

Michael J. O'Hara

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<http://cba.unomaha.edu/faculty/mohara/web/ohara.htm>**Office Hours: by private appointment,****as well as before class, 5:30 PM Mon. & Wed.****and after class Monday & Wednesday**

(before & after class office hours in classroom)

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Legal, Ethical, and Social Environment

Summer 2003

BSAD 8010-101 # 10150 **Monday & Wednesday 6:00 - 9:05 PM RH 218****COURSE DESCRIPTION:**

3 credit hours. "Focus upon law and ethics. Business law, legal processes, and regulations will be the subject matter focus. Business ethics will be a recurring focus of analysis. Analysis of the social environment will include public policy. Both subject matter and analysis will be integrated to build the student's critical thinking skills. Prereq.: MBA Foundation courses."

GRADED EVENTS:

A course letter grade of "A" is earned with a total course percentage of 90.0%; an "A-" is earned with 87.0%; a "B+" is earned with 83.0%; a "B" is earned with 80.0%; a "C+" is earned with 75.0%; a "C" is earned with 70.0%; a "D" is earned with 60.0%, and an "F" is earned with less than 60.0%. For graduate classes,

the instructor does not use the course grades of "B-", "C-", "D+", or "D-".

80% EXAMS**50%** Segment Exams

20% Exam One

30% Exam Two

30% Comprehensive Final Exams

20% Solo

10% Group

20% BUSINESS CASE ANALYSIS**5%** Context page (first draft)**15%** Context, Legal, Ethical, and Social pages**EXTRA CREDIT****3% Research Paper****TEXTS:**

1. Bagley, Constance E. and Dauchy, Craig E. *The Entrepreneur's Guide to Business Law. 2nd Edition.* USA: West Ed. Pub. Co., 2003.
2. *USA Constitution*, 1789. (Four leaf, plasticized, Barchart edition recommended.)

INTRODUCTION:

To generally understand Professor O'Hara's approach, please read the following three documents, which are hereby incorporated by reference within this syllabus.

Reasonable Expectations

<http://cba.unomaha.edu/faculty/mohara/web/ReasonableExpectations2.pdf>

Critical Thinking

<http://cba.unomaha.edu/faculty/mohara/web/CriticalThinking2.pdf>; and

Memorization

<http://cba.unomaha.edu/faculty/mohara/web/MemorizationTechniques2.pdf>.

Because RH 218 is a locked high technology classroom that requires a teacher to unlock it, I will hold public Office Hours prior to class in the classroom, starting at 5:30 PM. Class will have a break of about 10 minutes around 7:30 PM. Class will end at 9:05 PM (including on the first night of class). Public office hours also will be held after class, again in the classroom. See also OFFICE HOURS.

A house built on sand can not long stand. Accordingly, every class will start with the professor's inquiry: "Any questions?". Because the previously covered material is critical to understanding subsequent material, each student should make sure that that student personally has obtained actual knowledge and understanding of that prior material. A wise student will understand that all students are ignorant¹ and that ignorance often is shared with respect to content. Thus, if one student has a question, then it is quite likely that most other students have the same question. Daring to talk about the elephant on the sofa is one indicia of leadership.

Lectures assume the student read and thought about the assigned readings *prior* to attending the lecture. The goal of this course is to develop each student's ability to engage in critical thinking. Mostly, this course is about asking questions. The most important questions are multipart questions, with each part a critical component. Those most important questions are embedded in the **Key Slides**. The first exam tests memorization of selected Key Slides. Those Key Slide are hereby incorporated by reference within this syllabus.

<http://cba.unomaha.edu/faculty/mohara/web/LEp3KeySlides.pdf>

EMAIL QUESTIONS:

Over the last 10 semesters, the professor has answered many student questions via email. An ordinary workweek for the professor tended to include at least 10 hours of keyboard time crafting answers to such questions and sending same to -all- enrolled students. The number of email questions per semester started out in the range of 20, but recently has been in excess of 100.

Each teaching style offers advantages and disadvantages. At first blush, [a] the asynchronous nature of email Q&A, [b] the ability to provide all students identical answers to common questions via group emails, and [c] the written format (which improved the student's framing of a question as well as created a durable form of the professor's answers) all appeared to offer more and larger advantages than disadvantages. At first blush, email Q&A appeared to be profit maximizing.

Experience, however, teaches that the disadvantages of email Q&A routinely exceeded the advantages both in number and magnitude. It is the collective opinion of students over many semesters that the disadvantages exceed the advantages. *Accordingly, starting with Summer 2003,*

¹ Prior to any reader taking any offense at this statement (which only lacks accuracy for its under inclusiveness), the author strongly suggests that reader finish reading the three documents previously incorporated by reference.

the professor will discontinue email Q&A. Instead, the professor will insist that all Q&A move into the classroom, either during public office hours or during class.

The professor encourages and will accept questions by email. The professor discourages questions via voice mail. However, the professor's replies will be delivered orally, to the whole class either [a] near the end of pre-class office hours or [b] at the start of class (*especially, if the asking student requests it*).

When grades are posted or when other ministerial notices are sent, the professor shall do so using BlackBoard's email to all feature. So that you may timely recover all notices from UoN, you should check your BlackBoard email address regularly since receipt of notice exists the instant BlackBoard confirms delivery to your email system.

OFFICE HOURS:

Office hours are held for private purposes and for public purposes. Public purposes are far more frequent than private purposes. The vast majority of questions from a student are public in nature (*e.g., question about the subject matter or syllabus interpretation*). A few questions are private in nature (*e.g., grades earned, sufficient reason for Make Up Work, etc.*).

The fraction of the professor's tasks that includes out of class tutoring is accomplished during public office hours. **Public office hours** are held in the classroom both before and after the class meetings.

Public office hours are held for several logistical reasons. First, the classroom is a locked high technology classroom that the professor must unlock. Second, experience teaches that the professor receives more questions from more students in the pre-class public office hours of one course than the professor ever received from three courses when sitting in his office. Third, every public question is a question that more than one student has (*and typically, nearly all students have*), and by answering those public questions in a public forum, the efficiency of both learning and teaching increased substantially.

At the student's election, private questions may be handled by an appointment for **private office hours** in the professor's office or can be handled discretely outside of or inside the classroom.

Any student with a private question will find the professor to be very flexible in setting up appointments outside of the times of pre-class and post-class office hours as well as for appointments in a location other than the classroom. The professor will first suggest his RH 502 office and either 4:30 PM or 5:00 PM on the day of a class meeting as an appointment place and time, but that is not the only time the professor will take appointments. Since private questions often involve elevated emotions, phone appointments are not recommended, but are feasible.

EXAMS:

There are four exams: two Segment Exams and a pair of comprehensive final exams. Segment Exam One is worth 20% of the course grade and is on **May 19**. Segment Exam Two is worth 30% of the course grade and is on **June 9**. The pair of comprehensive final exams are worth 30% of the course grade and are at the Regent's scheduled final exam time of **June 25**.

Both segment Exam One and Exam Two will have 35 questions each graded as if there are 33 questions. All questions will be in the true-false format.

Segment **Exam One** will focus on memorization of the contents of **selected Key Slides**. That list of specific key slides will be distributed no later than the first class meeting. The

selected Key Slides upon which Exam One will focus are: **2; 4-23; 33-40; 43; and 51**. Segment Exam Two will test comprehensively the textbook, the Key Slides, and the lectures.

The comprehensive final exam is a pair of exams: a Solo Final worth 20% of the course grade and a Group Final worth 10% of the course grade. The Solo Final will have 105 questions graded as if there are 100 questions. All of the questions from Exam One and from Exam Two will be used as root questions for the lead off 70 questions on the Solo Final. The next 35 questions on the Solo Final will test comprehensively the textbook, the Key Slides, and the lectures. The Group Final will have 20 questions graded as 20 questions. Each of the Group Final questions will be in the zero guess multiple-choice format (*i.e.*, $a, b, c, d=all, e=none, f=a+b, g=a+c, \text{ and } h=b+c$). Each of the Group Final questions will be built from the Solo Final questions.

Be sure to consult Professor O'Hara's web site for copies of old exams. To correctly answer these questions will require the student to poses actual knowledge and to use attentive and thoughtful reading.

BUSINESS CASE ANALYSIS:

In total, the Business Case Analysis is worth 20% of the course grade. There are two parts of the Business Case Analysis each shall be graded using the scale of A, B, C, D, and F. *On the Context and on the CLE&S the grade of B will be the most numerous.*

MBA students whose initial enrollment is after Spring 2001 must author a Business Case prior to graduation. A detailed description² of this task is distributed in BSAD 8060, also in that course a student selects³ the firm to be analyzed. The Business Case must analyze a discrete business decision from, at a minimum, the perspective of each of the MBA core courses.

Two of the three requirements for selecting a firm apply to all LESE students. Post-Spring 2001 students must select a firm that: [1] is registered with the SEC; [2] is not your employer; and [3] no other MBA students is using. Pre-Spring 2001 students need only satisfy requirements [1] and [2].

The Business Case Analysis assignment in BSAD 8010 has two parts with two different due dates: Context and CLE&S. The Context is a draft of one of the four components of the second part (*i.e.*, CLE&S). The Context is a one-page assignment, describing your firm, its business decision, and the legal, ethical, and social facets of that decision.

The Context is worth 5% of the course grade. The Context is due **May 28**. On May 28, you also will review and edit the Context assignment of other students as will other students review and edit your Context assignment. The CLE&S is worth 15% of the course grade and includes a revision of Context plus three additional one-page assignments addressing the legal, ethical, and social facets for your firm's business decision. The CLE&S is due **June 11**. *See TYPING REQUIREMENTS.*

The detailed instructions below will confine your analysis. This should help you. Without such focus, you will find it quite difficult to accomplish your analysis. Unlike the full Business Case, you will author (*where you will assume your reader is a generally*

² A [out of date?] version of that detailed description is in the Course Materials section of my web site. <http://cba.unomaha.edu/faculty/mohara/web/MBACase.pdf>

³ Students may make a selection at any time or change a selection at any time using the following web page. <https://cba.unomaha.edu/mba/mbacomp/>
Note that the "Selected Companies" and the "Help" items in the upper left are hyperlinks.

knowledgeable reader), for these LESE assignments assume your reader is Professor O'Hara. Recall, your task is to prepare the reader to make a decision.⁴ Therefore, write using the past tense for items that occur just prior to the decision that reader must make.

The Context assignment is one-page. The CLE&S assignment is really 4 assignments (*i.e., Context, Legal, Ethical, and Social*), of one page each. The Legal, the Ethical, and the Social assignments each start at the top of a page and each starts the page with a one-sentence paragraph.

Each of these four assignments shall use an appropriate header identifying each separate assignment.

CONTEXT PAGE Items [1] through [5] of the Context page shall be so labeled and may be single-spaced. The Context assignment provides information to place your business decision in context. Starting with the first line of text on the Context page, list on separate, labeled lines of text:

- [1] the name of the company you are analyzing, its ticker symbol, and the largest market in which its securities are traded (*e.g., Calgon Carbon Corp., CCC, NYSE*)
- [2] the name and *single* title of the **human decision maker**
(*e.g., CEO; not Chair & CEO*)
- [3] industry⁵ of the business decision you are analyzing;
- [4] name of your employer and its industry;
- [5] in four, single-sentence statements (*not questions*) state the
 - [a] decision;
 - [b] legal issue;
 - [c] ethical issue; and
 - [d] social issue.

(NOTE, in turn, the [b], [c], and [d] sentences shall appear as the first paragraph on the next three pages. ALSO NOTE: [b], [c], and [d] are three facets of **one** decision.)
and lastly

- [6] in a paragraph or two, place the company and its decision in context.

LEGAL PAGE: The first paragraph is the [5][b] sentence above. Focus on a single cause of action and use its legal name (*e.g., breach of contract*). A single cause of action may surface a host of issues: *intensely* prioritize your treatment. Do not do laundry lists (*e.g., contracts have six elements: agreement, consideration, capacity, reality of assent, form, and legal subject matter*), instead focus on a component (*e.g., capacity*) that is critical to the analysis of your decision. Do not use lists of questions: write in the form of declaratory statements.

The ethical issue and the social issues each **MUST SPRING DIRECTLY FROM** the same dimension of the legal issue (*e.g., capacity*) of the decision. Failure to do this is the swiftest path to a grade of F.

ETHICAL PAGE: The first paragraph is the [5][c] sentence above. The second paragraph shall unambiguously identify your preferred criteria for measuring "ethical" behavior

⁴ Your graduation requirement includes analysis of a decision that has been made *prior* to the date of your graduation. However, as of the date of your Context or your CLE&S the decision may or may not have been made.

⁵ You are not required to, but I strongly suggest that you would benefit from identifying these industries by their NAICS name and number. <http://www.census.gov/epcd/www/naics.html> If these two NAICS numbers do not match, then you should ask yourself why.

(*e.g., efficiency as ethics*) and its prime components. The third paragraph shall unambiguously identify the human decision maker's ethical concern *and* who else is "participating" in making the decision. In subsequent paragraphs, present your ethical analysis from *that* decision maker's point of view. Do not use lists of questions: write in the form of declaratory statements. Focus is especially beneficial for the ethics assignment.

SOCIAL PAGE: The first paragraph is the [5][d] sentence above. Expand upon, rather than repeat the Legal treatment or repeat Ethical treatment. The social focus is external to the firm. Social focus is not "management". Social focus constrains the scope of management discretion. If a person would be considered a foolish manager if that person attempted to "manage" the issue, then that issue is a candidate for being a social issue. Social focus actively involves persons other than the decision maker. Do not use lists of questions: write in the form of declaratory statements.

Typically, business students have the greatest difficulty with framing the Social Page. Their whole training is to ignore externalities. Accordingly, if you have any doubt about whether your social issue satisfies the requirements for a social issue, then ask during public office hours.

EXTRA CREDIT: Research Paper:

Each student may earn as much as 3% of the course grade via an Extra Credit research paper. The Extra Credit research paper will be graded Pass - Fail. Each student who desires to earn extra credit must commit to the Extra Credit research paper and topic no later **May 21**. The Extra Credit research paper is due no later than **June 18**.

The commitment must be typed and signed by the student and the professor's approval must be evidenced by the professor's signature. The one page commitment document must contain each of the following sections, including these bracketed identifies (*e.g., [a]*):

- [a] the student's typed name and signature lines for both the student and the professor;
- [b] the ethics essay topic defined in one sentence of less than fifteen words;
- [c] at least one source shall be a decision of a State "supreme court" or the USA Supreme Court;
- [d] at least one source shall be an academic journal (*e.g., law review*);
- [e] at least one source shall be a legal encyclopedia (*e.g., AmJur, CJS*); and
- [f] at least one source shall be chapter from a book in the collection of the UoN libraries or the Creighton University libraries.

The student shall propose exactly seven sources, from which the professor shall pick three sources. None of the seven proposed sources shall exist solely on the web and the commitment citation shall be to the non-web version of the source. For each of the seven proposed sources, the student shall provide the full and correct bibliographic citation.

An Extra Credit research paper contains four typed pages. Page one is an ethics essay on the topic. The first paragraph on page one shall be the essay topic identified in [b]. Pages two, three, and four each start with the selected bibliographic citation followed by an abstract of that citation's contents. The abstract shall be between 250 and 500 words. Paragraphs in the abstract shall start with a tab and shall not be preceded by a blank line. After the last period in the abstract, within brackets (*i.e., []*), shall be the word count of the abstract.

MAKE-UP WORK:

Make-up work is strongly discouraged. There are two **prerequisites** for make-up work.

1. 24 hour **prior notice** of your intended absence,⁶ unless for sufficient reason (*e.g., death of an immediate family member*);
- AND**
2. timely, **written verification** by an impartial third party (*e.g., from the mortician, on letterhead*).

TYPING REQUIREMENTS:

If there is any conflict between the instructions here and the instructions in an assignment, then the assignment instructions are controlling.

DO NOT USE A COVER SHEET, instead **use a left justified, single line header** (*e.g., see top of this page*) on each page identifying, from left to right: (1) the student author; (2) the assignment; (3) and the page of page number [*e.g., Michael J. O'Hara, CCC, Legal, page 2 of 4*]. Grammar, punctuation, and spelling do influence your grade. Your papers shall use a #12 font Tahoma typeface, shall use one-inch margins on all four sides of a page, and shall be typed on 8 1/2" x 11" white paper. Assignments with multiple sheets of paper shall be stapled together in the upper left hand corner. Assignments shall be typed double-spaced. However, all bibliographic citations shall be in #12 Times Roman font face, typed single spaced, and use a hanging indentation.

EACH FAILURE to comply with the typing requirements (*e.g., incorrect header or not using a staple*) **will cause an AUTOMATIC LOSS OF 5% from your earned assignment grade.** If you merely open an MS Word document in its default setting, then you will violate these rules in *at least two* ways.

You have been changed a \$5 *per credit hour* technology fee for the ENRON Computer Lab in RH 403 and the campus computing rooms in EAB 009; MBSC 1st Floor, Elmwood Room; DSC 104; and PKI 158 all of which have word processing and PowerPoint software and provide computer support for you. You also have paid for a UNO Lotus Notes email account.⁷ CBA will, *upon your timely request*, give you a print card for use in the ENRON lab and worth \$5. Black and white copies are less than a nickel a page and color copies are a dollar a page.

ACADEMIC DISHONESTY:

Any form of academic dishonesty (*e.g., plagiarism*) may earn a course grade of "F."

⁶ Some international students, as a condition for entry into the USA, are required to purchase return flight airline tickets with extreme limits on the flight dates. A student must present such a ticket to the professor prior to the end of the second week of class and discuss with the professor any flight restrictions, or such flight restrictions can not be sufficient reason for Make Up Work. This footnote does not imply that all such flight restrictions are sufficient reason.

⁷ See, <http://mail.unomaha.edu> where you use your first and last name as your username and your social security number as your password. UNO sends all official notices to this email account. See also <http://blackboard.unomaha.edu/FAQ.html>.

MONDAY & WEDNESDAY			
<u>DATE</u>	<u>B&D Chap.</u>	<u>KEY CONCEPT</u>	<u>Due Dates</u>
			drop dates 100% May 14 by 11:59 PM on EBRUNO 75% May 16 by 4:29 PM in person 50% May 23 by 4:29 PM in person 25% May 30 by 4:29 PM in person
May 12		introduction, ethics, constitutional law, and microeconomics	
May 14	1 & 2	CONFLICT OF INTEREST	
May 19	6:00 - 6:30	review for Exam One	
	6:30 - 7:30	Exam One	
	7:45 - 9:05	3 & 4 CONFIDENCE	
May 21	5 & 6	BUSINESS JUDGMENT RULE	Extra Credit commit
<i>May 26</i>	<i>no class: Memorial Day</i>		
May 28	6:00 - 7:30	student editing	Context due
	7:45 - 9:05	review whole course via class participation	
June 2	8 & 9	EFFICIENT BREACH	
June 4	7 & 13	DUE DILIGENCE	
June 9	6:00 - 6:30	review for Exam Two	
	6:30 - 7:30	Exam Two	
	7:45 - 9:05	10 & 11 PUNITIVE DAMAGES	
June 11	12	SECURED CREDITOR	CLE&S due
June 16	14	FAIR USE	
June 18	15	THINK GLOBAL, ACT LOCAL	Extra Credit due
June 23	16 & 17	INSIDER	
June 25	6:00 - 6:30	review for Final Exams	
	6:30 - 9:05	Comprehensive Final Exams: Solo and Group	