BL 3335 – Business Law

**SMU-in-TAOS**

**August 2018 (Class 29)**

**Edwin L. Cox School of Business**

**Southern Methodist University**

**Dallas, Texas U.S.A.**

**Syllabus**

© Barbara W. Kincaid, 2017

**Professor** Barbara W. Kincaid, B.A., J.D., LL.M.

Senior Lecturer in Business Law

**Required Readings**

TextCross, *the Legal Environment of Business,* 10th Edition, (Cengage Learning, 2018, 2015)

ISBN-13: 978-1-305-96370-4

Printed copy recommended

Course Handouts PDF Posted in Canvas under *Files/Course Handouts*

(CH’s) Distributed at the required spring meeting on the Main Campus.

**Slides, Discussion****Questions and Required Readings Updates**

Posted in Canvas under *Files/Assignments*

Printed copy available in July, 2018 with pick-up location to be announced

**Office Hours** Evenings as needed and before the Final Exam

**Contact Information** [bkincaid@smu.edu](mailto:bkincaid@smu.edu)

(214) 537-3741

**Course Mission**

This is a course in legal survival. Its general Learning Goals are to provide students with understanding of basic business law issues sufficient to:

• Identify and discuss the legal implications of business decisions.

• Formulate policies and practice procedures designed to minimize risk of liability and litigation.

• Work effectively with counsel.

• Cultivate effective, long-term, business and professional relationships based on character, competency, and communication.

**Specific Learning Outcomes (SLO’s):** PREI Level 2/ HFA depth credit for philosophy and ethics content.

By the course’s conclusion, students should be able to:

1)  Understand the basis of the American legal system, including the sources of laws and the roles of the legislature and the court system. (Assignment 1)

2)  Understand the definition of tort negligence and the associated remedies. (Assignment 6)

3)  Understand fundamental contract concepts and contract language. (Assignments 10-13)

4)  Understand the basics of employment law. (Assignment 18)

5)  Understand fiduciary duty and the basics of corporate governance. (Assignments 12 and 17)

6)  Understand the concepts of intellectual property, including trade secrets. (Assignment 9)

7)  Demonstrate the ability to critically reflect on or apply the theoretical methods of philosophy or religious studies via a focus on a specific area or set of issues. (All Assignments)

Students may not take a KNW or PRW course while taking this course during this term.

**Disclaimer**

Students should seek legal counsel before attempting to apply course information to any specific situation. Policy considerations prevent the Professor from providing legal advice to current students, former students, their families, or their acquaintances. Students are encouraged to contact their family attorneys, friends, or local bar associations for referral to counsel.

**Honor Code**

The University Honor Code shall be adhered to in letter and spirit. Any academic dishonesty will be addressed by faculty disposition or referral to the Honor Council. Faculty disposition may take the form of grade or other sanctions including but not limited to receiving a “zero” on the affected course work, Professionalism component of the course grade, or entire course.

**Preparation**

Prepare both the Text and Course Handouts (CH) readings before class as directed in the Calendar and Assignments on page 6-9. Print the assigned Slides and Discussion Questions (DQ’s) as well as any additional readings found under *Assignments* posted under *Files*. Prepare handwritten or typed answers to the DQ’s before class and bring these with you in printed form for class discussion along with your Text and Course Handouts (CH’s). Also, review your notes from the previous class and be prepared to answer questions concerning topics previously discussed. Monitor Canvas *Announcements* between classes for changes and clarifications.

Students who wish the privilege of using **Laptops** for note-taking purposes during class must sign and turn in the separate Laptop Agreement before in-class use.

**Accommodations**

Accommodations that may be reasonable during a full semester course may not be feasible given the intensity of the Taos course.

Students requesting **reasonable accommodation** for learning differences or bonafide religious observance must contact the Professor outside of class, at least 48 hours before the accommodation is needed. Only requests accompanied by the appropriate documentation will be considered.

**Religiously observant students** wishing to be absent on holidays that conflict with class should notify the Professor before arriving in Taos and should discuss whether it is feasible to make up any absence given the intensity of the Taos course. University Policy No. 1.9)

**Grading**

Your course grade will be based on Professionalism and the Examinations as follows:

Professionalism 20%

Midterm Examination 40%

Final Examination 40%

Letter grades will be assigned according to the following scale:

93-100 A 83-87 B 73-77 C 0-59 DON'T

90-92 A- 80-82 B- 70-72 C-

88-89 B+ 78-79 C+ 60-69 D

**Professionalism**

Professionalism will be measured by the Professor’s subjective assessment of your business-like approach to the class meetings and course work, careful reading and application of this Syllabus and other instructions, preparation before class, constructive oral participation during class, individual oral presentation of cases, oral preparation of the Discussion Problems, punctual attendance, consistent use of name card, compliance with the Laptop Agreement, performance on the SLO Assessment (below) and quality of overall engagement in the SMU-in-Taos Experience. Absence from all or part of any class is not permitted because of the intensity of the Taos course. Students will be called upon individually to make informal individual oral presentations of assigned cases. Professionalism Extra Credit may be earned by participating in the Extra Credit Opportunity described below and others that could be announced

The SLO Assessment will be administered on the date listed in the Calendar below unless otherwise announced. An assigned reading will be provided in advance. During the assessment, students will be required to apply the reading to a case problem and five related multiple-choice questions.

Professionalism Extra Credit Opportunity: Participation in Wellness and other SMU-in-Taos activities**.** Extra Credit may be earned by participating in a voluntary Wellness, Taos Program, or a local activity and writing a brief typed commentary of the activity. You may earn one point for an activity before the Midterm and one for an activity after the Midterm and before the last class meeting for a total of two points. A Wellness activity is “voluntary” if participation in it exceeds Wellness course requirements or the student is not a Wellness course participant. The summary is due in typed form at the beginning of class on the day immediately following the activity. Late, electronic, or handwritten submissions will not receive credit. Additional Extra Credit opportunities may be announced as the Taos experience unfolds.

**Examinations**

Take Home Exam dates are provided in the Calendar below. Exams may not be taken early, made-up, or turned in late.

The Exams will be distributed and due as provided below unless otherwise announced. Students are required to prepare and submit typed responses to the questions and to work in groups of two students to prepare a joint submission. Students may consult all course resources in preparing their Answers, including classmates outside their own groups. Successful Answers will reflect cooperative, integrated, group preparation and discussion of each question. The most common errors are studying the Text to the exclusion of class notes and Course Handouts, and taking a "divide and conquer" approach to preparing responses to examination questions. Partners may be required to evaluate each other's contributions.

You will be required provide narrative answers. For case problems, you will be asked to clearly identify key facts and issues, specific applicable rules of law, and authority for this applicable law (see below). You will be asked to analyze how the law applies to the facts and to state a likely court holding or other conclusion based on your analysis. You will be expected to consult and reference all applicable course resources and identify these in text or footnotes. Endnotes and lists of works cited will not be permitted. Acceptable references to authority are adequate for the reader readily to access the exact source of your authority. Examples of such citations include:

Comment by the Professor, 1/23/18

Assignment 6, Slide 4

Text narrative, p. 33

*Bad Frog Brewery*, Text p. 110

Texas Long-Arm Statute, CH p. \_\_\_

*Otis Engineering v. Clark*, CH p. \_\_\_

“Pitfalls of Incorporating On-Line Terms”, CH p. \_\_\_

*Kmart v. Trotti* as cited in *McLaren v. Microsoft,* CH p. \_\_\_

In taking the Exams, you may only consult resources from this term's offering of this course. You may not consult anyone other than current students and the Professor in preparing your answers. Seeking tutoring or other unauthorized assistance constitutes academic dishonesty.

**Study Tips**

A significant portion of the overall learning in any law course involves reading, review, and processing outside of class. The quality and amount of this outside study has a direct effect on your ability to be effective in all graded aspects of this course, and, more importantly, to apply this information “out there” in years to come. The following study tips may be helpful if followed before and during your Taos experience.

1. **Read ahead (before coming to Taos) with retention and class participation in mind.**

Reading assignments are carefully chosen and integral to the course. Not all will be discussed in class. Read assignments with pen or highlighter in hand. Make brief notes on each case, statute, feature, and Discussion Question answer so that you can lead class discussion on any of these when called upon to do so. Include page numbers in your notes for easy access when citing authority as required on the Examinations (above).

2. **Come to class ready to hit it.**

Substantial amounts of information are addressed during every class. The pace will be fast but doable. Be prepared and focused. Take notes on your printed or electronic copies of the Slides and Discussion Problems.

3. **Review class notes ASAP after class.**

There is nothing colder than a cold set of law notes. The difference in retention between reviewing the same day of class and even the next is significant, so help yourself by looking over your notes that same day if feasible. Mark areas where reading needs to be reviewed.

4. **Work with your Class Partners between classes.**

Having Partners you can count for trading questions, clarifying materials, and acquiring missed information is particularly useful in any law course and essential in this one. Working with Partners is also required for the Group Take-Home Exam per the Syllabus.

5. **Monitor the Syllabus, postings, and e-mails from the Professor**

Professionalism in business includes consulting available resources before asking your manager. Professionalism in this course requires the same approach. Please be sure you have read the Syllabus and other communications before asking the Professor an administrative question.

6. **Re-process your materials before the Exams are distributed.**

Reprocess your notes on Slides and Discussion Problems into an outline or summary. Do this several times a week and before Exams. Really.

7. **Be confident and consistent.**

Do not let this stuff overwhelm you and don't get behind. You can succeed if you do all the above from day one!

**Calendar and Assignments**

Assignment, Event, and Exam dates are subject to change at the Professor’s discretion. Morning classes will be from 8:30 a.m. until 11:30 a.m. unless otherwise announced. Afternoon classes will generally be from 12:30 p.m. until 3:30 p.m.

Read all listed Text Sections and Pages, Cases, Statutes, and Features, and Course Handout (CH) Pages before class on the date assigned along with the posted Discussion Questions as directed above. Textbook Assignments are limited to the Chapters, Sections, Pages, and Cases specifically listed in this document. Textbook Cases not listed in this Syllabus may be omitted even if found within the assigned pages. Cases and statutes found in Course Handouts are marked (CH).

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| **Due**  **Date** | **Assign.**  **No.** | **Topics, Events, and Exams** | **Text**  **Chapter(s)** | **Text**  **Sections and Pages** | **Cases, Statutes, and Features** | **Course Handout Pages** | |
| Sunday  August 5 |  | Arrival  Class Meeting after dinner  (Outside the dining Hall) |  |  |  | To be Updated  July, 2018 | |
|  |  |  |  |  |  |  | |
| Monday  August 6  A.M.  P.M. | 1  2  3  4 | Introduction  Overview-American Legal System  Business Ethics Introduction  Administrative Regulation  Constitutional Powers and Limitations  Courts Systems  Jurisdiction, Venue, and Standing  Litigation Management | 1  11  5  23  4  2  3  9 | 1-3, pp. 2-12  5, pp. 13-14  7, pp. 19-20  1b, pp. 212-213  1, pp 89-93  1-3a, pp 496-504  5, p 510-511  1-2b, pp. 70 - 80  3a, p. 83  1-3, pp. 26-40  1-6, pp. 48-66 | Feature, p. 9  Feature, p. 72  *Heart of Atlanta Motel,* p. 73  *Bad Frog Brewery*, p. 110  *Mala v. Crown Bay Marina,* p.29  Chart, p. 31  *Gucci America v. Wang Huoqing,* p. 32  Chart, p. 39  *Yellow Freight v. Donnelly,* (CH)  Statutes (Texas): Long-Arm and Venue (CH)  *Brothers v. Winstead,* p. 58  *Scott v. Carpanzano,* p. 91  *Nucci v. Target,* p. 182 | 2-7  8-10  **(Omit 11-15)**  16-23  24-26 | |
| **Due**  **Date** | **Assign.**  **No.** | **Topics, Events, and Exams** | **Text**  **Chapter(s)** | **Text**  **Sections and Pages** | **Cases, Statutes, and Features** | **Course Handout Pages** |
| Tuesday  August 7  A.M.  P.M. | 5  6  7 | Alternative Dispute Resolution (ADR)  Negligence:  Tort Reform  Premises Liability  Defenses  Intentional Torts:  Assault, Battery, False Imprisonment, Defamation of Character  Intentional Infliction of Emotional Distress  Invasion of Privacy  Data Breach  Fraudulent Misrepresentation  Deceptive Trade Practices | 2  6  6  9  4  6  9  20  6  26 | 4-5, pp. 40-45  1, pp. 112-113  4, pp. 125-129  5, p. 129-131  2a-e, pp. 113-118  2h, p.122  4-5, pp. 178-182  4, pp. 84-86  2f, pp. 118-120  3b, pp. 177  6, pp 182-184  5, pp. 449-450  2g, pp. 120-122 | Feature, p. 107  Feature, p. 267  *Otis Engineering v. Clark* (CH)  *Read v. Scott Fetzer* (CH)  Statute: Exemplary Damages (CH)  *Taylor v. Seattle (Mariners)* p. 129  *Hinkal v. Pardoe,* p. 243  Volcanic Gardens v. Beck (CH)  Statutes: Proportion, Responsibility, Alcoholic Bev. (CH)  *Blake v. Giustibelli*, p 115  *David v. Textor,* p. 180  *Dillard v. Silva* (CH)  *Randall's Food Market v. Johnson* (CH)  Feature, p. 179  Feature, p. 230  *McLaren v. Microsoft* (CH)  *Revell v. Guido,* p. 120  *Stambovsky v. Ackley,* p. 556  Statute: Deceptive Trade Practices (CH) | 27-30  31-53  53-62  63-76 |
|  |  |  |  |  |  |  |
| Wednesday  August 8  A.M.  P.M.  (until 2:00 pm) | 8  9 | Product Liability  Strict Product Liability  U.C.C. Warranties  Intellectual Property:  Contracts, Patents, and Copyrights  **Take Home Midterm Questions Distributed in printed form at end of class** | 7  14  8  9 | 1-3a, pp. 134-139  3c, pp. 140-143  4, pp. 144-146  6, pp.307-309  2-3, pp. 157-165  2, pp. 174-175 | *Bruesewitz v. Wyeth,* p. 138  Texas Patterned Jury Charges – Product Liability (CH)  *Brown Forman v. Brune* (CH)  Feature, p. 9 (review)  Feature, p. 159  *Winstead v. Jackson,* p. 161 | 77-92  93-104 |

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **Due**  **Date** | **Assign.**  **No.** | **Topics, Events, and Exams** | **Text**  **Chapter(s)** | **Text**  **Sections and Pages** | | | **Cases, Statutes, and Features** | **Course Handout Pages** |
| Thursday  August 9  A.M.  P.M. |  | **Midterm Exams due electronically**  **Time to be announced**  Reading Day |  | |  |  | |  |
|  |  |  |  |  | | |  |  |
| Friday  August10  A.M.  P.M. | 15 | **SLO Assessment**  Law Class Movie – *A Civil Action*  Time to be Announced  Environmental Law (CERCLA)  Optional Bonus Activity | 25 | 5, pp. 573-575 | | | (Reading to be posted) | 161-164 |
|  |  |  |  |  | | |  |  |
| Sunday  August 12 |  | **Sunday Night Cookout**  **Duties** |  |  | | |  |  |
|  |  |  | | | | | | |
| Monday  August 13  A.M.  P.M. | 9  Cont.  10  11 | Trademarks and Trade Secrets  Offer and Acceptance  Wrongful Interference  Consideration  Statute of Frauds  Promissory Estoppel | 8  9  19  12  14  12  6 | 1, pp. 150-156  1b-f, pp. 171-174  1, p. 419  1-3, pp. 234-248  1-2a-b, pp. 284-289  4, pp. 248-253  7, p. 256  2i, p. 123 | | | *LFP IP v. Hustler Cincinnati,* p. 153  *Hasbro v. Internet Entertainment Group,* p. 173  *Lucy v. Zehmer,* p. 238  Chart, p. 285 | 105-113  114-118  119-123 |
|  |  |  |  |  | | |  |  |
| Tuesday  August 14  A.M.  P.M. | 12  13 | Legality  Public Policy  Non-competition agreements  Voluntary Consent  Capacity  Contract Performance and Discharge  Breach  Remedies | 12  14  3  12  13  13 | 6, pp. 254-256  2e, pp 290-291  5, pp. 253-254  1, 00. 262-267  2-6, pp. 267-281 | | | Feature, p. 257  *Jones v. Star Credit,* p. 291  *Expresso Disposition v, Santana,* p. 54  *Molnari v. Palmer* (CH)  *Rich & Whillock v. Ashton* (CH)  *Kohel v. Bergen Auto,* p. 270  *Kent State University v. Ford,* p. 277  *Merry Homes v. Lui* (CH)  *Fontana v. Agosta* (CH) | 124-141  142-148 |

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **Due**  **Date** | **Assign.**  **No.** | **Topics, Events, and Exams** | **Text**  **Chapter(s)** | **Text**  **Sections and Pages** | **Cases, Statutes, and Features** | **Course Handout Pages** |
| Wednesday  August 15  A.M.  P.M**.** | 14  15  Cont.  16 | Real Property – Land Use  Marital Property  Land Use  Environmental Law  White Collar Crime  Foreign Corrupt Practices  Cybercrime  Antitrust  Mail Fraud  Wire Fraud  Money Laundering  RICO  Insider Trading  Cover up Crime | 26  25  5  10  27  28 | 2e, pp. 553-555  3d-5, pp. 559-565  1-2, pp. 563-565  5b, pp. 102-103  1-3, pp. 187-198  6, pp. 204-208  1-3, pp. 569-577  2, pp. 595-599 | *Montgomery County v. Bhatt,* p. 559  Feature, p. 562  *Dengler v. City of Groves* (CH)  *City of Dallas v. Vanesko* (CH)  *Friends of Animals v. Clay*, p. 533  Chart p. 535  Feature p. 610  Feature, p. 191  *People v. Sisuphan*, p. 195  *McWare v. FTC,* p. 574  *Weyerhaeuser v. Ross-Simmons Hardwood*, p. 576  Chart, p 582  *U.S. v. Hilton* (CH)  *SEC v. Texas Gulf Sulphur*, p. 596 | 159-160  165-167  168-187 |
|  |  |  |  |  |  |  |
| Thursday  August 16  A.M.  P.M. | 17  18  18  Cont. | Corporate Governance:  Whistle blower Protection  Employment Regulation  Labor Law  Retaliation  Employment Regulation  Discrimination  **Final Examination distributed at close of class** | 18  28  5  19  20  21 | 4c, pp. 402-405  4, pp. 603-606  2b, pp. 93-94  1, pp. 416-419  1-3, pp. 438-446  1-5, 453-473 | *Guth v. Loft,* p. 404  Chart, p. 606  *Moseley v. Pepco Energy,* p. 100  *Nguyen v. Technical & Scientific* (CH)  Feature, p. 442  *Bailey v. TitleMax of Georgia,* p. 443  *Ballard v. Chicago Park District,* p. 445  *Lewis v. Twenty-First Century Bean Processing*, p. 56  Feature, p. 457  *Bauer v. Lynch,* p. 458  *Young v. United Parcel Service,* p. 459  *Roberts v. Mike’s Trucking,* p. 462 | 188-197  198-207  208-210 |
|  |  |  |  |  |  |  |
| Friday  August 17 |  | **Final Examination due**  **Time to be Announced** |  |  |  |  |

**Name\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**Taos August Term 2017**

**Student Information**

Due in printed form at A.M. class Beginning

Tuesday, August 7

© Barbara W. Kincaid, 2018

Name:

Please place a picture of yourself in this area. (It will not be returned.)

Preferred first/middle name:

Cell phone:

SMU E-mail:

Casita:

Targeted Graduation Date:

Major(s)

Concentration

Home Town & Country

Work experience (current position):

Greatest Life Adventure to date:

Favorite mountain activities:

Main campus activities: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Read any good books lately?

What current movies do I need to see?

Other good stuff about you:

**Your signature as it would appear on an attendance sheet:**