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appointment.<http://cba.unomaha.edu/faculty/mohara/web/ohara.htm>**Office Hours:****First**, read this web page.<http://cba.unomaha.edu/faculty/mohara/web/ToOfficeHours.htm>**Second**, Monday & Wednesday 1:30 PM until 2:30 PM.**Third**, after reading the web page above, by private**Legal and Ethical Applications***With an Honors Contract, may be taken for Honors credit.***Fall 2010****LAWS 3940-001 # 20522 Monday & Wednesday 9:00 AM - 10:15 AM MH 216**<http://cba.unomaha.edu/faculty/mohara/web/LEAf10-Syllabus.pdf>**Hereby incorporate by reference these three documents:****[A] Reasonable Expectations;**<http://cba.unomaha.edu/faculty/mohara/web/BLFf10-Reasonable-Expectations.pdf>**[B] Critical Thinking,**<http://cba.unomaha.edu/faculty/mohara/web/BLFf10-Critical-Thinking.pdf>**[C] Memorization Techniques,**<http://cba.unomaha.edu/faculty/mohara/web/BLFf10-Memorization-Techniques.pdf>**COURSE DESCRIPTION:**

3 credit hours. "LAWS 3940 exposes students to business organization law and ethics. Emphasis is on business organizations (e.g., agency, partnerships, corporations), financial transactions (e.g., checks, liens, securities), and property (e.g., environment, intellectual). Ethics is a discrete subject area studied and its analytical tools are applied to all of these areas of law.

Prereq: LAWS 3930 and ACCT 2020 both with C+ (2.3) or better; 2.5 GPA."

[NOTE: implies ENGL 1160, SPCH 1110, ACCT 2010, ECON 2200, and MATH 1310 all with "C" or higher.]

TEXTS:

1. Clarkson *et al.*, *Business Law: Text and Cases: Legal, Ethical, Global, and E-Commerce Environments*. **11th (RED) Edition**. USA: South-western Cengage Learning, 2009. **ISBN-13: 978-0-324-65522-3.**
2. **Economics Slides**
<http://cba.unomaha.edu/faculty/mohara/web/BLFf10-Econ-Slides.pdf>
3. **USA Constitution.**
Recommended: BarChart's four-page plastic copy of the USA *Constitution*.
See also, Appendix A of your textbook as well as
http://cba.unomaha.edu/faculty/mohara/web/USA_Constitution.htm

GRADED EVENTS:

*Each student shall have a written contract with the professor detailing graded events. **This** document shall be that contract **unless** and until it is replaced by an individually negotiated replacement contract. Any replacement contract must be **written**, authored by the student, and **signed** by both the professor and the student. If you desire to consider an individually negotiated replacement contract, then contact your professor for information on mandatory negotiation processes. Any individually negotiated replacement contract must contain a Comprehensive Final Exam.*

The course letter grade of "A" is earned with total course points of 900;
 "A-" is earned with total course points of 870;
 "B+" with 830; "B" with 800; "B-" with 770; "C+" with 730; "C" with 700
 "D" with 600; and an "F" is earned with 599 or fewer total course points.

In undergraduate classes,
 your professor **does not use** the course letter grades of "C-", "D+", or "D-".

POINTS	GRADED EVENT
150	Class Participation
150	Exam #1: review BLF & microecon.; chapter 5, and FoE from BLF
200	Exam #2: chapters 8, 24 - 30, 45, 47, and 48, & FoE 2, 5, 6, & 10
200	Exam #3: chapters 31 - 42; and FoE 7 & 8
300	History Project
???	<i>Optional Comprehensive Final Exam</i>
extra credit	<i>if any, solely will be announced in the classroom</i>

CLASS PARTICIPATION:

Class Participation is worth 150 course points and has two components. The first component of Class Participation is mere physical attendance. The second component is cogent contributions.

Mere physical attendance is worth a maximum of 50 course points earned at the rate of 2 course points per entire class meeting attended.

Cogent contributions are worth 100 course points. The cogent contributions component is graded based upon the professor's professional judgment of both:

- [i] the student's preparation for class discussions; and
- [ii] the quality of those contributions towards furthering those discussions.

Cogent contributions shall be graded on the truncated scale of "A", "B", "C", and "F". An "A" shall earn 100%, a "B" shall earn 85%, a "C" shall earn 70%, and an "F" shall earn 50%.

EXAMS:

There are three required exams and one optional exam. Exam #1 is worth 150 course points whereas Exam #2 and Exam #3 each is worth 200 course points. The optional exam is a comprehensive final; and, its worth varies by the student's context.

All required exams are in the objective format (e.g., true versus false). All required exams are closed book and closed notes. Each correct answer on a required exam is worth 10 course points; and, each required exam will have one more question that is required for that exam's point total (e.g., Exam #1 will have 16 questions graded as if there are 15). All exams will seek to objectively measure your subjective knowledge.

The time of the **final exam** is scheduled by the Regents on Monday, December 13th from **9:30 AM** until 11:30 AM. Repeat, that is **9:30** until 11:30; and is not 9:00 and 11:00 as you would expect.

The Comprehensive Final Exam is an optional exam. A student **must earn the right** to make an election to take the optional final exam. A student who has earned 800 points as of the end of grading of Exam #3 has earned the right to elect to take the optional final and thereby replace the lowest two graded events. Since there are five graded events worth, respectively, 150, 200, and 300 course points, replacing the lowest two graded events means the weight of the optional final exam varies by student. For one student the final may be worth 300 course points while for another student that very same final may be worth 500 course points.

To make the election to take this optional exam the student **must hand deliver** to the instructor in the classroom prior to the start of the final exam a **signed written election**. That election must be hand delivered in the classroom no later than the 15th minute of the **December 13th** class meeting of the final exam: **time is of the essence**¹.

That hand delivered written election must state: "*I elect to take the final exam. I elect to replace my two lowest exam grades with my optional final exam grade. That replacement could reduce my course letter grade or could increase my course letter grade depending upon my performance on the Comprehensive Final Exam relative to my performance on the replaced exam grades.*"

That signature must be in three forms:

[1] legibly printed first and last name, [2] NU ID number, and [3] script signature.

HISTORY PROJECT:

Your History Project is worth 300 course points and has three components; and, thus three due dates. Those three due dates are September 8, October 26, and December 6. Respectively, those three components are worth 50, 100, and 150 course points.

The first component is for each student to submit to the professor two TYPED² lists, each with three proposed essays. There are two types of essays and you shall

¹ Hmmm.

² **TYPED is defined as follows.** FIRST, the document must be on 8.5x11 inch paper, the paper must be white, there must be four one-inch margins, the font face size shall be 12, and it shall be single spaced. SECOND, inside the top margin the student shall use a header that reads, left-to-right, [2a] left justified the student's last name then first name, [2b] centered the type of assignment (e.g., Summary of Short Essay); and [2c] right justified the page identified using the format Page X of Y. THIRD, correct bibliographic citations are required. FOURTH,

propose three each for the two types of required essays. This is due by the end of class on Wednesday, **September 8**. This first component is worth 50 course points.

In the UNO Criss Library the instructor has placed on two-hour reserve a set of books. That multi-volume set of books is *Science and Civilisation in China*³ by Joseph Needham.⁴ Your second component is to submit to your professor a two page TYPED summary for each of two assigned essays (i.e., total of four pages). That is due by the end of class on Monday, **October 25**. This second component is worth 100 course points.

Your third component is to submit to your professor a two-page TYPED analysis for each of your assigned two essays (i.e., total of four pages). Your analysis will be of how the technology described in your assigned essays materially altered reasonable expectations. *You shall discuss ethics*. That is due by the end of class on Monday, **December 6**. This third component is worth 150 course points.

With respect to your September 8 component, you shall propose, in priority order of your preference, two sets of three essays. The first set of your proposed three essays shall be of *Science and Civilisation in China* essays that are 9 pages long or shorter. The second set of your proposed three essays shall be of *Science and Civilisation in China* essays that are 10 pages long or longer. Importantly, none of those (minimum of) six proposed essays may be from the same volume (i.e., you shall propose at least six essays from at least six volumes). While it is redundant to say so given the definition of TYPED, each of the proposed essays shall include a full bibliographic citation (e.g., include page numbers). **Your proposals must be hand-delivered** to your professor. On a **first-come, -first-served** basis, the instructor will approve each student's highest priority essays subject to the constraint that no two students shall be authorized to evaluate the same *Science and Civilisation in China* essay. If all of a student's September 8th proposed essays already have been claimed by prior students, then that student may resubmit until the start of class on Monday, September 13 to complete this task. If, by the start of class on September 13 any student has not claimed two essays, then the professor shall unilaterally select by class on Wednesday, September 15 the requisite essay(s) from the remaining available essays.

As essays are claimed by students those claimed essays will be announced in the classroom. An **unofficial** list of claimed essays also can be found at the following link. <http://cba.unomaha.edu/faculty/mohara/web/LEAf10-Claimed-Essays.htm> This page is linked from the Course Materials page on O'Hara's website (see link on page 1).

multiple spelling and/or grammar errors that are not obviously mere spell check delusions (e.g., completely wrong word spelled correctly [e.g., "The door is painted read."]) shall automatically reduce the assignment grade one full letter grade (e.g., an "A" automatically becomes a "B").

³ <http://encore.lib.unomaha.edu/iii/encore/home?lang=eng>

At the above Criss Library link search for the text string "Science and Civilisation in China". Note the British spelling of civilization.

⁴ <http://www.amazon.com/Man-Who-Loved-China-Fantastic/dp/0060884592>

CLASSROOM DECORUM:

All students shall turn off all announcement mechanisms on all communication devices of any kind (e.g., turn off your cell phone): except for those students with *prior express authorization* from the instructor (e.g., nuclear plant emergency response personnel).

No student shall use any electronic device of any kind during class (e.g., no laptops): except for those students with *prior express authorization* from the instructor.

In the Mammel Hall auditorium (i.e., MH 113, the Schmid Auditorium) no student shall sit in the rear five rows of seats of that room if there is any seat available in the forward four rows.

During exams students shall, starting from the front of the room, spread out across the room so that each student has an empty seat on both sides of that student. If crowding is required during exams, then crowded students shall sit at the front row(s) of the classroom.

A classroom is not your living room. Routine biological functions of adult humans are sufficiently predictable and controllable that it is **very rude** for an adult human to exit and return to a scheduled, large assembly. That said, some adult humans labor under medical challenges. Prior notice from the student to the professor is required if a student is going to claim a relevant medical challenge; and, in reply the professor will require that student to sit appropriately adjacent to an exit door so as to minimize disruptions. *In short, go to the bathroom prior to class, not during the class.* Based on over two decades of teaching the reasonably expected number of students who would need to use the restroom during class over the course of a semester is no more than one student.

No human is perfect. Less perfect is a group of humans. Accordingly, the first student's electronic device to announce or the first student to exit the room mid-class will be greeted by the professor with the sympathy that all adult humans extend to all other adult humans who manifest a publicly visible failure to be perfect. However (since the reasonably expected failure rate is one per semester), each subsequent student's whose electronic device announces as well as each subsequent student who departs the classroom prior to the end of class shall **earn MINUS 10 COURSE POINTS** for each such announced in-coming call and each such departure.

COURSE COMMUNICATIONS:

Students are encouraged to ask questions during class and/or during office hours. Strongly encouraged. Education is an active process.

Every class meeting will start with the professor asking the assembled students "**Any questions?**". **If you are silent in reply** to such repeated questioning by your professor, then your silence creates the binding on you reasonable expectation of both your professor and of UNO that you did not then and you do not now have any unanswered material question(s). That is, **your knowing and voluntary action**

of silence thereby ESTOPPEL YOURSELF TO DENY⁵ that you had all reasonable questions answered and/or that all material question(s) had been answered fully and to your personal satisfaction. Following that Q&A period, your professor will move on to other course related tasks, such as announcing Syllabus revisions, repeating by the professor of all reasonable and/or material questions raised by students during office hours that are of interest to all students.

Any revision of this Syllabus **solely** shall be announced [a] once, [b] in the classroom, and that classroom oral announcement will be accompanied by [c] a writing on a classroom's writing surface.

If you miss a class (i.e., you breached your contract with your professor and with UNO) and thus you missed an announced revision of the Syllabus, then it is your duty to remedy your breach of contract in some manner other than seeking repeat performance from your professor.

Grades earned by individual students will be distributed in-person, either in the classroom or during office hours. Individual grades will not be distributed in any other manner nor in any other location.

The following topics for questions must be asked during class meetings or office hours:

- [i] about any Syllabus provision(s);
- [ii] about any Syllabus revision(s);
- [iii] grades earned; or
- [iv] about course content.

Reasonable and/or material questions raised by an individual student(s) during office hours will be repeated by the professor to the assembled class near the beginning of the next class meeting. Communication about topics related to items [i] through [iv] must be face-to-face. Any question about [ii] that is global in nature (e.g., "Are there any Syllabus revisions?") solely will be answered in an equally global manner: a "Yes." or a "No."). Detailed questions about Syllabus revisions will be answered in detail.

In short, come to class.

In short, there will be zero technologically mediated communications (whether asynchronous or synchronous).

All communications shall be face-to-face in-person.

If a student sends an email or a voice mail in violation of the above, then that student already is in possession of the sole answer that student will receive in reply (i.e., this Syllabus section). That is, come to class and ask the question or come to office hours and ask the question.

It only is appropriate to send an email, a voice mail, or leaving a hand written note: when [1] a student is providing timely written notice of a *Force Majeure*; or [2] to set up a private appointment. See, <http://cba.unomaha.edu/faculty/mohara/web/ToOfficeHours.htm>.

Occasionally, a classroom announcement is not feasible (e.g., a *Force Majeure* prevents performance by UNO [e.g., flu pandemic] and/or by your professor [e.g., illness]), then your professor will send a simultaneous email to all enrollees to each enrollee's BlackBoard defined email address (i.e., the Regent defined location external to the classroom for delivery of notice).

⁵ Hmmm.

MAKE UP WORK:

Except to the extent of federal preemption or other preemption, there is **NO MAKE UP WORK is available for either Class Participation or for extra credit opportunities.**

If a student's timely performance of an exam or of a component of the History Project is prevented by a *Force Majeure* (the existence of that *Force Majeure* demonstrated to the professor's personal satisfaction), **then** the professor shall make a reasonable accommodation for that student to complete substantially equivalent make up work.

As a **condition precedent** for make-up work, the student **must provide timely notice** (e.g., an email sent *prior* to the due date for the student's performance) of the *Force Majeure* **as well as** provide **seasonable written verification** signed by an **impartial third party** in the format **specified by the professor** (e.g., mortician's letterhead communication).

ACADEMIC HONESTY:

All students are bound to an obligation of academic honesty. Any form of academic dishonesty by a student, solely in the discretion of your professor, shall cause that student to earn a letter grade of "F" either on the assignment (e.g., extra credit opportunity) or for the entire course.

<u>Date</u>	<u>Chapters and/or Focus on Ethics (FoE)</u>	
Aug 23	review of LAWS 3930 Business Law Fundamentals	
Aug 25	review of LAWS 3930 Business Law Fundamentals	
Aug 30	review microeconomics and capitalism	
Sep 1	chapter 5 ethics	
<i>Sep 6</i>	<i>no class, Labor Day</i>	
Sep 8	FoE Units 1, 3, 4, 9, and 11	
	due date: list of choices of essays to read for History	
Sep 13	Exam #1:	review BLF & microeconomics; chapter 5, and FoE from BLF
Sep 15	47 & 48	property: real & personal
Sep 20	8	intellectual property
Sep 22	45	environmental law
Sep 27	24 & 25	negotiable instruments; transferability and HDC
Sep 29	24 & 25	negotiable instruments; transferability and HDC
Oct 4	26	negotiable instruments; liability, defenses, and discharge
Oct 6	27	checks & the banking system
Oct 11	28	creditors' rights & remedies
Oct 13	29	secured transactions
<i>Oct 18</i>	<i>no class, Fall Break</i>	
Oct 20	30	bankruptcy
Oct 25	FoE Units 5 & 6	
	due date: one page summaries of two essays	
Oct 27	Exam #2: chapters 8, 24 - 30, 45, 47, and 48; and FoE 2, 5, 6, & 10	
Nov 1	31 & 32	agency: form & liability
Nov 3	33 & 34	employment & discrimination law
Nov 8	35 - 37	forms of business: sole, franchise, partnerships; LLC
Nov 10	35 - 37	forms of business: sole, franchise, partnerships; LLC
Nov 15	38	forms of business: corporations
Nov 17	39	corporations: director, officer, shareholder
Nov 22	40	corporations: merger, & termination
<i>Nov 24</i>	<i>no class, Thanksgiving Break</i>	
Nov 29	review chapters 31 - 40	
Dec 1	41 & 42	securities law and governance; & small business
Dec 6	FoE Units 7 & 8	
	due date: material changes in reasonable expectations	
Dec 8	Exam #3: chapters 31 - 42; and FoE 7 & 8	
Dec 13	9:30 - 11:30 AM	Optional Comprehensive Final Exam @ 9:30