave people the option to use a textbook and no one chose to do so. Therefore I returned to only online resources. Extensive information about every topics covered in this course is readily available on
the internet starting with links provided in the syllabus and far beyond to many other publicly available online materials. You will need to access these materials online in preparing for various class sessions.

Some, but not all the readings focus on the law of the State of Washington. I chose some cases and readings because the material is interesting subject matter or because it effectively illustrates key concepts in a clear way, even if the case is not recent.

**Honor Code Compliance**

The Honor Code of the Foster School of Business expressly prohibits cheating, attempted cheating, plagiarism, and lying to administration or faculty as it pertains to academic work. Suspected violations of the Honor Code will be handled by referral of the matter to the Foster MBA Honor Council. Note: All assignments for this class except the group projects are individual efforts. I expect the work that each student submits to be his or her own.

**Useful General References**

U.S. Small Business Administration Website
Foster Business Library – especially Lexis/Nexis and other online research resources
UW Gallagher Law Library
Sources of Free Legal Information on Washington State Law
http://lib.law.washington.edu/ref/legalinfo.html

**Course Assignments**

**Forms of Business Assignment**

For Class 2A each student must select one legal form of business from among the following options: sole proprietorship, partnership, limited partnership, limited liability company (LLC), professional corporation, any distinct form of corporation, or a form of business used in another country with different characteristics from U.S. forms. I encourage you to select a business form with which you or your family members have personal experience. If you are not familiar with a particular business form, please select a form you anticipate being part of in a future business venture. In a two page paper first briefly describe the nature of the current or proposed business, then describe the primary reasons this form of business suits or may not suit the current or proposed business. If you are describing a current business explain why this form has or has not served the existing business well to date. Be prepared to provide examples in class to explain your reasoning. (A concept template for the Form of Business assignment will be posted Canvas.) **The Form of Business Assignment must be submitted not later than 9:00 pm on Sunday April 6.**
Business Venue Assessment

Each student will select a place to locate a business and prepare a report evaluating the pros and cons of this venue for a particular business. The business could be a start-up or an existing business of your choice. The venue can be a country, state or a city. In Class 2 I will take a poll of class members to insure a good set of venues have been selected. The paper should address and weigh the costs and benefits of both business considerations and legal and regulatory considerations, (balancing the two) then make a recommendation regarding the suitability of that location for the intended business. (Yes/No.) This paper should be at least five (5) and no more than (6) pages with font and margins no smaller than this syllabus. Bullet points and brief summaries of factors are welcome. However, if you have a personal interest in doing a more robust analysis of a particular venue, I will accept and comment on a longer effort as a favor, not necessarily to increase your grade. Ideally, choose a location you might consider for a business you want to start or one in which you might choose to be employed. You may also choose a location where you may choose to live in the future. Your grade will be based on the scope of issues you cover, the depth and breadth they are addressed and the quality of insights you highlight in your analysis. (A template for this assignment will be posted in Canvas.)

This paper must be submitted not later than the start time of class on Monday, April 21.

Session Topic Papers - Two (2) required of everyone with an additional session topic paper required for any missed class session. Must be submitted not later than 5:00 pm the Sunday evening before the class session when the topic is scheduled for discussion.

Each student will select two (2) different session topics scheduled to be addressed during the various class sessions from Class 3 to Class 9. For each session topic select one of the two options below:

(1) Prepare a 1 – 2 page case drawn from your personal experience with a legal challenge in this topic area that would be suitable and relevant for discussion during the class session on this topic together with a two (2) page brief on the aspects of the law relevant to that case. The case must be written in a way that makes it permissible to be discussed in class. (No private or proprietary information.)

OR

(2) Prepare a 4 page paper covering the key elements of one area of law in this topic. What are the business implications of this area of law? What can a business do to mitigate risk? Include your views and insights on the most relevant current issues.

The instructor will review these papers and may tap the student to share the case or points from the topic write up in a class discussion.
**SPECIAL NOTE: If you miss a class night or class session**, you must complete an additional Session Topic Paper (Choice 1 or Choice 2) addressing one of the session topics you missed. This extra paper is due no later than the beginning of the next Monday night class after the one you missed. If you miss a session for which you already submitted a paper, you must write an additional paper on a future class session topic. If you miss a session in the last week of the quarter, you need to submit the extra paper no later than Tuesday, June 3. The additional paper(s) will be included in the calculation of your total Session Topic Paper grade.

**Group Report and Group Presentation**

The group report must be submitted in a Powerpoint format which provides the basis for a complete 20 minute in-class presentation by your group on the topic. All group members must present. Note the slide deck must also work as a stand-alone reference on the topic for your classmates. (There are alternate ways to create a presentation to achieve this dual purpose. If you have questions, talk with me.) The Powerpoint slides should make use of bullet points, graphs and other visuals to maximize effectiveness as a reference for people who may not be informed on the topic. At the conclusion of the presentation, your group must be prepared to address a 15 minute Q & A discussion period with me and the rest of the class on your presentation topic. The class will be asked to evaluate your presentation. The group is expected to construct the presentation to inform and to prompt an interesting discussion.

We will start floating group topics in Class 2. You will be given some time in class to propose topic ideas and confer with prospective group members but it is likely groups will be arranged largely through discussion groups in Canvas. Groups will be arranged and final topic concepts approved by the instructor not later than Class 4.

The presentations times will be scheduled Monday May 5 in Class 6. Groups will do the presentations on one of two nights, either Monday May 19 or Monday June 2. Regardless of the night a group’s presentation is scheduled, all group presentations must be submitted not later than 6:00 pm Friday, May 23.

**Grading**

Your grade for the course will be based on the following:

- **7%** Forms of Business Assignment
  This assignment will be evaluated on your explanation of the advantages and disadvantages of this form of business and insights you offer.

- **20%** Business Venue Assessment
  This assignment will be evaluated primarily on the breadth of business, legal and regulatory issues and economic and legal incentives you address, the relevance
of these factors to the particular business, and the insights and strength of arguments justifying the recommendation.

28% Two Session Topic Personal Case Experience Write-Ups OR Prep Papers
This assignment will be evaluated primarily on the depth and breadth of the issue addressed. If included, the case portion will be evaluated on the effectiveness of the presentation of the facts, the relevant law, and the discussion of the case in light of the relevant laws and regulations.

SPECIAL NOTE: If you miss a class night or class session, you must complete an additional one of these Session Topic Personal Case Experience/Preparation Write-Ups addressing one of the topics of the session you missed. You would not be able to present the case in class, but I would welcome a case experience write-up anyway. If you do one or more extra papers, all your Session Topic papers would together determine this portion of your grade.

25% Group Report and Class Presentation
This assignment will be evaluated on the depth and breadth of the presentation, the discussion and insights into the potential benefits and conflicts between the business and legal factors, the reference value to classmates, the quality, clarity and completeness of the slides, and the quality and effectiveness of the follow-up class discussion and Q&A.

20% Class Participation
Participation will be measured in terms of quality, relevance, and your ability to effectively link your comments to the broader class discussion and specific comments of other students as well as your continuing contributions throughout the course. Please be prepared to both raise and answer questions. Please contact me if you have concerns about your ability to participate in class. I can work with you to improve your participation if we discuss it early enough in the quarter.

I will grade assignments along these guidelines:
4.0 – Exceptional work far above expectations, high effort invested, many good insights
3.8 – Work exceeds expectations, strong effort, several strong insights
3.6 – Above average work and solid effort, some good insights
3.4 – Good work. Met all expectations, some insights
3.2 – Acceptable work and effort, no real insights
3.0 – Less effort than expected, but acceptable effort
2.7-2.9 – Effort well below expectations. There is little evidence of thought or understanding in the work but not so low to deny credit. The exact grade in this range reflects the level the work is below expectations.
<2.7 – Did not turn in the work, or the effort was not adequate to earn MBA level credit.
Late Assignments: Assignments submitted after the deadline but before the next class will be subject to a 0.2 grade reduction from the grade otherwise earned on the assignment. Assignments submitted more than one week late will be graded as follows: Acceptable work or above – 3.0; Less than acceptable work but passing – 2.8; Unacceptable work – 2.0.

Grade Questions: Invariably grading involves some subjectivity, interpretation, and comparative factors. I am willing to discuss questions or concerns you have regarding your grade on an assignment during office hours or by phone or email. Do not ask me to discuss grades of other people in the course. If it appears that a student’s effort is below a passing grade in class participation or in his/her cumulative performance on assignments, I will notify that student. I will start doing these appraisals after Class #5. Before that time I will only offer a very general sense of your performance level.

Course Schedule
(I do not anticipate changes to the schedule of topics, but I will make modifications to the reading based on interests of the class and relevant issues that come up during the quarter. Any new required readings I will distribute well in advance of the applicable class session.)

Class 1: Monday, March 31, 2014

Session A (3:30 – 5:20 pm)
Course Introduction/Process
Foundations of Law & Legal Reasoning
The Rule of Law & Intersections of Law & Business

Research, Readings and Cases to Prepare for Session 1A:
Issues: The underlying social foundations that drive law
Law as an essential foundation for conducting business
Facilitation of commerce is a key factor at the heart of the U.S. Constitution

*Egypt’s Economic Apartheid*
http://online.wsj.com/article/SB10001424052748704358704576118683913032882.html

(Note: If you have a subscription to WSJ you can read the original article by Hernando De Soto. If not, this other article provides a useful summary of the points. http://www.freedomworks.org/blog/teda/egypts-economic-apartheid
China Legal Reform at the Crossroads
http://www.cfr.org/china/chinas-legal-reform-crossroads/p10063
The Constitution of the United States of America and its amendments in particular read the following sections: Article I, Section 8, Article IV, Section 2, Article VI, Section 1, and Amendments Article X, Article XIV, Section 1, Article XXI, Section 2
http://constitutionus.com/
Deep Dive Topic Resources for Those Seeking More Specifics:
“Capacity development”: The broadest context for the need for a supporting framework for business to develop and work. (Dan’s Note: an issue at the country level, but also an issue at the level of a new enterprise or group of people starting a business.)

Need for low cost contract enforcement mechanisms to facilitate business transactions

Session B (5:30 – 6:50 pm)

Pre-Formation Issues

Business Issues
Is there a profitable concept here? Who is on board? Who and what do we need to make this work? Money?
Business Barriers to Entry (Michael Porter)
The Business Plan
Legal Issues
Where? Jurisdiction – National, State, Regional, Local

Business Analysis of One Legal Issue: Jurisdiction

Course Process: Forms of Business Selections for First Assignment
Student Information Sheets
Class Survey #1

Research, Readings and Cases to Prepare for Session 1B:
Skim through the references below to answer the following questions: What are key factors in setting up and running a business? What are the commensurate legal considerations? What business and legal factors should be considered in determining if the State of Washington is a good or bad place to set up a particular business?
Read and Prepare International Shoe, Quill Corp. and the articles on Amazon and sales taxes for class discussion. These cases and articles offer a great example of the establishment and evolution of law in one fundamental area that may profoundly impact a business: jurisdiction.

Start-up Considerations and Financing Options
http://smallbusiness.findlaw.com/starting-business/starting-business-resources/
http://smallbusiness.findlaw.com/starting-business/starting-business-financing/
Starting a business in Seattle
Starting a business in Washington
http://access.wa.gov/business/index.aspx
http://www.sba.gov/about-offices-content/2/3157

Case: INTERNATIONAL SHOE CO. v. STATE OF WASHINGTON ET AL. No. 107
SUPREME COURT OF THE UNITED STATES 326 U.S. 310; 66 S. Ct. 154; 90 L. Ed. 95; 1945 U.S. LEXIS 1447; 161 A.L.R. 1057 November 14, 1945, Argued December 3, 1945, Decided

Actual case report can be found in Lexis/Nexis at citation: 1945 U.S. Lexis 1447
Abbreviated summary of the case can be found at

Case: QUILL CORP. v. NORTH DAKOTA (91-0194), 504 U.S. 298 (1992)
Actual case report can be found at http://www.law.cornell.edu/supct/html/91-0194.ZO.html
Abbreviated summary of the case can be found at

Case: Amazon.com and Sales Tax
Background articles on Amazon’s sales tax situation
http://www.slate.com/articles/business/moneybox/2010/11/every_days_a_tax_holiday.html

Dec 2, 2013 – U.S. Supreme Court declines sales tax case involving Amazon.com
http://www.washingtonpost.com/politics/supreme-court-declines-case-on-making-online-retailers-collect-sales-taxes/2013/12/02/e430ec8c-55f5-11e3-835d-e7173847c7cc_story.html
Solution: Origin-based Tax?
http://www.nationalreview.com/corner/280712/two-problems-amazon-tax-veronique-de-rugy

Optional Deep Dive Topic Resources for Those Seeking More Specifics:
Washington Business Regulations (Title 19)
Oregon State laws
http://law.onecle.com/oregon/

Class 2: Monday, April 7, 2014

Session A (3:30 – 5:20 pm)
Research, Readings and Cases to Prepare for Session 2A:

**Research and get a basic sense** of the common forms of business?
- Be prepared to discuss at least some of the relative advantages and disadvantages of each.
- What makes the corporate form so useful? Why does society and the government take such an interest in managing this form of business?
- Get a grasp of the terms “piercing the corporate veil.”

**Read and Prepare** to discuss the Guth v. The Grace Company, Inc. on the issue of business opportunity. What are the implications of this case today for employees of tech companies?

Research resources:
- Download the Washington State Business Resource Guide (good matrix on forms of business)
  - [http://www.sos.wa.gov/corps/registration_structures.aspx](http://www.sos.wa.gov/corps/registration_structures.aspx)

- Piercing the Corp Veil and Loss of Protection from Liability
  - Piercing the Corp Veil pdf recommendations

- LLC lawsuit initially thrown out because of failure to pay $125 annual fee to State of Nevada

[PREP OF THIS CASE IS OPTIONAL – The instructor will present the facts for discussion.]

**Case: EASTERN PRODUCTS CORPORATIONS et al. v. TENNESSEE COAL, IRON & R. CO.**
- On liability of directors of corporation for permitting business before capital stock is all subscribed
- SUPREME COURT OF TENNESSEE, NASHVILLE 151 Tenn. 239; 269 S.W. 4; 1924 Tenn. LEXIS 64;
  - 40 A.L.R. 1483; 24 Thompson 239 December, 1924, Decided

**Case: CHARLES G. GUTH and THE GRACE COMPANY, INC., OF DELAWARE, a corporation of the State of Delaware, Defendants Below, Appellants, vs. LOFT,**
INCORPORATED, Complainant Below, Appellee, and Pepsi-Cola Company, a corporation of the State of Delaware, Defendant Below, Appellee.
SUPREME COURT OF DELAWARE, 5 A.2d 503; 1939 Del. LEXIS 13; 23 Del. Ch. 255
April 11, 1939, Decided
Actual case report can be found in Lexis/Nexis at citation: 1939 Del. LEXIS 13
Abridged, but still clear version: http://h2o.law.harvard.edu/collages/4308

The full story of Coke, Pepsi and Business Opportunity (download pdf)

Deep Dive Topic Resources for Those Seeking More Specifics:
WA state Uniform Partnership statute

Session B (5:30 – 6:50 pm)
Agreements Between the Parties to the Business (Internal)
Partnership and Shareholder Agreements
   Business Issues
   Legal Issues
   Essentials of the Topic
   Business Analysis of a Law Case
   Where is this aspect of law going?

In Class Cases Distributed for Discussion
GROUP EXERCISE: Shareholder Agreement

Research, Readings and Cases to Prepare for Session 2B:
Read the article and sample shareholder agreement to get familiar with issues involved. Read enough of the Silverscreen Partners I agreement to discuss in class. Choose one of the three agreements below and be prepared to talk about particular issues addressed in the agreements that interested you.

Key elements and “dos and don’t’s” of a Shareholder Agreement
http://www.sfu.ca/~mvolker/biz/agree.htm

Silverscreen Partners IV
Select ONE (1) of the following 3 agreements to read and discuss:
Silverscreen Partners I (original LP) Form 10-K SEC filing
http://pdf.secdatabase.com/64/0001003559-96-000013.pdf
---
Shareholder Agreement (Amazon.com)
---
Limited Partnership Agreement (Blackstone)

Class 3: Monday, April 14, 2014

Session A (3:30 – 5:20 pm)

Contracts (External)
Business Issues
Legal Issues
Essentials of the Topic
Business Analysis of a Law Case
Where is this aspect of law going?

Research, Readings and Cases to Prepare for Session 3A:
Research answers to the following question in the references below: Why aren’t contracts written so ordinary people can read them? What are the essential elements of a contract? When has a contract been made, or not? What makes a contract enforceable or not enforceable? What role does the UCC play in commercial contracts?
Read and prepare to discuss Fry v. Foster, Robert Wagner v. Columbia Pictures, and Peggy Lee case article.

Research answers in the following materials:
Why aren’t contracts written so ordinary people can read them?
Structures to make contracts possible
Fundamentals of Contracts:
Is the contract enforceable?
Contract Law and the Uniform Commercial Code (UCC)
Prepare for Class Discussion:

**Case: FRY v. FOSTER**
No. 27569. SUPREME COURT OF OKLAHOMA
179 Okla. 398; 65 P.2d 1224; 1937 Okla. LEXIS 284
March 16, 1937, Decided
Full actual case can be found in Lexis/Nexus at 1937 Okla. LEXIS 284
Online shorter, cleaner version

**Case: ROBERT WAGNER,** Individually and as Trustee, etc., Plaintiff and Appellant, v. COLUMBIA PICTURES INDUSTRIES, INC., Defendant and Respondent.
B184523
COURT OF APPEAL OF CALIFORNIA, SECOND APPELLATE DISTRICT, DIVISION SEVEN
Also, case can be found at http://www.lawlink.com/research/caselevel3/84024

Peggy Lee sues The Walt Disney Company
http://www.ew.com/ew/article/0,,313939,00.html

**Session B (5:30 – 6:50 pm)**

**Sales and Distribution Agreements**
- Business Issues
- Legal Issues
- Essentials of the Topic
- Business Analysis of a Law Case
- Where is this aspect of law going?

**Course Feedback:** Quick Survey No. 2

**Research, Readings and Cases to Prepare for Session 3B:**

*Read quickly through* the sample distribution agreement and the Redhook distribution agreement below. *What are essential elements to include in a Sales and Distribution Agreement? How does the issue of jurisdiction play into distribution agreements?*

*Read and prepare* The William Vigal and Mary Simon case and at least one of the three agreements: China, Danforth, or Microsoft Sagent.

Wine Sales and Distribution Agreement – Univ of Oregon law
https://law.uoregon.edu/assets/facultydocs/chermann/Distribution_Agreement.pdf
Redhook distribution agreement


Select ONE (1) of the following three agreements to review and be prepared to discuss:
International Distribution Agreement – China
http://www.xinda.com/samples/distribution_agreement_enu.pdf
---
Danforth Book Distribution Agreement
http://www.bookpublishersnetwork.com/Distribution_Agreement.pdf
---
Microsoft and Sagent License and Distribution Agreement
http://contracts.corporate.findlaw.com/operations/ip/3543.html

Class 4: Monday, April 21, 2014

Employees and Employment Issues Night

Session A (3:30 – 5:10 pm)

Liability for Acts of Employees
Business Issues
Legal Issues
Pitfalls and Common Missteps
Business Analysis of a Law Case
Where is this aspect of law going?

Research, Readings and Cases to Prepare for Session 4A:
What is “vicarious liability” and how does this impact the employer-employee relationship?
How do you define acts within the “scope of employment?”

Readings for Class Discussion on Employee Liability:

Select ONE (1) of the three readings below (the topic that most interests you) to prep.
(a) Employee acts that injure co-workers, customers or strangers

(b) Problems with computer use and email

(c) Employee criminal acts, auto accidents away from worksite

OPTIONAL Deep Dive Topic Resources for Those Seeking More Specifics: Tort Law in General
http://www.britannica.com/EBchecked/topic/600206/tort/16478/Vicarious-liability

Session B (5:20 – 6:50 pm)

Employment Law & Regulations
   Business Issues
   Legal Issues
   Pitfalls and Common Missteps
   Business Analysis of a Law Case
   Where is this aspect of law going?

Short Cases Distributed in class for discussion

Research, Readings and Cases to Prepare for Session 4B:

Research employment and anti-discrimination law in Washington state at the sites below.
Familiarize yourself with the scope of laws that impact an employer’s obligations toward employees? Consider: How has this changed over time? What factors drive change? How do laws impacting the employer/employee relationship vary across jurisdictions? Why?
Read and prepare for class discussion Telnav agreement, employment contract primer, Julissa Aponte-Rivera case.

Research Employment Law in Washington State
http://www.lni.wa.gov/workplacerights/
Washington State Anti-Discrimination laws

Prepare for Class Discussion:
Employment Agreement (Telnav)
Employment Contract Primer
Case: JULISSA APONTE-RIVERA, Plaintiff, Appellee v. DHL SOLUTIONS (USA), INC., Defendant, Appellant. No. 10-1655
UNITED STATES COURT OF APPEALS FOR THE FIRST CIRCUIT

Aponte-Rivera v. DHL Solutions – full case summary (two versions if one not accessible)
http://www.leagle.com/decision/In%20FCO%2020110525100

Aponte-Rivera v. DHL Solutions – brief statement of damages
http://www.hrworks-inc.com/topics-in-hr/industry-updates/10-eeoaffirmative-action-/377-whats-the-damage-dhl

OPTIONAL Deep Dive Resources:
http://www.lni.wa.gov/
http://www.lni.wa.gov/workplacerights/

Class 5: Monday, April 28, 2014

Session A: (3:30 – 5:10 pm)

IP Protection Trade Secrets, Copyright, Trademark and Servicemark, Patent
Business Issues
Legal Issues
Pitfalls and Common Missteps
Case Analysis

Research, Readings and Cases to Prepare for Session 5A:
Research and Familiarize yourself with basic categories of IP protection. What IP does each protect? Why do the laws vary for each type of IP? Why do societies address IP protection? Why does the commitment to IP protection vary across jurisdictions?
Read and prepare to discuss the transcript of When Patents Attack! Atleast one of the following 3 cases: Dastar, Aronson, Timothy Vernor v. Autodesk.

Intellectual Property: The Basics
Article: Why Protecting Intellectual Property Rights Matters
http://www.america.gov/st/econ-english/2008/April/20080429213909myleen0.2809259.html
Read Transcript or Listen to Podcast of at least the Prologue and Part 1: When Patents Attack!
http://www.thisamericanlife.org/radio-archives/episode/441/when-patents-attack

Read at least one of the following three cases:
Dastar Corporation v. Twentieth Century Fox Film Corp. et. al.
Supreme Court 539 U.S. 23; 123 S.Ct. 2041, 2003 U.S. Lexis 4276

Aronson v. Quick Point Pencil Co.
Supreme Court 440 U.S. 257; 99 S.Ct. 1096; 1979 U.S. Lexis 64

TIMOTHY S. VERNOR, Plaintiff-Appellee, v. AUTODESK, INC., Defendant-Appellant.
UNITED STATES COURT OF APPEALS FOR THE NINTH CIRCUIT
September 10, 2010, Filed

Session B (5:20 – 6:50 pm)

IP Protection and Global Issues
- Business Issues
- Legal Issues
- Pitfalls and Common Missteps
- Case Analysis
- Where is IP protection going in the future?

Research, Readings and Cases to Prepare for Session 5B:
Research challenges in IP protection across cultures and national boundaries in article below and possibly other sources. Read and prepare to discuss at least one of the 3 cases below.


Read at least one of the following three cases

Aboriginal Carpets case (artistic design)

Golden Rice Case (agricultural IP)
http://lsr.nellco.org/cgi/viewcontent.cgi?article=1006&context=piercelaw_facseries&sei-redir=1#search="case+study+in+intellectual+property

Apple loses IPad case in China
http://www.ft.com/intl/cms/s/2/6bc5ba86-20b7-11e1-8133-00144feabdc0.html#axzz2WENE4Tb5
Class 6: Monday, May 5, 2014

Session A (3:30 – 5:20 pm)

Consumer Law, Product Liability & Fraud

  Business Issues
  Legal Issues – Criminal, Statutory Protection, Negligence
  Pitfalls and Common Missteps
  Business Analysis of a Law Case
  Where is this aspect of law going?

Research, Readings and Cases to Prepare for Session 6A:
Read and prepare to discuss the articles and cases below.

Product liability defined
http://en.wikipedia.org/wiki/Product_liability

Made in China, but Sued in America
http://www.azmilaw.com/archives/Article_9_Made_in_China,_Sued_in_America_00099133_.pdf

Johnson & Johnson - Risperdal

Johnson & Johnson’s response (Where are the damages?)
http://www.policymed.com/2013/05/states-becoming-more-aggressive-prosecuting-off-label-promotion.html

Product Liability and the Electrical Power Industry
http://www.dicksteinshapiro.com/files/Publication/60021de2-4e0e-41d0-a221-c2f08f10ce21/Presentation/PublicationAttachment/ee2838bf-3a29-426d-9b91-c3369f8d6773/emerging.pdf


Case No. 08SC970 SUPREME COURT OF COLORADO; 223 P.3d 724; 2010 Colo. LEXIS 73
February 8, 2010, Decided (Find in Lexis/Nexis at legal cases 2010 Colo. LEXIS 73)

OPTIONAL Deep dive reading, especially if interested in the impact of potential tort claims on Mergers & Acquisitions: http://www.klgates.com/files/Publication/b90a56d9-f0fd-4cde-9706-3a54ba2bd730/Presentation/PublicationAttachment/8ca2b44c-d0d9-4e3c-817a-42a14399176a/article_MAJ706.pdf
Session B (5:30 – 6:50 pm)

Cyber Law – JDX, Philosophy, Challenges

- Business Issues
- Legal Issues
- Pitfalls and Common Missteps
- Business Analysis of a Law Case
- Where is this aspect of law going?

Research, Readings and Cases to Prepare for Session 6B:
Read and prepare to discuss the following articles:
http://www.techrepublic.com/blog/security/what-makes-cybercrime-laws-so-difficult-to-enforce/4997

Read pages 771-775 of the following article. (Reading more if the article is optional.)
Texas Law Review: Technology, domain names and the issue of contract or property

PapaJohn’s Text Message Promotions without consumer consent

Phishing in India

Cyber Law and Cyber Harrassment: United States v. Drew
http://en.wikipedia.org/wiki/United_States_v._Drew

Biggest Cyber Law cases of 2013

OPTIONAL Deep dive resource for access to various cyber laws
http://www.ipl.org/div/pfarch(entry/81372
http://www.cybercrimelaw.org/

Class 7: Monday, May 12, 2014

Session A (3:30 – 5:00 pm)

GUEST PRESENTER: Internet Security and Personal Privacy
Research, Readings and Cases to Prepare for Session 7A:

To be distributed later.

Session B (5:10 – 6:50 pm)

International Business and Doing Business in Other Countries
- Business Issues
- Legal Issues
- Essentials of the Topic
- Business Analysis of a Law Case
- Where will law figure in the future of global business?

Research, Readings and Cases to Prepare for Session 7B:

Research key legal issues that arise doing business in other countries. What underlies conflicting perspectives on establishing and enforcing laws that impact business transactions across borders?

The irony of international business law
http://moritzlaw.osu.edu/events/mslsc/spalding.pdf

Problems and Challenges in Working in International Settings
http://cqx.sagepub.com/content/46/2/116.full.pdf+html
http://www.crimeradius.com/International_Business_Ethics

Case: The Not So Magic Kingdom: Why Disneyland Paris Has Yet to Pay Off for Disney
http://content.time.com/time/magazine/article/0,9171,2122686,00.html

Case: ESTHER KIOBEL, individually and on behalf of her late husband, DR. BARINEM KIOBEL, et al., Petitioners v. ROYAL DUTCH PETROLEUM CO. et al. No. 10-1491

OPTIONAL Deep dive resources:
Country Profiles – Global Guide to Culture, Customs and Business Etiquette
http://www.kwintessential.co.uk/resources/country-profiles.html

Doing Business – guides by country and topic
http://www.doingbusiness.org/

LexisNexis – Zimmerman’s Research Guides
Class 8: May 19, 2014

Session A (3:30 – 5:00 pm)

Group Presentations and Discussions

Session B (5:10 – 6:50 pm)

Legal Issues in Community and Government Relations &
“Trial in the Court of Public Opinion”

Business Issues
Legal Issues
Pitfalls and Common Missteps
Case Analysis
What does the future hold in this area?

Research, Readings and Cases to Prepare for Session 8B:
Read and prepare to discuss the following articles and cases:

Dealing with the media in crisis
http://www.gym.net/eduserve/speaking.pdf
Social media speech protected even if it enrages the boss
5 Lessons from Social Media Disasters
Case: Dominion Power
Case: Paula Deen
Transcript of Deposition
http://www.cnn.com/interactive/2013/06/entertainment/deen-deposition/?hpt=hp_t1
Media quotes
Media issues
(NO CLASS on Monday, May 26 – Memorial Day)

Class 9: Monday, June 2, 2014

   Session A (3:30 – 5:00 pm)
   Group Presentations and Discussions

   Session B (5:10 – 6:50 pm)
   Closing Session
   How to Use Lawyers Effectively and Economically
   Checklist of Missteps to Avoid
   The Future of Lawyers and Business Law Practice

   Feedback: Course Evaluations

Research, Readings and Cases to Prepare for Session 9B:
Read and prepare to discuss the following articles:

Top 10 Mistakes That Lead to Lawsuits
http://www.lawyersagainstsuitabuse.com/images/031218_Top_10_mistakes_which_lead_t o_lawsuits.pdf

Checklist of Business Objectives

The Legal Checklist