COURSE OBJECTIVE


To accomplish these goals the primary objective of this course will be to assist you in developing the skill to identify the specific legal basis [area of the law] germane to the resolution of a “break-down” or the potential “break-down”, of an exchange between “legal entities”; to then correctly set forth the current rule [i.e. law, regulation, case-opinion, statute(s)] governing the respective “legal” rights and duties of the entities involved; to then evaluate the “legal” effect of the “facts” associated with the exchange, identifying the possible results [the legal obligations and entitlements of the entities involved]; and to then select what, in your opinion, would be the most likely result if the issues were heard by a court of law [your conclusion]; and finally, to assess what could have been done to avoid the “break-down” in the first place.

We will begin by learning the rules [THE LAW] governing our exchanging with one another. Next, we examine the manner of application, how does the “rule” apply. Conclude by evaluating the benefits and/or liabilities flowing from the exchange. It is critical that you not just know the LAW, but that you are able to effectively analyze an exchange, by properly applying the LAW. You will find at the “assignments” section, in Blackboard, folders dedicated to each of our units of study. The folders will contain supplemental material dealing with the subject material. This will include articles, court cases and statutes which you can use to better understand and apply the principles covered by the material in our text book. From time to time you will be directed, through our Blackboard site, to various web-sites to access the current case opinions, articles, and statutes. So, make sure that you check your Blackboard. You will be expected to have access to the Wall Street Journal, either by subscription or access in the library; you will be directed to articles as they appear in the WSJ, dealing with the legal issues that may affect how we conduct business as well as augment the material that we will be studying.

SOURCES OF THE LAW

We will begin by identifying the sources for the LAW, together with the support material that, in many instances, is used by “creators” of the LAW to assist them in their evaluation and analysis when applied to the development of a LAW or “legal principle. This means looking at case opinions and State and Federal Statutes. We will develop the skill to access case opinions, learn the fine art of case “briefing” [ref. appendix A in your text] and the role that the “Restatements” play in the development of our legal standards. In addition, we will examine the dynamics surrounding the litigation process. What it takes to secure a “judgment” against another, and what are the benefits and the costs that one might expect in their seeking to litigate their claims. [Chapters 1 and 2 in the text, together with the material that can be found at here (www.courts.ca.gov).]

TORTS

Our next area of inquiry will be the Law of TORTS. This is society’s standard of social exchange. The development of the rules [LAW], that dictate how we are to conduct ourselves in our dealings with others. The “legal duties”, that are imposed upon us, and how they are applied. Here we will review many of the “common law” torts, that to this day, are still alive and well. Special attention will be paid to the study and appreciation of the tort known as “negligence”, and how it finds its’ way into the commercial arena. [Chapter 4]
INTELLECTUAL PROPERTY

Here we will develop an appreciation for the role that the various means of “protection” can play in the development and utilization of the unique ideas. Special emphasis will be placed on the implementation of the “trade secret” protection. This has relevance in our employee relations. [Chapter 5]

CONTRACTS AND THE LAW OF “SALES”

The back-bone of most of commercial relationships, is the law of contracts. We will discover why a “contract” is important, how it is created, viewing the contract as an asset, and the art of enforcement. The impact of electronic communications, in the workplace and how the classic contract standards apply to our new technology.

[Chapters 7 thru 12, together with chapters 13 thru 15 and the bailments section in Chapter 27]

AGENCY AND EMPLOYMENT

Here we examine the legal impact surrounding having others act on our behalf. The establishment and supervision of the “agency” relationship. Understanding the benefits as well as the risks associated with a Principal/Agent exchange and the changing of contractual relations. Next, we coordinate how the “employment” relationship correlates and works in connection with an agency relationship. [Chapter 21]

NEGOTIABLE INSTRUMENTS AND CHECKS

The creation of an evidence of debt is subject to several options {i.e. contracts, IOU’s, promissory notes, acceptances, drafts}. We will examine all of the options, with an eye to developing a keen understanding of the benefits and burdens flowing from each, as they apply to both the obligor and the obligee. [Chapters 16 & 17]

BUSINESS ORGANIZATIONS

How we choose to clothe ourselves as a commercial entity will be examined. Establishing, the essential requirements for partnerships, corporations, LLC’s, and the sole proprietorship. Again, stressing the respective benefits and burdens associated with each. [Chapters 23, 24 & 25]

We will not be able to cover all of the text material, nor will we be able to cover the assigned material as completely as I would like. However, if there is an area of the Law that you would enjoy discussing, let me know and I will try to incorporate into our journey. You are free to read any of the text that you may choose, the fact that it may not be on our agenda should not dissuade you from establishing a meaningful connection on your own. Remember, we are in this together. By each of us performing at their best, YOU …by reading the material; doing the assignments in a timely manner; attending class; participating in the class room discussions, ME.. presenting the material in a clear, logical, and entertaining manner; exercising compassion; maintaining a dynamic bilateral communication, hopefully, this should be a truly rewarding experience.

Students with Disabilities

If you are a student with a disability and believe you will need accommodations for this class, it is your responsibility to contact Student Disability Services at (619) 594-6473. To avoid any delay in the receipt of your accommodations, you should contact Student Disability Services as soon as possible. Please note that accommodations are not retroactive, and that I cannot provide accommodations based upon disability until I have received an accommodation letter from Student Disability Services. Your cooperation is appreciated.
A. **Essay Examinations:** There will be two Essay, Blue Book, examinations. (NOTE: we use only the small Blue Book, NOT the large Blue Book and INK, no pencil) The MidTerm will be given during the eighth week of the semester, and the Final during the “Finals” week, at the conclusion of the semester. Each exam will consist of five (5) fact situations, similar to those found at the end of each chapter in the text. The Terminal exam (the Final) will, in addition to the five questions, offer a bonus question, which can be answered only if you have provided a response to each of the five questions. Each of the questions will be worth a potential 10 points, and the “bonus” will be worth 5 points. The Final will be a comprehensive exam, covering all of the material examined during the semester.

B. **Answer to Legal Article:** You will be given an article to read, dealing with some aspect of the commercial legal arena. The article will be available at our “Blackboard” site. Within a week of the article’s posting, you will be given a true-false, Scantron exam. Your test results will be given a weighted value. You will receive 5 points if your Scantron result is greater than 18; 4 points if greater 16; 3 points if greater than 14; 2 points if greater than 12; and 1 pint if greater than 10. If your score is less than 10 you will not receive any points, however, you will be given credit for having attending the class.

C. **Briefing the Mid-Term Cases:** Each of the questions on the Mid-Term will be drawn from actual case opinions. The case name and citation will be provided at the conclusion of each question. (Similar to many of the essay questions found in your text). You may “brief” the cases, and for each case properly briefed, you will be awarded one (1) point. A total of five (5) points may be earned by briefing all of the cases cited in the Mid-Term exam. The briefs will be due at the last class meeting before the final exam. To receive full credit, the “briefs” must be in the format outlined in Appendix A of your text; typed on letter size paper, single spaced; no more than one page per brief, together with your name and class section number in the upper right hand corner and then stapled together in the order that they appear on the mid-term. Failure to comply with these requirements can result in a rejection of the work or a loss of points. (NOTE: the facts of the test question may not be the same facts found in the case opinion and which are required as a part of the “brief”. You must read the opinion from which you will establish the facts associated with the decision.)

D. **Chapter Quizzers:** In addition to the above exchanges, you are invited to participate in the “Chapter Quizzes” found at our Blackboard site. Each quiz has a due date for its completion. Each quiz will only be available until the announce completion date which is set forth in the quiz description. Each quiz will cover the material that will be discussed in the following class meetings. Each quiz will have Thirty (30) questions and each question is worth One (1) point and there are Fourteen (14) quizzers. Your semester Chapter Quiz score will be determined by multiplying the total number of questions that you answered correctly by the number of quizzes in which you participated, divided then by 1000. (For example: Your total correct answers, during the semester, are 290 and you participated in 12 of the Quizzes, which gives you a semester Chapter Quiz score of 3.48. \( 12 \times 290 = 3480 \) then divided by 1000 gives you 3.48 as you semester Chapter Quiz score.) Your adjusted Chapter Quiz score will be included in your total Semester score. To earn credit for the Chapter Quizzes you must complete at least Ten (10) of the Quizzes.

E. **Compilation of your Course Score.** Your “course grade” will be based on the total of your “semester score” when added to your score on the Final Exam. Your “semester score” is a product of your Mid-term score, plus your Scantron weighted score, your adjusted semester Chapter Quiz score, together with the points earned based on the number of cases that you briefed from the Mid-Term. You have a possible 65.8 points. This represents your “semester” score. Your “course” score will be the sum of your “semester score” when added to your score on the final exam. The final exam will have a possible 55 points. There are 120 total points attainable as a total “course score”.

January 11, 2016

“Non Scholae Sed Vitae Discimus”
F. Calculation of your Course Grade. The following is a “course” score allocation:

- Course Score of 82 and above……………………. A
- Course Score of 72 and above……………………. B
- Course Score of 62 and above……………………. C
- Course Score of 52 and above……………………. D
- Course Score Below 52…………………………… F

We do award “plus” and “minus” grades. If your course score is within a point of the separation, you will earn the higher grade as a “minus”. If you are within two (2) points of the separation, you will earn the given grade as a “plus”. [As an example, if your course score is 70, your course grade will be a C+, if your course score is 71, your course grade will be a B-.]

G. NOTA BENED: Because the Final examination is comprehensive, should the score on your Final Examination be greater than your total “semester” score, then we will double your Final Examination score and use that value as your “course” score. This means that should you have a less than stellar semester score, you can salvage the semester by turning in an excellent effort on your Final Examination.

H. ENHANCERS. During the semester you will be invited to access, read, discuss and apply various case opinions, articles of interest and tools associated with the implementation of the standards discussed in class. From time to time we will ask that you turn in, for review, your work product. This, together with your attendance record, will serve as a basis to enhance your “course grade”. Should your “course score” be within a point or two of a higher grade and you have vigorously participated in the semester assignments and attendance, you will be eligible for the better grade.

Should you have any questions about how your grade is established or the method for evaluation, schedule an appointment and we can discuss your concerns. Our primary objective is to arm you with the education and the skill to effectively utilize the knowledge acquired in this class. If you have any issues, all you need to do is to make them known and we will do our best to work them out to your advantage.
## Course Outline

And

### Office Hours & Instructor Contact Information

San Diego State University - Class Outline - Spring 2016
FIN 240 - "Legal Environment of Business"

Instructor: Don L. Harrington
Downtown Office Phone: 550 West “B” Street, Suite 220, San Diego, CA 92101
Campus Office Phone: 619-594-1877 ***
Downtown Office Phone: 619-239-7315

Campus Office: EBA 320
E-Mail: dharring@mail.sdsu.edu

### Subjects to be Covered during the Semester

Table 1: Course Outline including Week, Topics and Chapters

<table>
<thead>
<tr>
<th>WEEK</th>
<th>TOPICS</th>
<th>CHAPTERS</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Course Objectives; Overview of the Study Methodology; Source of the Law; Legal access tools</td>
<td>Chap 1 &amp; Appdx A</td>
</tr>
<tr>
<td>2</td>
<td>Courts and Procedures; Sources or the Law; Judicial Opinion {Stare Decisis}</td>
<td>Chap 2 &amp; BB Assignment “Case Access &amp; Briefing Skills”</td>
</tr>
<tr>
<td>3</td>
<td>Anatomy of Litigation, The Complaint/Answer; A Cause of Action [the Theory of Recovery] Judgment’s Significance; Jurisdiction &amp; Due Process</td>
<td>The BB Assignment “Non-Resident Jurisdiction”</td>
</tr>
<tr>
<td>4</td>
<td>Business &amp; the Constitution; “Free” Speech, distinguish Ordinary, Political &amp; Commercial TORTS</td>
<td>BB Assignment “Commercial Speech”</td>
</tr>
<tr>
<td>5</td>
<td>Intentional Torts, Business Torts; Contract &amp; Bus Relations Interference; Competitive Privilege</td>
<td>Chap 4 &amp; BB Assignment “Torts”</td>
</tr>
<tr>
<td>6</td>
<td>Negligence, Defenses; Intellectual Property; Trade Secrets CONTRACTS</td>
<td>Chap 5 &amp; CC 3426</td>
</tr>
<tr>
<td>7</td>
<td>Nature and Classification Agree't, Consideration, Capacity</td>
<td>Chap 7, 8, &amp; 9</td>
</tr>
<tr>
<td>8</td>
<td>MID-SEMESTER RECEPTION</td>
<td>-</td>
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<tr>
<td>9</td>
<td>Assent and Form Statute of Frauds &amp; Parol Evidence Rule</td>
<td>Chap 10</td>
</tr>
<tr>
<td>10</td>
<td>Third Party Rights; Assignment &amp; Delegation; 3rd Party Beneficiaries</td>
<td>Chap 11</td>
</tr>
<tr>
<td>11</td>
<td>SPRING BREAK WEEK</td>
<td>-</td>
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<tr>
<td>12</td>
<td>Breach and Remedies/E-Contracts</td>
<td>Chap’s 12, &amp; 13</td>
</tr>
<tr>
<td>Date</td>
<td>Topic</td>
<td>Chapter(s)</td>
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<tr>
<td>4/13/16</td>
<td>Sales Contracts; Risk of Loss; Warranties &amp; Product Liability</td>
<td>Chap’s 14, 16, &amp; 17</td>
</tr>
<tr>
<td>4/20/16</td>
<td>Agency &amp; Employment Relations</td>
<td>Chap 22</td>
</tr>
<tr>
<td>4/27/16</td>
<td>Negotiability, Transferability and Liability; Checks, the Banking System &amp; E-Money</td>
<td>Chap’s 18 &amp; 19</td>
</tr>
<tr>
<td>5/4/16</td>
<td>Sole Proprietorships, Partnerships; LLC’s; &amp; Corporations</td>
<td>Chap’s 24, 25, &amp; 26</td>
</tr>
<tr>
<td>5/9/16</td>
<td>COMPERHENSIVE TERMINAL RECEPTION</td>
<td>-</td>
</tr>
</tbody>
</table>

**Sec. 7 - 5/9/16 @3:30pm**

**Sec 8 – 5/6/16 @ 3:30pm**

**Sec 9 – 5/12/16 @ 8:00am**