

University of Wisconsin Oshkosh
College of Business Administration
BUS 28-793

Business Environments: Law, Regulation and Ethics

Course Outline, Spring Semester 2012, First 7-week Term

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Course Description

This course involves a study of public laws, government regulations and the influence of ethics on business. A course objective is to prepare students to be able to recognize problem areas and engage in legal and ethical analysis to manage risk. The course generally examines business ethics and social responsibility, dispute resolution, duties and liabilities of managers and their organizations to their stakeholders, administrative law, securities regulation, antitrust law, employment and diversity regulation, environmental regulation, product liability, consumer protection, and the regulation of international trade.

Required Textbooks

Textbook: *Business Environments: Law, Regulation and Ethics*, Mann/ Roberts, *et. al.* South-Western College Publishing Company [ISBN 0-324-06419-5].

Cases: All of the cases in the course are essential material and can be found in the Lexis-Nexis data base which can be accessed via the Internet through the UW-Oshkosh web page.

GRADING SYSTEM			
<u>Relative Weights</u>		<u>Tentative Grading Scale</u>	
Research Paper	70 points	A 93-100%	C 73-77%
Examination	120 points	AB 88-92%	F 0-72%
Communication	110 points	B 83-87%	
MAXIMUM	300 points	BC 78-82%	

- **Final Grade Determination:** The final grade are determined by making an array of the students' total points in numerical order and then arbitrarily dividing the students into groups for assigning common grades.

Description of Grading Ingredients

Research Paper

1. Each student must submit a research paper dealing with the application of ethics and law.
2. The paper must be 10 to 15 pages in length, 12 pitch type, line spacing 1.5 to 2.0, margins of 1 to 1.25 inch, and be printed on only one side of each page.
3. The paper is due at or before the beginning of class on *March 1, 2012*.
4. **Late Paper Policy:** Ten points are deducted for each day that the paper is late.
5. **Plagiarism Policy:** If a student commits plagiarism, the student will be subject to all of the university's sanctions.

Examination

1. There will be two examinations consisting of objective questions administered in this course.
2. The exams will test any or all of the applicable material, including the presentation of cases by other students.
3. **Make-up Policy:** If a student does not take the exam "with the class," Five points are deducted from the student's total points for the class (except students with a disability supported by documentation).

Communication

1. This includes class participation, oral presentations, summaries/briefs, documentary reviews, "extra-credit," attendance, etc (Sum \leq 110 points).
2. Cases. Each student must make choose One case that is listed with the reading assignments and prepare a written summary/brief, as well as present an oral presentation thereof. The cases are on a first-come-first-serve basis. The sign-up sheet for the cases will be posted on D2L and will be updated daily. Please email me with your case selection. I will confirm that that case is still available and then update your name to the list posted on D2L. This exercise will be done individually. The student(s) must: email to each student in the class and the professor, a copy of their written summary/brief and the PowerPoint or other presentation that they have prepared. The summary/brief of their case shall be 4-6 pages in length (40 points each). The student shall make an oral presentation (20

points each) thereon. For each presentation, as an introduction, the presenter(s) should provide a brief overview of that specific legal area. When presenting the case(s), the student(s) should explain the significant facts, issues, rules of law, arguments of the parties, major precedents, majority opinion, dissenting opinion, etc. The presentation will be evaluated for: organization (8 points), coverage of material (16 points), effectiveness of communication (8 points), and management of time (10 minutes) (8 points). Information on how to prepare a PowerPoint presentation with voice overlay is included in the content section of D2L. It is strongly recommended that this be used the presentation of your case. In order to give everyone the same amount of time to prepare their case summary/brief, students may hand in a rough draft at the time of their presentation and then are allowed to hand in a final draft of on or before ***March 11, 2012***.

3. Documentary Review. A documentary review is a written analysis of the documentaries that are posted on D2L with each respective topic of materials. It is the responsibility of the student to watch the documentary and have the documentary review submitted to the drop box on D2L by the date stated in this syllabus. Students shall be ready to participate in discussions regarding such documentaries through the discussion area of D2L (10 points each of the 5 documentaries that will be posted).

4. Class Participation. Due to the on-line nature of this class, class participation will be done through discussion questions that can be found on D2L. The more you participate with educated and quality responses the better your participation grade will be.

The objective of the course is to provide you, the graduate student, with an understanding of the regulatory environment and its impact on business so that you are better prepared to effectively manage organizations within the legal, political and ethical constraints established by society and enforced by its regulatory agents.

Readings and Topics

Week 1 – Legal Process/Dispute Resolution and Agency Law: Duties of Directors, Officers & Managers

Dates: January 30, 2012 – February 5, 2012

Textbook:

Chapters entitled “Legal Process”, “Relationship of Principal and Agent”, and “Relationship with Third Parties.”

Week 2 – Employment Law: Diversity Regulation

Dates: February 6, 2012 – February 12, 2012

Textbook:

Chapter entitled “Employment Law.”

Cases:

1. *International Union, United Automobile, Aerospace and Agricultural Implement Workers of American, UAW vs. Johnson Control, Inc.*, 499 U.S. 187, 111 S. Ct. 1196, 113 L.Ed.2d 158 (1991) (Civil Rights Act of 1964 and Pregnancy Discrimination Act; Defenses)
2. *Ricci v. Destefano*, 129 S.Ct. 2658, 174 L.Ed.2d 490 (2009)(Proving Discrimination)
3. *Faragher v. City of Boco Raton*, 524 U.S. 775, 118 S.Ct. 2275, 141 L.Ed.2d 662 (1998) (Sexual Harassment)
4. *Toyota Motor Manufacturing, Kentucky, Inc. v. Williams*, 534 U.S. 184, 122 S. Ct. 681 (2002)(Discrimination Based on Disability)
5. *Jasper v. H. Nizam, Inc.*, 764 N.W. 2d 751 (2009)(Termination at Will)

Documentary: The High Price of Low Cost

Week 3 – Securities Regulation: Investor Protection

Dates: February 13, 2012 – February 19, 2012

Textbook:

Chapter entitled “Securities Regulation.”

Cases:

1. *SEC v. Edwards*, 540 U.S. 389, 124 S.Ct. 892, 157 L.Ed.2d 813 (2004)(Definition of Security)
2. *Escott v. Barchris Construction Corp.*, 283 F.Supp. 643 (1968)(Liability for False Registration Statement)
3. *Stoneridge Inv. Partners, LLC v. Scientific-Atlanta*, 552 U.S. 148, 129 S.Ct. 761, 169 L.Ed.2d 627 (2008)(Rule 10b-5)
4. *United States v. O’Hagan*, 521 U.S. 642, 117 S.Ct. 2199, 138 L.Ed.2d 724

- (1997)(Insider Trading)
5. *Schrieber v. Burlington Northern, Inc.*, 472 U.S. 1, 105 S.Ct. 2458, 86 L.Ed.2d 1 (1985)(Fraudulent Tender Offers)

Documentary: The Inside Job

Week 4 – Products Liability and Consumer Protection

Dates: February 20, 2012 – February 26, 2012

Textbook:

Chapters entitled “Products Liability: Warranties and Strict Liability in Tort” and “Consumer Protection.”

Cases:

1. *Belden Inc. v. American Electronic Components, Inc.*, 885 N.E.2d 751, 66 UCC Rep.Serv.2d 399 (2008) (Express Warranties)
2. *In re L.B. Trucking, Inc.*, 168 BR 709, 23 UCC Rep.Serv.2d 1092 (1994)(Express Warranties/Implied Warranties)
3. *WOMCO, Inc. vs. Navistar International Corporation*, 84 S.W.3d 272, 48 UCC.Rep.Serv.2d 130 (2002)(Disclaimer of Warranties)
4. *Kelso v. Bayer Corporation*, 398 F.3d 640 (2005)(Failure to Warn)
5. *Greene v. Boddie-Noell Enterprises, Inc.*, 966 F.Supp. 416 (1997)(Unreasonably Dangerous)

Documentary: Hot Coffee

Week 5—Antitrust Law: Regulating Competition

Dates: February 27, 2012 – March 4, 2012

Textbook:

Chapter entitled “Antitrust.”

Cases:

1. *American Needle, Inc. v. National Football League*, 560 U.S. ____ (2010)(Restraint of Trade/Concerted Action)
2. *Leegin Creative Leather Products, Inc. v. PSKS, Inc.*, 551 U.S. 877, 127 S.Ct. 2705, 168 L.Ed.2d 623 (2007)(Price Fixing)
3. *Eastman Kodak Co. v. Image Technical Services Inc.*, 504 U.S. 451, 112 S.Ct. 2072, 119 L.Ed.2d. 265 (1992)(Tying Arrangements/Monopoly)
4. *Hospital Corporation of American v. FTC*, 807 F.2d 1381 (1986)(Horizontal Merger)

Documentary: The Informant

Week 6—Environmental Regulation and Regulation of International Trade

Dates: March 5, 2012 – March 11, 2012

Textbook:

Chapters entitled “Environmental Law” and “International Business Law.”

Cases:

1. *Massachusetts v. Environmental Protection Agency*, 549 U.S. 497, 127 S.Ct. 1438, 167 L.Ed.2d 248 (2007)(Clean Air Act)
2. *South Florida Water Management District v. Miccosukee Tribe of Indians*, 541 U.S. 95, 124 S.Ct. 1537, 158 L.Ed. 2 (2004)(Clean Air Act: NPDES)
3. *United States v. Bestfoods*, 524 U.S. 51, 118 S.Ct. 1876, 141 L.Ed.2d 43 (1998) (The Superfund)
4. *Saudi Arabia v. Nelson*, 507 U.S. 349, 113 S.Ct. 1471, 123 L.Ed.2d 47 (1993)(Sovereign Immunity)
5. *F. Hoffman-La oched, Ltd. v. Empagran S.A.*, 542 U.S. 155, 124 S.Ct. 2359, 159 L.Ed.2d 226 (2004)(Antitrust)
6. *Securities and Exchange Commission v. Berger*, 332 F.3d 187 (2003)(Securities Regulation)

Documentary: Crude

Week 7—Paper is Due and Exam is Given

Dates: March 12, 2012 – March 18, 2012

NOTE: *This syllabus is subject to change at professor’s sole discretion.*