



Fall 2016- Course Syllabus LAW 211G

ADVANCED BUSINESS LAW

COURSE DESCRIPTION & PREREQUISITES

Building on the concepts learned in Business Law, this course further examines the sources and components of law as well as the question of conflicts of law, competency of courts and various legal regimes governing international business transactions and operations. Students will further explore the laws in a variety of areas, including but not limited to: international and European Union law, competition law, intellectual property, professionalism and ethics, compliance and regulatory law, risk assessment, finance, sales, employment, corporations and other business associations, mergers and acquisitions, debtor-creditor relations, secured transactions, bankruptcy and receivership.

Prerequisite: LAW 111P

LEARNING OBJECTIVES

The primary aim of this course is to delve deeper into legal concepts related to business law, particularly with an International and European Law focus.

Knowledge

This course is specifically designed for individuals who will be engaged in the support and protection of the enterprise, no matter where the enterprise is located or in what field the enterprise focuses. Throughout the course, and at the end, students will demonstrate their understanding of material, theoretically and practically. To do so, the student will aspire to achieve the following objectives:

1. Sensitivity to a variety of legal issues facing the business professional today;
2. Become better informed about possible legal conflicts related to business activities, and
3. Gain increased awareness of the legal perspective in future business dealings and transactions.

Skills

This course will call for the successful student to gain:

4. Knowledge of legal terminology and concepts of International and EU Law. Building on Business Law 111P, students are expected to gain a more thorough understanding of the legal framework, terms and concepts related to emerging trends and contemporary legal debates in Business Law, particularly in the International and European context.
5. Identification and use of general legal concepts, taking into account business aspects. Building on Business Law 111P, students are expected to continue to identify general legal concepts and issues related to International and European Business Law and demonstrate use of such legal concepts in a meaningful way as related to business aspects.

6. Critical thinking skills in order to read, understand and evaluate current international and European legal texts. Building on Business Law 111P, students are expected to continue to gain an increased ability to read, understand and evaluate legal texts while demonstrating an increased sensitivity to the importance of ethical considerations in business decision-making (i.e., today, business decision makers need to consider not just whether a decision is “legal,” but also whether it is “ethical”).

COURSE MATERIALS

Essential

- Cheeseman, H.R. (2013). *Business law: Legal environment, online commerce, business ethics, and international issues* (8th ed.). Upper Saddle River, NJ: Prentice Hall. ([Amazon Listing](#))
- Supplemental handouts and course materials, to be distributed during class.

Recommended

- Bartolotti, F. (2008). *Drafting and Negotiating International Commercial Contracts*. France: International Chamber of Commerce
- Blum, B.A. (2013). *Contracts: Examples and Explanations* (6th ed.). United States: Wolters Kluwer Law & Business
- Clarkson, Miller and Cross. (2012). *Business Law Text and Cases* (12th ed.). Canada: South-Western Cengage Learning
- Cunningham, L.A. (2012). *Contracts in the Real World: Stories of Popular Contracts and Why They Matter*. United States: Cambridge University Press
- Emerson, R.W. (2015). *Business Law* (6th ed.). United States: Barron’s Educational Series
- Fried, C. (1981). *Contract as Promise*. United States: President & Fellows of Harvard College
- Roszkowski, M. (2011). *Business Law Principles, Cases and Policy* (7th ed.). United States: West Publishing Co.
- Schaffer, Agusti and Earle (2009). *International Business Law and Its Environment* (7th ed.). United States: South-Western Cengage Learning

GRADING SCALE OF VESALIUS COLLEGE

The Vesalius College grading policy, in line with the Flemish Educational norms, is as follows:

Letter grade	Scale of 20	Scale of 100
A	17.0-20.0	85-100
A-	16.1-16.9	81-84
B+	15.3-16.0	77-80
B	14.5-15.2	73-76
B-	13.7-14.4	69-72
C+	13.1-13.6	66-68
C	12.3-13.0	62-65
C-	11.5-12.2	58-61
D+	10.7-11.4	54-57
D	10.0-10.6	50-53
F	0-9.9	0-49

COURSE ASSESSMENT

Students will be evaluated on the basis of their performance as follows:

<input type="checkbox"/>	Case Studies/Reports	15%	Your Score: _____/15	Due: Weekly
<input type="checkbox"/>	Individual Research Paper	15%	Your Score: _____/15	27 September
<input type="checkbox"/>	Group Presentation	20%	Your Score: _____/20	24-29 November
<input type="checkbox"/>	Midterm Examination	20%	Your Score: _____/20	6 October
<input type="checkbox"/>	Final Examination	30%	Your Score: _____/30	5-9 December, TBA
TOTAL 100% Your Score: _____/100				

DESCRIPTION OF ACTIVITIES AND GRADING CRITERIA

Learning, Teaching and Assessment Strategies

This course combines interactive classroom lectures with case studies, self-learning and directed reading. Students will be required to prepare specific topics before each class in order to be able to engage with peers and the Professor in a substantive and meaningful manner during classroom sessions. At least two sessions will be based on students' preparation, documented by written reports/PowerPoint presentations, to be submitted electronically prior to the start of class.

Assessment Scheme

Formative feedback will be provided following case studies and other learning activities. These include self-check activities specifically designed to provide guidance and feedback. Summative assessment consists of three components, selected to ensure students demonstrate an overall understanding of relevant legal concepts and techniques, as well as the ability to apply and critique them in appropriate contexts.

Students are reminded to always consider Who, What, Where, Why, When and How when preparing materials for this class, as well as to recall the appropriate legal writing structure of IRAC.

All assignments will be graded on a 60/20/20 scale:

- 60% Content
- 20% Organization and Mechanics
- 20% Formatting, Structure, Respect for Intellectual Property

For a description of the 60/20/20 rubrics and activities required for the course, please see the Course Assignments section of the Syllabus and the Appendices.

RESEARCH & CITATION REQUIREMENTS

All resources must be available in English. If you have found a resource that you would like to use, which is not in English, please request a confirmation of its acceptability by sending an email to the Professor with a link.

All students should submit papers in MLA or APA Style. You are responsible for ensuring your citations are correct, even if a citation guide or generator gives you the incorrect citation.

All students are expected to remain professional, with the highest ethical standards, especially regarding the citation of references and any materials used in the process of writing and presentation. Plagiarism will receive ZERO credit. An improper citation is not plagiarism, however; an improper citation shows an *intent* to credit the original author of the information cited. In cases of improper citations, a reduction of credit is appropriate.

Experience has shown that students often do not go much further than Google, Bing, Wiki or Yahoo for resources in papers. Because of this, the following requirements for references have been instituted. Do not use a website that is not a .gov or .edu without prior written permission from the Professor:

- 1) Individual Assignments:
 - a. At least six (6) references are required, comprised of at least five (5) scholarly publications and one (1) judgment. Two (2) references may be from academic (peer-reviewed) or governmental sites. Helpful hint: Your textbook should always be a reference!
- 2) Group Assignments:
 - a. At least nine (9) references are required, comprised of at least six (6) scholarly publications and one (1) judgment. Two (2) references may be from academic (peer-reviewed) or governmental sites. Helpful hint: Your textbook should always be a reference!

FURTHER DESCRIPTION OF ASSESSMENT ACTIVITIES AND GRADING CRITERIA

Assignment	%	Due
Case Studies/Reports	15%	Weekly
Individual Research Paper*	15%	27 Sept
Group Presentation & Outline*	20%	24/29 Nov
Midterm Exam	20%	6 Oct
Final Exam	30%	5-9 Dec, TBA

* Drafts/Topics due prior to these dates with deadlines. See Course Schedule.

ADDITIONAL COURSE POLICIES

Emergencies

In the event a **third party** needs to contact me, please direct them to my contact information listed under "Contact Details." A *third party should never use your login credentials to gain access to PointCarre.*

Assignments

1. NO late assignments are accepted. All assignments are due at or before 10:00 am on the date of class. This is a zero tolerance, no exceptions policy, unless otherwise approved by the Dean.
2. All assignments must be submitted via Turnitin prior to class. In addition to Turnitin, all assignments must be submitted as a hard copy at the beginning of class on the date on which it is due. Failure to submit the hard copy to the Professor on or before the date on which it is due (or prior to that date) will result in the assignment marked as a late assignment.
3. Technological issues are not considered valid grounds for late assignment submission. In the event of a Vesalius/VUB server outage, students should still submit assignments through email before the deadline. When systems are restored, students should submit those assignments through the regular submission process.
4. Saving Files. Please save your files and submit them to on paper and electronically, labelling them in the following format: **YYYY-MM-DD Last Name, First Name Assignment Description** OR **YYYY-MM-DD Group Name (Group Leader- First Name) Assignment Description**. For example, I would name a file like so: *2016-10-29 Smith, John XYZ Paper* OR *2016-10-29 Team A (Group Leader - Jane) Project XYZ*.

Classroom Management Policies

1. I reserve the right to award all graded items the points as I deem appropriate and earned, and do so at my sole discretion.

2. *Arriving late and leaving early will naturally impact your grade.* Being present and engaged allows you the opportunity to ask questions and get the answers you need to succeed. I will always do my best to start class on time. As a courtesy to your colleagues, please be on time.
3. *We all deserve respect.* We treat and answer each other respectfully. I will always try to use your first or last name with a title (i.e. Mr. Johan, Mr. Smithers or Ms. Janae, Ms. Janski), thus, I expect the same in return.
4. *We are all here to learn.* Substantive participation is required. Merely stating an opinion is not substantive, nor is simply agreeing with someone. If you state an opinion or agree with someone else, be prepared to back it up and stand your ground (or concede a point). If the classroom discussion is getting too far off point, I may need to intervene to bring the class back to topic.
5. *Technology has a time and a place.* Use of cell phones during class is strictly forbidden. If you have an emergency and need to be available by phone during class, please see the Professor before the start of class. Please turn your cell phones off or on silent prior to class. Please do not text in class (this includes instant messaging or other methods of communication, regardless of the device). This is a strict policy, but necessary and out of respect for yourself, your colleagues and the Professor. Using computers in class is a privilege, not a right, and abuse of technology by even one student will lead to a zero-computer policy for the entire class.
6. *Learning comes in many forms.* There will be times when you are requested to turn off your computers and participate with your textbook, pen or pencil and paper, thus, please always bring these items with you, even if you take notes with a computer.

ACADEMIC HONESTY STATEMENT

Academic dishonesty is **NOT** tolerated at Vesalius College, and shall not be tolerated in this course. I have a zero tolerance plagiarism policy. If you have doubts about how to cite correctly, please let me know. I am happy to refer you to the appropriate resources.

Please note that this zero tolerance plagiarism policy includes all materials submitted in this class, formal or informal. Do not simply use the internet to search for answers to the questions- I am very aware of the websites (pay or free) that claim to have the correct answers and I check them regularly. Additionally, I will always check plagiarism on all assignments turned in, as well as on the final exam and the final presentation.

Please use your own work, and please always first cite to the textbook, using proper citation mechanics, including quotation marks for direct quotes with page numbers. Please take the few additional minutes to complete the assignment yourself. You'll learn more that way and you'll be glad that you did.

Academic honesty is not only an ethical issue but also the foundation of scholarship. Cheating and plagiarism are therefore serious breaches of academic integrity and are not to be taken lightly, especially as Advanced Business Law students prepare for careers in the legal profession, where respect for intellectual property is a requirement.

Following the College policy, cheating and plagiarism cases will be communicated in writing to the Associate Dean for Students and submitted to the Student Conduct Committee for disciplinary action.

If you refer to someone else's work, appropriate references and citations must be provided. Grammar, spelling and punctuation count, so use the tools necessary to correct before handing in assignments.

Helpful Hint: As you prepare for your papers and other written assignments, please note that there are several free tools available that can assist you in tracking your sources. I personally use Zotero and find it to be quite helpful. We will revisit this hint during our discussions about your assignments.

COURSE SCHEDULE

Classes	Dates	Topics and Assignments
Weeks 1 & 2	23 Aug 25 Aug 30 Aug 1 Sept	<p>Welcome to Advanced Business Law!</p> <p>Module 1: Reviewing the Origin, Nature and Function of the Law</p> <ul style="list-style-type: none"> <input type="checkbox"/> Focus: Origin, Nature and Function of the Law <input type="checkbox"/> Focus: Legal Forms of Business <input type="checkbox"/> Focus: Alternative Dispute Resolution <p>Objectives – By the end of this module, you should be able to:</p> <ul style="list-style-type: none"> <input type="checkbox"/> 1.1 Differentiate among the legal forms of business <input type="checkbox"/> 1.2 Differentiate among non-judicial methods of alternative dispute resolution. <p>Required Learning Activities:</p> <ol style="list-style-type: none"> 1) Business Law, Ch. 3 2) Business Law, Ch. 34 3) Business Law, Ch. 35 4) Business Law, Ch. 36 5) Business Law, Ch. 39 6) Business Law, Ch. 40 <p style="text-align: center;">INDIVIDUAL PAPER TOPIC & CASE REQUEST DUE ON 1 SEPTEMBER AT 10:00 AM VIA EMAIL AND BY HARD COPY.</p>
Weeks 3 & 4	6 Sept 8 Sept 13 Sept 15 Sept	<p>Module 2: Torts, Contracts & Property Law</p> <ul style="list-style-type: none"> <input type="checkbox"/> Focus: Tort Law <input type="checkbox"/> Focus: Contract Law <input type="checkbox"/> Focus: Property Law <p>Objectives – By the end of this module, you should be able to:</p> <ul style="list-style-type: none"> <input type="checkbox"/> 2.1 Differentiate among types of torts. <input type="checkbox"/> 2.2 Identify potential tort risks that arise in the business context. <input type="checkbox"/> 2.3 Apply the risk management process to mitigate business risk. <input type="checkbox"/> 2.4 Identify the major components of the formation of contracts. <input type="checkbox"/> 2.5 Determine appropriate methods for contract dispute resolution. <input type="checkbox"/> 2.6 Differentiate between personal, real, and intellectual property issues. <input type="checkbox"/> 2.7 Determine appropriate methods to address potential property issues. <p>Required Learning Activities:</p> <ol style="list-style-type: none"> 1) Business Law, Ch. 5 2) Business Law, Ch. 6 3) Business Law, Ch. 7 4) Business Law, Ch. 9 5) Business Law, Ch. 10 6) Business Law, Ch. 11 7) Business Law, Ch. 12 8) Business Law, Ch. 47 9) Business Law, Ch. 48

<p>Weeks 5 & 6</p>	<p>20 Sept 22 Sept 27 Sept 29 Sept</p> 	<p>Module 3: The EU: EU Compliance & Anti-Corruption Legislation (Regulatory Risk & Governance)</p> <ul style="list-style-type: none"> <input type="checkbox"/> Focus: EU Law (Creation and Enforcement) <input type="checkbox"/> Focus: Compliance as a Business Necessity (Risk Management and Internal Audits) <input type="checkbox"/> Focus: Anti-Corruption Legislation <input type="checkbox"/> Focus: Regulatory Risk & Governance <p>Objectives – By the end of this module, you should be able to:</p> <ul style="list-style-type: none"> <input type="checkbox"/> 3.1 Explain how EU law is created and enforced <input type="checkbox"/> 3.2 Understand EU's relationship with its Member States <input type="checkbox"/> 3.3 Differentiate between the EU Institutions <input type="checkbox"/> 3.4 Identify common international actors and partners <input type="checkbox"/> 3.5 Identify essential elements of risk management and internal audits <p>Required Learning Activities</p> <ol style="list-style-type: none"> 1) Read, <i>The European Union Explained: Europe in 12 Lessons</i> (2014), by Corporate Authors: European Commission and DG for Communication, and Private Author: Pascal Fontaine. The publication is available via this link for free. 2) Visit the Official Website of the European Union. Explore the following topics: <ol style="list-style-type: none"> a. How the EU works b. EU Law c. Doing business 3) Additional readings may be provided in class leading up to Module 3. <p>INDIVIDUAL PAPER DUE ON 27 SEPTEMBER AT 10:00 AM VIA TURNITIN AND BY HARD COPY.</p>
<p>Week 7</p>	<p>4 Oct 6 Oct</p>	<p>Review for Midterm Exam Midterm Exam</p>
<p>Weeks 8 & 9</p>	<p>11 Oct 13 Oct 18 Oct 20 Oct</p>	<p>Module 4: International and European Competition Law</p> <ul style="list-style-type: none"> <input type="checkbox"/> Focus: Competition, its Rationale and Origins <input type="checkbox"/> Focus: Key Terms <input type="checkbox"/> Focus: Enforcement and Infringements <input type="checkbox"/> Focus: International and European Legislation <input type="checkbox"/> Focus: International Competition Organisations <p>Objectives – By the end of this module, you should be able to:</p> <ul style="list-style-type: none"> <input type="checkbox"/> 4.1 Explain how competition law is created and enforced <input type="checkbox"/> 4.2 Understand competition partnerships <input type="checkbox"/> 4.3 Differentiate between the different forms of competition <input type="checkbox"/> 4.4 Identify common international actors and partners <input type="checkbox"/> 4.5 Identify essential elements of anti-competitive activities <p>Required Learning Activities</p> <p style="text-align: center;"><u>Part I (Competition, Antitrust)</u></p> <ol style="list-style-type: none"> 1) Visit the International Competition Network's website . <ol style="list-style-type: none"> a) Review the missions of each current working group (5 total). b) Visit the Member Directory. Find the links to the European Commission and its leaders. 2) Following the link above from the Member Directory, visit the EC's Competition website .

		<ul style="list-style-type: none"> a) Review the pages of each of the policy areas. b) Choose one Sector and be prepared to discuss this Sector during the first week of Module 4, using the 5W's and How. c) Review the webpage. Watch the video of "How competition affects your life," under "Competition and You." <p>3) Visit the websites of the US Department of Justice Antitrust Division and the US Federal Trade Commission's Anti-competitive Practices .</p> <ul style="list-style-type: none"> a) Browse the recent case filings of both agencies. b) Read one recent press release from both agencies. <p>4) Visit one of the lists of Antitrust/Competition authorities worldwide .</p> <ul style="list-style-type: none"> a) Note the Chinese Competition Authorities. b) Follow the link in the list to visit the UN's group on competition and read its "About" page. Explore further if you wish. <p>5) Cheeseman, Chapter 46</p> <p style="text-align: center;">Part II (Intellectual Property)</p> <p>6) Review Cheeseman, Chapter 7</p> <p>7) Explore these websites to make yourself familiar with the structure of the site in preparation for an activity in class:</p> <p>8) World Intellectual Property Organization (WIPO)</p> <ul style="list-style-type: none"> a) Review the Directory of Intellectual Property Offices page. <ul style="list-style-type: none"> i) Find your home country's IP office and follow the link to its website. Explore the steps for registering intellectual property. ii) Find Belgium's IP office and follow the link to its website. Explore the steps for registering intellectual property. iii) Find and locate the two US IP offices. Follow the links to their websites. Explore the steps for registering intellectual property. b) Review the IP Services page. <ul style="list-style-type: none"> i) Find the ADR options and click on the link, then find the ADR Rules and Model ADR clauses and review them. <p>9) Office for Harmonization in the Internal Market (OHIM)</p> <ul style="list-style-type: none"> a) Explore the pages for Trademarks and Designs, and watch the video located on each page b) Visit the Law and Practice page. Under Practice, find the Rules on Mediation and review the rules. c) Review the Model Mediation Agreement . <p>10) Compare and Contrast the rules and model clauses/agreements of WIPO and OHIM.</p> <p style="color: red;">GROUP CASE REQUEST DUE ON 18 OCTOBER AT 10:00 AM VIA EMAIL AND BY HARD COPY.</p>
<p>Weeks 10 & 11</p>	<p>25 Oct 27 Oct BREAK 8 Nov 10 Nov</p>	<p>Module 5: Specialty Law (Bankruptcy & Banking)</p> <ul style="list-style-type: none"> <input type="checkbox"/> Focus: Specialty Law Types, Generally <input type="checkbox"/> Focus: International and European Bankruptcy Law <input type="checkbox"/> Focus: International and European Banking Law <p>Objectives – By the end of this module, you should be able to:</p> <ul style="list-style-type: none"> <input type="checkbox"/> 5.1 Explain how specialty law is created and enforced <input type="checkbox"/> 5.2 Understand how to conduct research for International & European Bankruptcy Laws



		<p><input type="checkbox"/> 5.3 Identify common International and European actors and partners</p> <p>Required Learning Activities</p> <ol style="list-style-type: none"> 1) Cheeseman, Chapters 25, 26, 27, 28 2) Visit the European Investment Bank 's website and review the following pages: <ol style="list-style-type: none"> a) About, Part of the EU Family b) Overview of Products c) Overview of Projects 3) Visit the European Commission's Banking and Finance page 4) On the topics page , choose one of the topics listed and review the information provided on that page in preparation for an in-class activity. 5) Under "Related Sites," visit the following banking and finance sites: <ol style="list-style-type: none"> a) European Central Bank b) Single Resolution Board c) European Systemic Risk Board d) European Securities and Markets Authority e) European Insurance and Occupational Pension Authority f) European Banking Authority 6) Under the European Banking Authority's website , browse the following pages: <ol style="list-style-type: none"> a) CEBS Archive b) Legal Framework, under About Us 7) Visit the European Banking Authority's Regulation and Policy page . <ol style="list-style-type: none"> a) Choose one topic and review the material located on that topic's dedicated page. 8) Visit the following International Institutions' websites and review their Home, About and Projects pages: <ol style="list-style-type: none"> a) International Monetary Fund b) World Bank and International Centre for Settlement of Investment Disputes (ICSID) c) World Trade Organization d) Inter-American Development Bank e) International Fund for Agricultural Development 9) Read Chapter 1 of the REGULATION (EU) 2015/848 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL of 20 May 2015 on Insolvency Proceedings (recast) (aka the EU Insolvency Regulation) 10) Article : <i>Here's What Really Happened at that Company that set a \$70,000 Minimum Wage</i> <p>DRAFT GROUP OUTLINE WITH DRAFT LIST OF REFERENCES DUE ON 10 NOVEMBER AT 10:00 AM VIA TURNITIN AND BY HARD COPY.</p>
<p>Weeks 12 & 13</p>	<p>15 Nov 17 Nov 22 Nov</p>	<p>Module 6: Global Legal Issues & Special Business Relationships (You & Your Attorney)</p> <ul style="list-style-type: none"> <input type="checkbox"/> Focus: General legal risks in relation to international business activity <input type="checkbox"/> Focus: Codes of Professionalism and Ethics (International and Regional) <input type="checkbox"/> Focus: Special considerations for Attorney-Client Relationships <p>Objectives – By the end of this module, you should be able to:</p> <ul style="list-style-type: none"> <input type="checkbox"/> 6.1 Evaluate legal risks associated with international business activity <input type="checkbox"/> 6.2 Identify and understand how to research for special codes regulating professions

		<p>□ 6.3 Understand the ethical obligations of certain, unique attorney-client relationships</p> <p>Required Learning Activities</p> <ol style="list-style-type: none"> 1) Business Law, Ch. 54 2) Visit the American Bar Association's International Litigation Section and review the latest rulings 3) Article: Strategies That Mitigate International Business Risks , by Robert Morello, Demand Media 4) Article: Risk Evaluation & Mitigation Strategy , by Jackie Lohrey, Demand Media 5) Review the Official EU Commission TTIP page and the Official US TTIP page <ol style="list-style-type: none"> a) Read the Top 10 Myths about TTIP and TTIP in 6 Pages 6) Review the official Trans-Pacific Partnership page and "Explore the Issues" 7) Visit the EU's page on its relationship with the WTO . Then, visit the WTO's website, via the link provided on the page. <ol style="list-style-type: none"> a) Under "WTO and You," click "Businesses." b) Review that page for important information about your rights as a business. c) Click on "Dispute Settlement" and read about the Dispute Settlement Mechanism under the WTO. d) On the Dispute Settlement page, locate the "Find Disputes Cases" link and click on it. <ol style="list-style-type: none"> i) Search and find one case with a WTO Member State of your choice and a subject matter of your choice. Note the many search options, depending on the type of dispute. ii) Note the date, the parties and the languages of the decisions/documents of the proceedings.
Week 13	24 Nov	Final Presentations, Part 1
Week 14	29 Nov 1 Dec	Final Presentations, Part 2 Review for Final Exam
Week 15	6 Dec 8 Dec	Final Exam, TBA

