

University of North Texas at Dallas
Spring 2016
SYLLABUS

BLAW 3430-004: Legal & Ethical Environment of Business 3 Hrs
(Wednesday Night Class)

Department of:	Finance and Law	School of:	Business
Instructor Name:	Phillip C. Umphres		
Office Location:	Adjunct Faculty Center (Founders Hall, DAL 2-302A)		
Cell Phone:	214-558-1285		
Email Address:	Phillip.Umphres@untdallas.edu		
Office Hours:	By Appointment Only		
Course Format & Structure:	"Face to Face" classroom instruction.		
Classroom Location:	Founders Hall, DAL 2-306		
Class Meeting Day & Times:	Wednesdays 7:00 PM -- 9:50 PM		
Course Catalog Description: BLAW 3430: Legal and Ethical Environment of Business. 3 hours. Historical, economic, political and ethical bases of contracts and sales, including the Uniform Commercial Code, and the impact of regulatory agencies on business enterprise.			
Prerequisites:	PSCI 1040 and PSCI 1050, or equivalent		
Co-requisites:	None		
Required Text: <i>Essentials of Business Law and the Legal Environment</i> , also titled in some versions as <i>Business Law and the Regulation of Business</i> . Under both titles the authors are Mann and Roberts. Either the E-book or print version is perfectly fine. Current edition of the book is the 12 th (published 2015). However, the 11 th edition is also acceptable as the difference in the two editions is not material for this course.			

Course Goal and Overview:

The goal of this course is to introduce students to the legal and ethical environment in which businesses operate and to provide an understanding of the challenges organizations face in managing legal risks. The course begins with an overview of the concept of "business ethics" and an overview of the legal processes and legal system in which business operates in the United States. The majority of both the reading and the class lecture time will cover some of the major substantive areas of law that impact business, to include contract law, tort and personal injury law, business crimes, real property law and a survey of some of the key areas in which government regulates business practices (to include securities regulation, employment law, secured transactions and bankruptcy.)

Learning Objectives/Outcomes: At the end of this course, the student should:	
1	Understand the concept of “Business Ethics” and how “Ethics” relates to, compliments and differs from “Law.”
2	Understand the interaction of the state court systems, federal court system and administrative agencies in terms of how they impact the operation of business.
3	Have an understanding of the sources of law governing business operations, to include constitutional law, statutory law, agency & regulatory law and the common law.
4	Have a basic understanding of the following areas of substantive law that most commonly effect business decisions and business operations: contract law, tort, administrative and personal injury law, criminal law (with particular emphasis on business frauds), agency law, the law of business organizations (partnerships and corporations), bankruptcy law, intellectual property law (e.g., patents, trademarks and copyright), employment law.
5	The student should also understand what the Uniform Commercial Code is, how it is structured, and have a basic familiarity with Articles 2, 3, 4 and Article 9 of the UCC.
6	Have developed critical thinking skills needed to make informed legal and ethical decisions for real-life business organizations by learning how to spot legal and ethical issues, engage in a comprehensive risk-benefit analysis, and make decisions supported by good-faith business judgments.
7	Develop a knowledge base that will allow the student to communicate more effectively with legal professionals about business legal matters.

Course Outline

Read and be prepared to discuss on the class dates listed below the indicated chapters in the assigned textbook. This schedule is subject to change by the Instructor. Any changes to this schedule will be communicated by the instructor either orally or by written broadcast email message to the class.

Class Number & Date	Topics	Reading & Materials
Class 1 Aug 24	Introduction to Law and Ethics; Sources of Law effecting Business; Constitutional Law. Be prepared to discuss Pharmakon Drug Company ethics case included in textbook at end of Chapter 2	Chapters 1, 2 & 4
Class 2 Aug 31	The Civil Dispute Resolution System; Administrative Law; Criminal Law	Chapters 3, 5 & 6
Class 3 Sept 7	Intentional Torts; Negligence & Strict Liability; Review for Exam 1	Chapters 7 & 8
Class 4 Sept 14	Exam 1	Exam 1 covers materials in Chapters 1 through 8 and anything discussed in Classes 1-3
Class 5 Sept 21	Introduction to contract principles; Requirement for “Mutual Assent”; Conduct Invalidating Assent	Chapters 9, 10 & 11

Class 6 Sept 28	Consideration; Illegal Bargains; Contractual Capacity; Contracts in writing	Chapter 12, 13, 14 & 15
Class 7 Oct 5	Third Parties to Contracts; Performance, Breach & Discharge; and Contract Remedies; Review for Exam 2	Chapters 16, 17 & 18
Class 8 Oct 12	Exam 2	Exam 2 covers materials in Chapters 9 through 18 and anything discussed in class since Exam 1
Class 9 Oct 19	Introduction to the Uniform Commercial Code; Sales & Leases; Negotiable Instruments	Chapters 19, 24 & 25
Class 10 Oct 26	Secured Transactions; Bankruptcy; Law of Agency	Chapters 37, 38, 28 & 29
Class 11 Nov 2	Introduction to Business Associations; General Partnerships, Limited Partnerships and Limited Liability Companies; Review for Exam 3	Chapters 30, 31 & 32
Class 12 Nov 9	Exam 3	Exam 3 covers materials in Chapters 19, 24, 25, 28-32, 37 & 38 and anything discussed in class since Exam 2
Class 13 Nov 16	Nature and Formation of Corporations; Financial Structure & Management of Corporations	Chapters 33, 34 & 35
Class xx Nov 23	No Class – It's the night before Thanksgiving, for heaven's sake!	
Class 14 Nov 30	<i>Research assignment due!</i> Survey of selected areas in which Government regulates business, to wit: Securities Regulation; Intellectual Property Law; Employment Law; Antitrust Law Review for Exam 4	Chapters 39, 40, 41 & 42
Class 15 Dec 7 (or whatever other date is scheduled by the administration for final exams for this class)	Exam 4	Exam 4 covers materials in Chapters 33, 34, 35, 39, 40-42 and anything discussed in class since Exam 3

Course Evaluation Methods

This course will use the following instruments to determine student grades and proficiency of the learning outcomes for the course.

Exams – Four non-cumulative written exams will be given consisting of a combination of multiple-choice, true-false, short answer and essay questions designed to measure knowledge of presented course material. Exam questions will include material from the written assignments in the assigned textbook as well as material and topics addressed in the class lectures that may be in addition to that contained in the textbook. Exam Four will be given on whatever date the administration schedules final exams for the scheduled class period (typically, the same day and time exactly one week after the last scheduled class).

On-line research assignment – In addition to the four exams, the student will be required to complete an on-line research assignment involving a guided exploration of the Texas Secretary of State's SOS document filing website. This project is designed to acquaint the student with an important research portal used by businesses in the State of Texas. The project should take no more than 5 hours to complete.

Grading Matrix:

Instrument	Value (approx. percentages)	Possible Points
Exam One	23.5%	100
Exam Two	23.5%	100
Exam Three	23.5%	100
Exam Four	23.5%	100
Research Assignment	6.0%	25
Total	100.0%	425

Grade Determination

Students who earn grade scores shown in the schedule below will earn a letter grade for the course no less than the letter grade shown in the schedule. However, if the overall performance of the class requires it, the instructor reserves the right at his sole discretion to curve the grades upward. Grades will only be curved up, not down, *if* they are curved.

- A = 382 – 425 pts; i.e. 90% or better
- B = 340 – 381 pts; i.e. 80 – 89 %
- C = 297 – 339 pts; i.e. 70 – 79 %
- D = 255 – 296 pts; i.e. 60 – 69 %
- F = 254 pts or below; i.e. less than 60%

University Policies and Procedures

Students with Disabilities (ADA Compliance): The University of North Texas at Dallas makes reasonable academic accommodation for students with disabilities. Students seeking accommodations must first register with the Disability Services Office (DSO) to verify their eligibility. If a disability is verified, the DSO will provide you with an accommodation letter to be delivered to faculty to begin a private discussion regarding your specific needs in a course. You

may request accommodations at any time, however, DSO notices of accommodation should be provided as early as possible in the semester to avoid any delay in implementation. Note that students must obtain a new letter of accommodation for every semester and must meet/communicate with each faculty member prior to implementation in each class. Students are strongly encouraged to deliver letters of accommodation during faculty office hours or by appointment. Faculty members have the authority to ask students to discuss such letters during their designated office hours to protect the privacy of the student. For additional information see the Disability Services Office website at <http://www.untDallas.edu/disability>. You may also contact them by phone at 972-338-1777; by email at UNTDisability@untDallas.edu or at Founders Hall, room 204. (UNT Policy 7.004)

CourseEval Policy: Student evaluations of teaching effectiveness are required for all organized classes at UNT Dallas. This short survey will be made available to you at the end of the semester, providing you a chance to comment on how this class is taught. I am very interested in the feedback I get from students, as I work to continually improve my teaching. I consider students' evaluations to be an important part of your participation in this class.

Exam Policy & Penalties for Missed Exams: Students are expected to take exams on the date scheduled. However, life sometimes gets in the way and exams can be rescheduled without penalty if the student contacts the instructor by email **before** the exam is scheduled to begin **and** promptly makes arrangements to take a makeup exam (which may well be more difficult) within one week of the date of the missed exam. Missing an exam without prior notice to the instructor (notice sent **after** the scheduled start time for the exam **is not sufficient**) will result in a 10 point grade penalty for that exam. In addition, failure to make up the missed exam within one week of the originally scheduled date will result in an additional 10 point penalty for every day beyond the seven day grace period. E.g., student misses exam scheduled for Day 0, fails to notify instructor before exam (10 point penalty). Student fails to make up exam by one week later (Day 7). Student finally takes exam on Day 11 resulting in additional 10 point penalty for each of Days 8, 9 and 10. Total penalty for exam taken 11 days late: 40 points, making maximum possible grade on exam a 60 (out of 100 possible points).

It is the solely the responsibility of the student to contact the instructor regarding missed exams and rescheduling of missed exams.

Of course, exceptions will be made to the above penalty policy in the event of true personal or family medical emergencies. However, such events will require adequate documentation of the emergency.

Academic Integrity: Academic integrity is a hallmark of higher education. You are expected to abide by the University's code of Academic Integrity policy. Any person suspected of academic dishonesty (i.e., cheating or plagiarism) will be handled in accordance with the University's policies and procedures. Refer to the Student Code of Academic Integrity (Policy 7.002) at http://www.untDallas.edu/sites/default/files/page_level2/pdf/policy/7.002%20Code%20of%20Academic_Integrity.pdf

Refer to the Student Code of Student Rights, Responsibilities and Conduct at http://www.untDallas.edu/sites/default/files/page_level2/hds0041/pdf/7_001_student_code_of_conduct_may_2014.pdf Academic dishonesty includes, but is not limited to, cheating, plagiarizing, fabrication of information or citations, facilitating acts of dishonesty by others,

having unauthorized possession of examinations, submitting work of another person or work previously used without informing the instructor, or tampering with the academic work of other students. In addition, **all academic work turned in for this class, including exams, papers and written assignments must include the following statement: “On my honor, I have not given, nor received, nor witnessed any unauthorized assistance that violates the UNTD Academic Integrity Policy.”**

Bad Weather Policy: Campus facilities will close and operations will be suspended when adverse weather and/or safety hazards exist on the UNTD campus or if travel to the campus is deemed dangerous as the result of ice, sleet or snow. In the event of a campus closure, the Marketing and Communication Department will report closure information to all appropriate major media by 7 a.m. That department will also update the UNTD website, Facebook and Twitter with closing information as soon as it is possible. For more information please refer to <http://www.untDallas.edu/police/resources/notifications>

Attendance and Participation Policy: The University attendance policy is in effect for this course. Please refer to Policy 7.005 Student Attendance at <http://www.untDallas.edu/hr/upol>. While student grades are not directly dependent on class attendance (that is, no grade deduction is made merely for a class absence), class attendance and participation is expected because the class is designed as a shared learning experience and because essential information not in the textbook will be discussed in class. The dynamic and intensive nature of this course makes it impossible for students to make-up or to receive credit for missed classes. Attendance and participation in all class meetings is essential to the integration of course material and to your ability to demonstrate proficiency. Students are responsible to notify the instructor if they are missing class and for what reason. Students are also responsible to make up any work covered in class. It's strongly recommended that each student coordinate with a student colleague to obtain a copy of the class notes, if they are absent.

Diversity/Tolerance Policy: Students are encouraged to contribute their perspectives and insights to class discussions. However, offensive and inappropriate language (swearing) and remarks offensive to others of particular nationalities, ethnic groups, sexual preferences, religious groups, genders, or other ascribed statuses will not be tolerated. Disruptions which violate the Code of Student Conduct will be referred to the Dean of Students as the instructor deems appropriate. (UNTD Policy 7.001)