Georgia Tech | Ernest Scheller Jr. College of Business

Management 2106: Legal Aspects of Business

***Fall 2012 Tentative Syllabus** (as of 8.14.2012)*

Tuesday and Thursday, 9:35 a.m. – 10:55 a.m.

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Office Hours:	Thursdays, 11:30 a.m. – 12:30 p.m.

COURSE DESCRIPTION

Management 2106: Legal Aspects of Business (the "***Course***") reflects the intersection of law, ethics, and business in the United States. The Course examines certain components of the United States modern legal environment and their practical operations, including the impact on managers and their decision making.

COURSE OBJECTIVES

On successful completion of the Course, students should be able to or have received the below experiences.

•In general, understand the interpretation process of U.S. law.

•Understand basic legal terminology and concepts.

•Understand the legal case method and be able to discuss the following key case points – relevant facts, legal issues, the court's holding and the court's key rationale(s) in support of each court holding.

•Understand the general legal responsibilities of shareholders, directors, and management of a corporation.

•Understand the general framework for doing certain transactions, including certain global transactions.

•Learn how to manage time effectively.

•Exposure to (1) situation analysis and making judgment decisions and providing recommendations, through individual, participant-centered learning and group work; and (2) writing in an organized and concise manner to the appropriate audience, while identifying and applying the principles of legal business writing.

•Understand teamwork, its dynamics and the results that come from working on a team.

COURSE MATERIALS[1]

•**Textbook**: ROGER L. MILLER & FRANK B. CROSS, THE LEGAL ENVIRONMENT TODAY: BUSINESS IN ITS ETHICAL, REGULATORY, E-COMMERCE, AND GLOBAL SETTING (7th ed. 2012).

•THOMAS L. FRIEDMAN, THE WORLD IS FLAT (1st rev. and expanded ed. 2006).

•**Business Case and Article**: Listed below in the "Class Schedule" are the required business case and article from Harvard Business Publishing for use in the Course. Go to the following URL to purchase the materials **http://cb.hbsp.harvard.edu/cb/access/14122643**.

•**Name Tent**. To be provided at the commencement of the Course. Each student is required to display his or her name tent in each Class session for the Course. **At all times during the Class session, the student's name tent must be displayed, and if not, the Course Professor will not recognize the student for Class Participation.**

PREREQUISITES

There are no prerequisites for the Course.

GRADING

Identified below are the grade scale and the percentage allocation for assignments that apply to the Course:

Above – 89.50	A
89.49 – 79.50	B
79.49 – 69.50	C
69.49 – 59.50	D
59.49 and below	F

Class Attendance	10%
Class Participation	10%
Examination 1	20%
Examination 2	20%
Final Examination	20%
Individual Memorandum	10%
Group Book Section Write-Up	10%
	100%

Examples: ((100 * 10%) + (100 * 10%) + (100 * 20%) + (100 * 20%) + (100 * 20%) + (100 * 10%) + (100 * 10%)) = 100
((50 * 10%) + (50 * 10%) + (50 * 20%) + (50 * 20%) + (50 * 20%) + (50 * 10%) + (50 * 10%)) = 50

****THE COURSE PROFESSOR DOES NOT GIVE EXTRA CREDIT AND STRICTLY FOLLOWS THE GRADING METHOD SET FORTH HEREIN. THUS, DO NOT ASK FOR ADJUSTMENTS. THE COURSE PROFESSOR WILL NOT RESPOND TO ANY REQUESTS.**

[1] The Course Materials are in addition to the applicable Cases, Articles and Supplemental Readings listed throughout the Syllabus.

CLASS ATTENDANCE (10%): Attendance is taken for each Class session, and in order to be counted for Class attendance, you **MUST** sign the sign-in sheet for the applicable Class session and unless you have prior written approval from the Course Professor, you must stay for the full Class session. **After the sign-in sheet is collected from the classroom for the applicable Class session, you will have no further opportunity to sign that sign-in sheet.** Please remember the Academic Honor Code, which prohibits you from signing the sign-in sheet for anyone other than yourself. The Course Professor checks the sign-in sheet for violations, and determined violations are subject to punishment pursuant to the Academic Honor Code. Without penalty on Class attendance, you are permitted three (3) Class absences for any reason. Please use such absences wisely, if at all. After the 3rd absence, each additional absence results in a reduction of 1 point from the 10 points allocated for Class attendance. For example, if Student A misses 4 Classes, her Class Attendance grade is 9/10 = 90, and if Student B misses 13 Classes, her Class Attendance grade is 0/10 = 0. Note however that your absence does not change your deliverable and the examination dates and other obligations. Additionally, subject to the Course Professor's discretion, Class slides, in-class exercises, and other Class materials will be provided only to students in Class on the discussion/distribution date. Please contact the Course Professor as soon as possible to discuss any issues that may affect your ability to attend Class and successfully complete the requisite coursework. Most importantly, I encourage each student to attend each Class session as Class attendance and participation are critical to the learning experience. **EXCEPT FOR (1) JURY DUTY, (2) LEGAL PROCEEDINGS FOR WHICH YOU ARE A PARTY AND MUST ATTEND THE LEGAL PROCEEDING BY COURT REQUIREMENT, AND (3) OFFICIAL GEORGIA TECH BUSINESS, WHICH OFFICIAL DOCUMENTATION MUST BE PROVIDED TO THE COURSE PROFESSOR, THERE ARE NO EXCEPTIONS TO THIS CLASS ATTENDANCE POLICY INCLUDING DOCTOR EXCUSES, BEREAVEMENT MATTERS, OR INTERVIEW ATTENDANCE. IF YOU ARE UNABLE TO ABIDE BY THE ATTENDANCE POLICY, YOU MUST SEE THE DEAN OF STUDENTS FOR A WAIVER TO BE PROVIDED DIRECTLY TO THE COURSE PROFESSOR.**

CLASS PARTICIPATION (10%): At the commencement of the Course, each student will receive a name tent. In order to participate in the Class discussion and meet your Class participation requirement, please display the name tent at each Class session and throughout the Class period. **At all times during the Class session, the student's name tent must be displayed, and if not, the Course Professor will not recognize the student for Class Participation. Also, at the Course Professor's sole discretion, she may deduct points from your Class Participation grade for your failure to display your name tent at all times during the Class period.** As communication, listening and respect are all key elements to effective business environments, each student should feel free to express his/her points and **MUST** be respectful of others and their points. An effective contributor is one who is prepared for Class, enhances, builds on, respectfully challenges, or provides contrasting points to existing comments, and makes insightful points. Please note however that no question is a "stupid" question. Also, understand that the Course Professor may randomly call on students during Class. A "Participation Dollar," which represents 1 point, will be provided for an effective contribution. At the end of each Class session, each student will return his/her Participation Dollar(s) and sign off on his/her recorded points for that day. To encourage student understanding and engagement of law and ethics outside of the classroom, an alternative method to obtain your Class Participation points is to attend the Fall 2012 IMPACT Speaker Series. For each IMPACT Speaker Series that you attend and for which you provide the Course Professor a written summary of what you learned from the session, you will receive 1 class participation point. You must email the written summary by the next following Tuesday class session, and the written summary should be no more than 200 words based on Microsoft Word's word count. The IMPACT Speaker Series schedule with dates, time and location is located at http://ile.gatech.edu/IMPACT.html. This schedule will also be posted on T-Square.

A maximum of 20 points for the Course is available. For example, if Student A has an aggregate of 20 points for the Course, his Class Participation grade is 20/20 = 100, and if Student B has an aggregate of 6 points for the

Course, his Class Participation grade is 6/20 = 30. There is no extra credit for exceeding 20 points; however, the Course Professor encourages you to continue to participate in Class as that is how you comprehend and learn the material.

EXAMINATION 1 (20%): Examination 1 will cover the assigned reading and Class discussions covered on the Syllabus prior to the date of Examination 1 and consist of 50 multiple choice questions. Examination 1 will be individual, closed books and notes. Students who must miss Examination 1 due to personal illness or injury, death or illness in the family, jury duty, or religious holidays must contact the Course Professor prior to Examination 1, or as soon as reasonably possible (but no later than one week after Examination 1), to make alternate arrangements. Students seeking postponement due to personal illness or injury, death or illness in the family, or jury duty must provide written evidence of the underlying reason for the requested postponement. Student athletes and Georgia Institute of Technology academic representatives should contact the Course Professor as soon as possible to discuss their ability to sit for Examination 1 on the day set forth in the Syllabus. Students will not be permitted to sit for Examination 1 after its scheduled date set forth in the Syllabus without the Course Professor's approval. Such approval is within the sole discretion of the Course Professor. If the Course Professor grants you make-up Examination 1 approval, the make-up Examination 1 will occur on such date as determined by the Course Professor in her sole and absolute discretion. Your grade on Examination 1 will be posted on T-Square. If a student desires to discuss his/her Examination 1 grade, he/she must make an appointment with the Course Professor to meet with the Course Professor as soon as possible as the Course Professor will not return Examination 1. **Any student failing to abide by these policies will receive a zero for Examination 1.**

EXAMINATION 2 (20%): Examination 2 will cover the assigned reading and Class discussions covered on the Syllabus after Examination 1 and prior to the date of Examination 2 and consist of 50 multiple choice questions. Examination 2 will be individual, closed books and notes. Students who must miss Examination 2 due to personal illness or injury, death or illness in the family, jury duty, or religious holidays must contact the Course Professor prior to Examination 2, or as soon as reasonably possible (but no later than one week after Examination 2), to make alternate arrangements. Students seeking postponement due to personal illness or injury, death or illness in the family, or jury duty must provide written evidence of the underlying reason for the requested postponement. Student athletes and Georgia Institute of Technology academic representatives should contact the Course Professor as soon as possible to discuss their ability to sit for Examination 2 on the day set forth in the Syllabus. Students will not be permitted to sit for Examination 2 after its scheduled date set forth in the Syllabus without the Course Professor's approval. Such approval is within the sole discretion of the Course Professor. If the Course Professor grants you make-up Examination 2 approval, the make-up Examination 2 will occur on such date as determined by the Course Professor in her sole and absolute discretion. Your grade on Examination 2 will be posted on T-Square. If a student desires to discuss his/her Examination 2 grade, he/she must make an appointment with the Course Professor to meet with the Course Professor as soon as possible as the Course Professor will not return Examination 2. **Any student failing to abide by these policies will receive a zero for Examination 2.**

FINAL EXAMINATION (20%): The Final Examination will cover the assigned reading and Class discussions covered since Examination 2 and consist of 50 multiple choice questions. The Final Examination will be individual, closed books and notes. Students who must miss the Final Examination due to personal illness or injury, death or illness in the family, jury duty, or religious holidays must contact the Course Professor prior to the Final Examination, or as soon as reasonably possible (but no later than one week after the Final Examination), to make alternate arrangements. Students seeking postponement due to personal illness or injury, death or illness in the family, or jury duty must provide written evidence of the underlying reason for the requested postponement. Student athletes and Georgia Institute of Technology academic representatives should contact the Course Professor as soon as possible to discuss their ability to sit for the Final Examination on the day set forth in the Syllabus. Students will not be permitted to sit for the Final Examination after its scheduled date set forth in the Syllabus without the Course Professor's approval. Such approval is within the sole discretion of the Course Professor. If the Course Professor grants you make-up Final Examination approval, the make-up Final Examination will occur during Georgia Institute of Technology's official make-up examination period on such date as determined by Georgia Institute of Technology or the Course Professor in her sole and absolute discretion. Your grade on the Final Examination will be posted on T-Square. If a student desires to discuss his/her Final Examination grade, he/she must make an appointment with the Course Professor to meet with the Course Professor as soon as possible as the Course Professor will not return the Final Examination. **Any student failing to abide by these policies will receive a zero for the Final Examination.**

INDIVIDUAL MEMORANDUM (10%):

•Format: Each student shall be responsible for one individual memorandum. The individual memorandum will be on the ChoicePoint Case Study: Paine, L. S. and Phillips, Z. (2006). "ChoicePoint (A)." *Harvard Business Review*. Production #: 306001-PDF-ENG.

An electronic copy in Word format of the individual memorandum is due prior to the beginning of the Class session on September 27, 2012. If you will be unable to attend the specific Class session on September 27, 2012, please email the Course Professor the Word format version of the individual memorandum prior to the commencement of the September 27, 2012 Class session. The case memorandum should be no more than one page, single spaced (including footnote citations). No exhibits or appendices are needed. You must give credit to others' works with appropriate footnote citations. The font shall be 10-point Times New Roman.

In preparing and writing the memorandum, take the position of being (a) an outside consulting firm engaged by the board of directors or CEO; (b) outside legal counsel presenting the memorandum to the general counsel or board of directors; or (c) an internal employee presenting the memorandum to the board of directors, CEO or your boss. Make sure to include your name on the memorandum.

•Content: Among other topics of relevance that you desire to discuss in your unique analysis, your case memorandum should address one of the below questions.

Questions:

(1) Is an industry being self-regulated or having organized regulations from the federal or state governments better for consumer protection?

(2) From a legal and compliance perspective, how would you have advised Derek Smith to shield ChoicePoint and its stakeholders from liability for data breaches of confidential consumer information?

(3) What departments within ChoicePoint should have worked together and what should have been their plan of action to prevent data breaches?

•Please see Exhibit A for the *Highlights of the Nuts and Bolts of the Business Case Method and Grading Guide* (the "*Business Case Method Guide*").

GROUP BOOK SECTION WRITE-UP (10%): In *The World Is Flat*, read pages 50 – 200. The Course Professor will form the teams for the Course. Collectively, the Course Professor will assign each team one of the "Ten Forces That Flattened the World," and each group must prepare a two page critical-thought analysis on how you think the selected force has affected, is affecting or will in the future affect the American legal system. The goal of the assignment is to articulate and apply, clearly and concisely, concepts learned in, during and in connection with the Course and demonstrate your ability to enhance or improve existing frameworks, models, laws, etc. Weight will be given to original thoughts, external research and the organized and concise manner in which you convey the information. The write-up should be no more than two pages, single spaced (including footnote citations). You do not need to include a title page, table of contents, exhibits and appendices. You must give credit to others' works with appropriate footnote citations. The font shall be 10-point Times New Roman. **An electronic Word version of the two page write-up is due prior to the beginning of Class on December 6, 2012. If you will be unable to attend Class on December 6, 2012, please email the Course Professor the Word version of the two page write-up prior to the commencement of Class on December 6, 2012.** Make sure to include the name of all team members on the two page write-up. The team should select its desired audience and applicable deliverable format for this assignment. Please see Exhibit B for the *Book Section Write-Up Questions and Answers and Grading Guide* (the "*Book Section Guide*") for this assignment. There will be a Peer Assessment, and unless the Course Professor determines based on the Peer Assessment to lower the grade of any or all of the team members, each team member will receive the same score as the other members of the team.

Assignments for the "Ten Forces That Flattened the World":

Team 1 – The New Age of Creativity: When the Walls Came Down and the Windows Went Up
Team 2 – The New Age of Creativity: When the Web Went Around and Netscape with Public
Team 3 – Work Flow Software
Team 4 – Uploading: Harnessing the Power of Communities
Team 5 – Outsourcing: Y2K
Team 6 – Offshoring: Running with Gazelles, Eating with Lions
Team 7 – Supply-Chaining: Eating Sushi in Arkansas
Team 8 – Insourcing: What the Guys in Funny Brown Shorts Are Really Doing
Team 9 – In-Forming: Google, Yahoo!, MSN Web Search
Team 10 – The Steroids: Digital, Mobile, Personal, and Virtual

GENERAL:

•All deliverables must be original work prepared for the applicable assignment. A repurpose of another assignment from another course must be approved by the Course Professor in advance, and approval is at the discretion of the Course Professor. **ALSO, THE COURSE PROFESSOR RETAINS PRIOR CLASS ASSIGNMENTS SO DO NOT UTILIZE THE WORK OF PRIOR CLASSES AS SUCH IS A VIOLATION OF THE ACADEMIC HONOR CODE.**

•All emails sent to the Course Professor's attention should be sent to the email address set forth on page 1 of the Syllabus.

•Fully check T-Square daily to make sure that you obtain all posted information.

•Except for Examination 1, Examination 2, and the Final Examination, all deliverables for the Course shall be delivered in by electronic mail in Word format prior to the beginning of the applicable Class session or on the date indicated herein. Except with respect to Examination 1, Examination 2, and the Final Examination which rules are explained in its applicable section, a late deliverable will be deducted one letter grade for each 24-hour period it is late. **THERE ARE NO EXCEPTIONS TO THIS RULE.** You can always turn in such deliverables prior to the due date. As time management is an important learning objective in the Course, you are encouraged to schedule your time and not wait to the last minute to work on assignments. Also, the Course Professor is available to discuss drafts or ideas on the Individual Memorandum and Group Book Section Write-Up prior to the assignments are due. However, be respectful of the Course Professor's time and the deadline when scheduling your discussions, which the Course Professor recommends no less than one week prior to the due date.

•Please read the Syllabus in its entirety and refer back to it often as the Course Professor will not provide reminders of due dates.

CLASS SCHEDULE

Date	Assignment
	Module 1: Introduction to the Legal System
August 21, 2012: Class 1	INTRODUCTION TO THE COURSE, INCLUDING REVIEW OF THE SYLLABUS INTRODUCTION TO COURSE PROFESSOR AND STUDENTS, INCLUDING VOICING DESIRE FROM THE COURSE RETURN OF STUDENT BACKGROUND SHEET MEANING OF LAW SOURCES OF AMERICAN LAW: CONSTITUTIONAL, STATUTORY, ADMINISTRATIVE, AND COMMON LAW ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 1.
August 23, 2012: Class 2	ANALYZING AND BRIEFING LEGAL CASES ANALYZING BUSINESS CASES ***IN CLASS EXERCISE*** BUSINESS LAW WRITING WORKSHOP – MEMORANDUM AND LETTER ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 1 – Reading and Understanding Case Law and Appendix A – "How to Brief Legal Cases and Analyze Case Problems". ***Article***: Fielden, J. S. (May 1, 1964). "What Do You Mean I Can't Write?" *Harvard Business Review*. Prod.# 64305-PDF-ENG. **NOTE: TO PURCHASE THE *HARVARD BUSINESS REVIEW* ARTICLE, "What Do You Mean I Can't Write?", use the following URL http://cb.hbsp.harvard.edu/cb/access/14122643.**
August 28, 2012: Class 3	THREE BRANCHES OF U.S. FEDERAL GOVERNMENT AND THEIR FUNCTIONS AND INFLUENCERS •Legislative •Executive •Judicial •Lobbying

Date	Assignment
	HOMEWORK/ASSIGNED READING: ***Textbook***: Chapter 4. **THE FEDERAL COURT SYSTEM** •Federal Court Structure *Supreme Court of the United States *United States Courts of Appeals *United States District Courts *United States Bankruptcy Courts *United States Courts of Special Jurisdiction – U.S. Court of Appeals for the Armed Forces, U.S. Court of Federal Claims, U.S. Court of International Trade, U.S. Tax Court, U.S. Court of Appeals for Veterans Claims •Jury Trial •Non-jury Trial •Administrative Hearing •Appellate Hearing ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 3.
August 30, 2012: Class 4	**CONSTITUTIONAL LAW** •Bill of Rights •First Amendment – Freedom of Speech •Federal vs. State Rights ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 4. ***Cases***: *Free Press: *Hustler Magazine, Inc. v. Falwell*, 485 U.S. 46 (U.S. Supreme Court 1988) *Right to Dissent: *City of Ladue v. Gilleo*, 512 U.S. 43 (U.S. Supreme Court 1994) *Unprotected Speech (Obscenity): *Miller v. California*, 413 U.S. 15 (U.S. Supreme Court 1973) ***The cases are located on T-Square under the Course section.***
September 4, 2012: Class 5	**CONSTITUTIONAL LAW (CON'T)** •Commerce Clause

Date	**Assignment**
	•Relations Among States •Civil Rights **Video** ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 4. ***Cases:*** Demonstrating an Evolution of Civil Rights in Education: *Creating the Separate but Equal Doctrine: *Plessy v. Ferguson*, 163 U.S. 537 (U.S. Supreme Court 1896) *Expanding the Separate but Equal Doctrine: *Berea College v. Commonwealth of Kentucky*, 211 U.S. 45 (U.S. Supreme Court 1908) *Limiting the Separate but Equal Doctrine: *Sipuel v. Board of Regents of University of Oklahoma*, 332 U.S. 631 (U.S. Supreme Court 1948) *Interpreting the Separate but Equal Doctrine: *Sweatt v. Painter*, 339 U.S. 629 (U.S. Supreme Court 1950) *"Opposing" the Separate but Equal Doctrine: *Brown v. Board of Education I*, 347 U.S. 483 (U.S. Supreme Court 1954) and *Brown v. Board of Education II*, 349 U.S. 294 (U.S. Supreme Court 1955) ***The cases are located on T-Square under the Course section.***
Module 2: The Public Environment	
September 6, 2012: Class 6	**CRIMINAL LAW** •Corporate Criminal Liability and White Collar Crime ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 6. **•Guest Presenter: Brad Malkin, Esq., Chief, White Collar Crime Unit, Fulton County District Attorney's Office**
September 11, 2012: Class 7	**REAL AND PERSONAL PROPERTY** •Ownership of Real Property •Transfer of Real Property Ownership •Police Power and Eminent Domain •Leasehold Estates •Landlord-Tenant Relationship •Personal Property ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 22.

Date	Assignment
September 13, 2012: Class 8	** EXAMINATION 1**
September 18, 2012: Class 9	**INFORMATION MANAGEMENT** **Privacy ~ Framework Addressing the Flow of Data** •Privacy Definition •Privacy Classes – Information Privacy; Bodily Privacy; Territorial Privacy; Communications Privacy •U.S. Privacy Laws *The Fair Credit Reporting Act ("***FCRA***") *The Health Insurance Portability and Accountability Act ("***HIPAA***") *Gramm-Leach-Bliley Act ("***GLBA***") *The Children's Online Privacy Protection Act of 2000 ("***COPPA***") *The Privacy Act of 1974 *The Freedom of Information Act ("***FOIA***") *U.S. State Breach Notification Laws *U.S. Marketing Communication Laws **Data Protection Model** **Global Data Protection** **Information Security** ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 4 – Privacy Rights; Chapter 20.
September 20, 2012: Class 10	**INTANGIBLE PROPERTY – INTELLECTUAL PROPERTY TYPES AND PROTECTION** •Trademarks •Patents •Copyrights •Trade Secrets ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 8.
September 25, 2012: Class 11	**INTANGIBLE PROPERTY – INTELLECTUAL PROPERTY TYPES AND PROTECTION (CON'T)** •Trademarks •Patents •Copyrights •Trade Secrets **INTANGIBLE PROPERTY – OTHER MATTERS** •Domain Names

Date	Assignment
	•Licenses •Open Source Software ***<u>HOMEWORK/ASSIGNED READING</u>:*** ***Textbook***: Chapter 8.
September 27, 2012: Class 12	**INDIVIDUAL MEMORANDUM DUE** ***Case***: ChoicePoint Case Study: Paine, L. S. and Phillips, Z. (2006). "ChoicePoint (A)." *Harvard Business Review*. Production #: 306001-PDF-ENG. **NOTE: TO PURCHASE THE *HARVARD BUSINESS REVIEW* CASE, "ChoicePoint (A)," use the following URL <u>http://cb.hbsp.harvard.edu/cb/access/14122643</u>.** <u>Questions</u>: (1) Is an industry being self-regulated or having organized regulations from the federal or state governments better for consumer protection? (2) From a legal and compliance perspective, how would you have advised Derek Smith to shield ChoicePoint and its stakeholders from liability for data breaches of confidential consumer information? (3) What departments within ChoicePoint should have worked together and what should have been their plan of action to prevent data breaches?
October 2, 2012: Class 13	**TORTS AND SOCIAL RESPONSIBILITY** •Meaning of Tort •Categories of Torts and Their Defenses: *Negligence: Elements to Establish Negligence *Intentional Torts: Defamation (Dignity Tort) - Libel and Slander Nuisance Assault and Battery False Imprisonment Intentional Infliction of Emotional Distress *Statutory Torts/Strict Liability: Product Liability Strict Product Liability ***<u>HOMEWORK/ASSIGNED READING</u>:*** ***Textbook***: Chapter 5, Chapter 21, Chapter 12, and Chapter 23.
October 4, 2012: Class 14	**TORTS AND SOCIAL RESPONSIBILITY**

Date	Assignment
	*Economic Torts •Damages in Tort Law •Cross Between Crime and Tort ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 5, Chapter 21, Chapter 12, and Chapter 23.
	Module 3: The Employment Environment
October 9, 2012: Class 15	**AGENCY INTRODUCTION** **INDEPENDENT CONTRACTOR VS. EMPLOYEE** **EXPATRIATE EMPLOYEE PROTECTIONS** •Employee Risks •Duty of Care •Liability •Risk Management Policy ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 16. ***Article***: Yu, R. (August 24, 2010) "Companies try efforts to protect workers in world's danger zones." *USA Today*. *To download a copy of the article "Companies try efforts to protect workers in world's danger zones" go to http://travel.usatoday.com/news/2010-08-24-dangertravel24_CV_N.htm.*
October 11, 2012: Class 16	**EMPLOYEE RIGHTS** **RESTRICTIVE COVENANTS AND ENFORCEMENT** •Confidentiality •Non-competition •Non-solicitation •Work-for-hire ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 17 and Chapter 18. ***Supplemental Reading***: •Summary of The Paycheck Fairness Act of 2009 •Sample confidentiality provision •Sample non-competition provision •Sample non-solicitation provision •Sample work-for-hire provision

Date	**Assignment**
	FALL 2012 STUDENT RECESS (OCTOBER 13 – 16)
October 18, 2012: Class 17	**IMMIGRATION AND THE GLOBAL ECONOMY** ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 17 – Immigration Law. ***Articles***: Dwoskin, E. (November 14, 2011) "Do you want this job?" *Bloomberg Businessweek* "The magic of diasporas." *The Economist* (November 19, 2011)
October 23, 2012: Class 18	****EXAMINATION 2****
	Module 4: The Contractual Environment
October 25, 2012: Class 19	**OVERVIEW OF CONTRACT LAW; ELEMENTS OF A CONTRACT; TYPES OF CONTRACTS** ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 9.
October 30, 2012: Class 20	**AGREEMENT – OFFER, ACCEPTANCE, AND CONSIDERATION** **CAPACITY AND LEGALITY** ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 9.
November 1, 2012: Class 21	**Guest Presenter: C. Anthony ("Tony") Multrain, Esq., Partner, Gordon & Rees LLP**
November 6, 2012: Class 22	**DEFENSES TO CONTRACT ENFORCEABILITY** •Statute of Frauds/Oral Contracts •Consent ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 10.
November 8, 2012: Class 23	**3RD PARTIES** **PERFORMANCE AND DISCHARGE** **REMEDIES** •Damages •Equitable Relief •Limitation of Liability

Date	Assignment
	ALTERNATIVE DISPUTE RESOLUTION ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 10. ***Textbook***: Chapter 3 – Alternative Dispute Resolution.
November 13, 2012: Class 24	**TORT REFORM AND ALTERNATIVE DISPUTE RESOLUTION FILM**
November 15, 2012: Class 25	**TORT REFORM AND ALTERNATIVE DISPUTE RESOLUTION FILM (CON'T) AND DISCUSSION**
Module 5: The Corporate Environment	
November 20, 2012: Class 26	**FORMS OF BUSINESS ORGANIZATION, AN OVERVIEW AND COMPARISON** •Sole Proprietorship •General Partnership •Limited Partnership •Limited Liability Company •S Corporation •C Corporation ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 14 and Chapter 15.
November 27, 2012: Class 27	**NATURE OF CORPORATIONS** •Corporate Entity •Limited Liability •Piercing the Corporate Veil ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 15.
November 29, 2012: Class 28	**CERTAIN PLAYERS IN A CORPORATION - SHAREHOLDERS** •Rights •Responsibilities •Shareholder Voting Control •Minority Shareholders •Shareholder Derivative Suits **CERTAIN PLAYERS IN A CORPORATION - BOARD DIRECTORS** •Duty of Care •Duty of Loyalty •Business Judgment Rule

Date	Assignment
	CERTAIN PLAYERS IN A CORPORATION – OFFICERS •Positions •Fiduciary Obligations ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 15.
December 4, 2012: Class 29	**FEDERAL SECURITIES LAW AND INVESTOR PROTECTION** •Security Defined •Securities Act of 1933 •Securities Exchange Act of 1934 •Rule 10b-5 •Securities Exchange Commission •Insider Trading – Tipper and Tippee •Sarbanes-Oxley Act of 2002 •Dodd-Frank Wall Street Reform and Consumer Protection Act •Initial Public Offering ***HOMEWORK/ASSIGNED READING:*** ***Textbook***: Chapter 24 and Appendix D – The Sarbanes-Oxley Act of 2002.
December 6, 2012: Class 30	****BOOK SECTION WRITE-UP DUE**** **OUTSOURCING, OFFSHORING, AND INSOURCING** **MERGERS, ACQUISITIONS, AND DIVESTITURES** •Parties •Letter of Intent/Term Sheet •Lock-Out Period; No-Shop Period •Due Diligence – Legal and Financial •Deal Structures ***HOMEWORK/ASSIGNED READING:*** ***Supplemental Reading***: •Friedman, T. L. (2005). *The World Is Flat: A Brief History of The Twenty-First Century*. Farrar, Straus and Giroux, New York. Pages 126 – 136, Outsourcing; 136 – 150, Offshoring; and 167 – 176, Insourcing. •Frankle, D. H., Landsman, S. A., and Greene, J. J. (2007). *The Mergers and Acquisitions Handbook: A Practical Guide to Negotiated Transactions*. Bowne & Co., Inc. 1st Edition. New York. Chapters 1, 2, 4, 5 and 10. **The Mergers and Acquisitions Handbook: A Practical Guide to Negotiated Transactions* material is located on T-Square under the Course section.*

Date	Assignment
	CLASS DEBRIEFING AND ADJOURNMENT
Thursday, December 13, 2012, 8:00 A.M. – 9:30 A.M.	**FINAL EXAMINATION** **Date and time are subject to change based on Georgia Tech's examination schedule.**

POLICIES AND PROCEDURES

STUDENT HONOR CODE AND CODE OF ETHICS: Students shall be aware of and abide by the Georgia Institute of Technology's Academic Honor Code with respect to all aspects of their participation in the Course. See http://www.honor.gatech.edu/plugins/content/index.php?id=9. Compliance with the Academic Honor Code also includes all aspects of the Honor Agreement signed by students as a condition of their enrollment in the College of Management. Any student suspected of engaging in behavior in violation of the Academic Honor Code or the Honor Agreement shall be referred to the Office of the Dean of Students for appropriate action.

Specifically, all assignments submitted must be your own or your team's individual thought and words, unless properly cited.

DISABILITY ACCOMMODATION: The Georgia Institute of Technology has policies regarding disability accommodation, which are administered through Access Disabled Assistance Program for Tech Students (ADAPTS). See http://www.adapts.gatech.edu/. For students with disabilities, please contact the ADAPTS Office, located in the Office of the Dean of Students, to request classroom accommodations.

LEGAL AND FINANCIAL DISCLAIMER: Any and all opinions, statements, discussions, or recommendations as to legal and/or financial matters made herein are for academic purposes only and are not intended and should not be construed as providing legal or financial advice or creating any attorney-client relationship or advisor-client relationship. This disclaimer includes all discussions during, within, and in connection with the Course and related activities.

ELECTRONICS: **ABSOLUTELY NO ELECTRONICS ARE ALLOWED IN THE CLASS EXCEPT WHEN SPECIFICALLY INDICATED BY THE PROFESSOR TO CONDUCT IN CLASS EXERCISES AND COURSE EVALUATIONS.**

RECOMMENDED READINGS

Listed below are suggestions from the Course Professor's reading list of readings, publications, and media programs that may be of interest and assistance to you in your academic studies and career.

JIM COLLINS, HOW THE MIGHTY FALL: AND WHY SOME COMPANIES NEVER GIVE IN (2009).

JIM COLLINS, GOOD TO GREAT: WHY SOME COMPANIES MAKE THE LEAP . . . AND OTHERS DON'T (2001).

JEFFREY J. FOX, HOW TO BECOME A RAINMAKER: THE RULES FOR GETTING AND KEEPING CUSTOMERS AND CLIENTS (2000).

MALCOLM GLADWELL, OUTLIERS: THE STORY OF SUCCESS (2008).

RICHARD D. PARKER, "HERE, THE PEOPLE RULE": A CONSTITUTIONAL POPULIST MANIFESTO (1994).

SPENCER JOHNSON, M.D., WHO MOVED MY CHEESE?: AN AMAZING WAY TO DEAL WITH CHANGE IN YOUR WORK AND IN YOUR LIFE (1998).

SHEYANN WEBB, RACHEL WEST NELSON, & FRANK SIKORA, SELMA, LORD, SELMA (1980).

The Economist

The Wall Street Journal

EXHIBIT A

HIGHLIGHTS OF THE NUTS AND BOLTS OF THE BUSINESS CASE METHOD AND GRADING GUIDE[1]

I. Introduction to the Business Case Study

In short, the business case method is a simulated-real world business situation adapted for a participatory learning environment with the goal of enabling students to engage in problem recognition and solving, judgment, analysis, and decision making without being in a practical setting. In the business case method, the decision maker receives, by way of the case, a set of facts and circumstances, and is asked to analyze the presented opportunities or problems and provide practical recommendations for the opportunities and solutions to the problems, using supporting facts and materials. In no way should the case analysis summarize or repeat the facts in the case. Although, the decision maker may use information from the case to support arguments or demonstrate points made in the analysis.

When engaging in the business case method, the decision maker should imagine that he or she is the protagonist in the case, by placing himself or herself in the protagonist's position and environment. This process enables the decision maker to see the case situations through the eyes of the individual in the case that must make the recommendations or provide the solutions or other plan of action. Thus, with respect to timing, the time of the case analysis from a factual standpoint should be in the present day of the case being examined; however, the decision maker can use current laws and frameworks to justify his or her recommendations or solutions, as if such laws and frameworks existed at the historical time.

Please remember to allocate sufficient time to conduct a thorough case analysis and produce the deliverable by the required deadline, including time to reflect on the information surrounding the case and assignment, think critically about the final product, identify any gaps in the analysis, and PROOFREAD the deliverable. Just as in practical situations, a limitation of time and resources often exits. Thus, time management, with submission of the final deliverable on or prior to the delivery date, is critical to business projects.

Except for individual case analysis assignments and as permitted by the course assignment, the decision maker should form case study groups so that parties can discuss their insights and thoughts on the case prior to the in class case discussions.

II. Tips for Reading the Case

•First, read the first section and last section of the case to (1) identify the protagonist and (2) get an overview of the background and the problem or issue the case presents for the protagonist to address.

•Next, read the case in full, including case exhibits, in order to get an understanding of the case and the situation(s) involved in the case.

•Next, slowly and intently read the case in full, making sure to understand or question the purpose or meaning of each sentence, including its importance to the potential problems and issues identified in the case. On this case read, the decision maker should capture and understand all the problems and issues in the case.

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[1] This document applies to qualitative business case methods provided in connection with Professor Seletha R. Butler's Management 2106: Legal Aspects of Business course (Spring 2012) (the "***Course***"), and may have no application or relevance to other classes or situations and the way the leader conducts the class or situation or his or her expectations.

•Read the case in full a third time with the purpose of thinking through and organizing the themes and questions the decision maker will discuss in the case analysis. During this read, the decision maker should make detailed notes.

•When reading the case, use the "highlight technique" sparingly. Rather, the decision maker should focus on thinking and jotting notes and questions in the margins when reading the case. Additionally, the decision maker should mark or highlight relevant points, figures or data.

•The decision maker will read and refer back to the case, or at least parts of it, throughout the case analysis and case write-up preparation and review.

•In order to confirm that the decision maker did not overlook or omit addressing important information contained in the case, he or she should read the case a final time after completing the case analysis and case write-up or other final deliverable.

The decision maker should consider or answer the below questions when reading through the case.

> a. What business is the organization in? What are its objectives? What are its strengths and weaknesses? What opportunities and threats exist? Who are its customers? What is its regulatory environment?
>
> b. What is the decision to be made, problem to be solved, or issue to be resolved?
>
> c. What facts are relevant and key to a solution? Are they symptoms? Causes? . . .
>
> d. What are the decision criteria?
>
> e. What are the options? Are they relevant to the problem at hand? Address obvious and creative solutions (provided that they are rational and sensible), and the decision maker must support all solutions with reasonable information or data.
>
> f. What is the decision maker's evaluation of the options in view of the decision criteria? What are the pros and cons of each?
>
> g. What options or combination of options should the decision maker choose? Why?
>
> h. What is the decision maker's plan of action? Outline such plan by answering the questions, who, when, what, where, why, and how.
>
> i. What results does the decision maker expect? Why?[2]

III. Analysis of the Problem

Because every discipline has its own frameworks, methodologies, processes, tools, and theories for addressing and solving that discipline's issues, the decision maker must utilize and adapt the technique for analysis that fits the particular discipline or situation at issue.

•1st – *(Issues)* Identify and fully understand the problem(s) or the question(s) to address in the case analysis.

•2nd – *(Recommendation/Decision/Solution Options)* Brainstorm on the recommendation/decision/solution options and the evidence to support such recommendation/decision/solution options. The case may not contain the recommendation/decision/solution options, in which case the decision maker must determine such on his or her own.

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[2] John Haywood-Farmer, *An Introductory Note on the Case Method* (2008).

Alternatively, the professor or assigning party may provide question(s) for the decision maker to address, who must then determine the decision/recommendation options to address such questions.

•3rd – *(Alternatives and Constraints)* The decision maker should think about any alternatives and constraints to the recommendation/solution/decision options as he or she needs to address those in the deliverable.

•4th – *(Costs/Benefits or Advantages/Disadvantages)* Identify costs/benefits or advantages/disadvantages to the various recommendations/solutions/decision options, as the decision maker should address such points in the deliverable.

•5th – *(Supporting Evidence)* The decision maker should conduct thorough research to identify strong materials to support the decision maker's recommendations/solutions/decisions.

•6th – *(Evaluation)* Given the alternatives, constraints, costs/benefits or advantages/disadvantages, and research, the decision maker should evaluate the recommendation/solution/decision options to determine the best recommendation(s)/solution(s)/decision(s) to the problem(s) or question(s). The decision maker should include in the evaluation the material facts that support the recommendation(s)/solutions/decision(s).

•7th – *(Recommendation/Solution/Decision and Plan of Action)* In making the best recommendation(s)/solutions/decision(s), the decision maker should imagine that he or she is the protagonist who must make the decision and provide the supporting justifications. The decision maker should make the recommendation/solution/decision, clearly articulate the supporting justifications, and provide any plan of action required.

Please understand that in many cases, except in the case of rule analysis where a "yes/no" or "go/no go" decision is determined from the rule, there is no correct recommendation/solution/decision. The recommendation/solution/decision should be the best available recommendation/solution/decision based on the circumstances, including taking into account the cost/benefits, advantages/disadvantages, and alternatives and constraints to the recommendation/solution/decision.

IV. Structure and Content of the Written Deliverable

•If the decision maker makes assumptions, he or she should make sure that such assumptions are reasonable under the circumstances and that the decision maker clearly articulates such assumptions in the deliverable.

•Any discussion questions provided are guides for the case write-up, but do not limit the decision maker's analysis and discussion of the case and scope and content in the business case write-up. For example, in addition to addressing the discussion questions, the decision maker may discuss and include other frameworks and laws that are applicable to the case at issue.

•See the *Book Section Write-Up Questions and Answers and Grading Guide*, Exhibit B of the Course Syllabus, for guidance on the grammar and style for the Individual Memorandum.

V. Class Discussion on the Business Case

In general, the business case discussion involves the full class with the Course professor as the facilitator (i.e. it is a participatory exercise which requires in-depth prior preparation). More specifically, the discussion is between and among students, with the Course professor guiding the discussion as a moderator or discussion leader. The environment is not lecture format. Ideal discussion involves students enhancing, building on or contrasting points made by other classmates, which requires intense listening in order to capture and follow the comments and discussion. At all times, the comments should be well developed and supported.

VI. Grading Guide

Below is the grading guide used for the Individual Memorandum assignment. Please note that plagiarism results in a 0% on the Assignment and other actions as contained in the Honor Code. No collaboration of any kind is permitted for the Individual Memorandum.

Criteria	Marginal Performance	Point Scale	Advanced Performance
Structure: Structure represents the format, visual display, and organization of the deliverable. Organization means the timing and location - when and where the writer conveys the information. For example in bottom-line communication, the writer must convey the purpose at the beginning of the work product.	•The author fails to organize the deliverable in order to appropriately convey the information to the audience. •There is no clear thesis or purpose stated at the beginning of the deliverable. •There is no clear organizational pattern. •The author does not develop and convey in the deliverable the main points. •The evidence/supporting information does not defend/support the claims/arguments. •The audience/reader gets lost in the information. •The conclusion does not appropriately tie together the materials in the deliverable.	1 2 3 4 Comments:	•The audience can clearly understand and locate the material. •In the introduction, the author clearly articulates the thesis/purpose. •The deliverable follows a logical organizational pattern. •The main points and arguments have no gaps in logic and defense. •The deliverable is free of excess information. •The introduction and conclusion are excellent. •The deliverable involves a unique manner to address the Assignment.
Style: Style is the language and tone used to convey the information. In general, tone means tempering the message by the realities and circumstances of the situation.	•The tone is inappropriate for the audience. •The writing is not clear, concise, and concrete. •There are no, few, or inappropriately used transitions. •The deliverable contains grammatical or spelling errors. •The deliverable contains too many quotes, or the author fails to properly use quotes.	1 2 3 4 Comments:	•The tone is appropriate and directly on point for the audience. •The writing is clear, concise, and concrete. •The author uses fitting words in the deliverable. •The sentence structure is sophisticated but appropriate, and sentence variety is exceptional. •Excellent use of transitions exists. •The deliverable contains no grammatical or spelling errors. •If any, the deliverable contains properly used quotes to explain or draw attention to a point or concept.
Substance: Substance addresses the content of the deliverable, including, but not limited to, the following items: research, analysis, arguments, and solutions.	•Little or no supporting research exists. •There is no or limited clear, targeted and relevant research. •The deliverable does not address the Assignment. •The deliverable contains a simplistic, inappropriate, or incoherent analysis of the subject matter, which may suggest a misunderstanding of the topic. •The author does not provide any original thoughts in the deliverable. •The author fails to be innovative and come up with practical solutions to the issues. •The author does not document information appropriately in the deliverable.	1 2 3 4 Comments:	•The research is excellent, including being parallel to the supporting point(s) and from highly reputable sources, and is outside of just simple internet searches. •The deliverable engages the audience. •The deliverable fulfills or exceeds every aspect of the Assignment. •The analysis and arguments are cogent and supported by directly parallel examples. •The deliverable contains original thought and creative solutions to the issues, and the presentation shows a well-developed and logically conveyed stream of thought. •The author carefully considers and represents in the deliverable alternative perspectives and claims. •The deliverable contains appropriate

Criteria	Marginal Performance	Point Scale	Advanced Performance
			citation references.
		Total Available Points: 12 points **Grade:** __________	

Two additional tips on written communication are the below.

(1) Ask yourself, "so what," when you are unsure on whether or not to include information, explanations, and sentences in your written communication.

(2) In determining if your work product is complete, ask yourself if you are willing to sign the document and put your professional reputation and position at risk in connection with the written communication.

EXHIBIT B

BOOK SECTION WRITE-UP QUESTIONS AND ANSWERS[1] AND GRADING GUIDE

Writing is a prestigious [skill] which puts one right into the center of the world and, to remain on top, one has to work really hard, the aim being a good and original theme, simplicity in expression and the use of the irreplaceable word. – Nelson Mandela, September 4, 1977

1. What is critical-thought analysis?

"[T]he intellectually disciplined process of actively and skillfully conceptualizing, applying, analyzing, synthesizing, and/or evaluating information gathered from, or generated by, observation, experience, reflection, reasoning, or communication, as a guide to belief and action."[2] In short, critical-thought analysis is reflective and in-depth thinking and analysis on an issue in supporting an argument or a belief, situation, or position. Critical analysis does not always mean disapproval or negative reaction to the analyzed situation, as positive analysis is often used in critical analysis such as developing a practical solution to a complex problem or formulating a course of action for an issue.

2. What is the concept of "Audience Sensitivity"?

One of the most critical components of legal business writing is understanding that audience matters. In writing legal business pieces, you are ALWAYS writing to an individual, group, or intangible subject matter. Intangible subject matter could be a client file or the case record. Thus, when writing any legal business piece, you MUST identify (mentally and in some cases in the writing itself) who your audience is. Additionally, you need an understanding of your audience, including, but not limited to, the (a) existing and desired competency level of the audience on the subject matter; (b) audience's time and resource availability and opportunity to examine your written piece; and (c) audience's purposes and goal in examining your written piece.

The first task prior to engaging in a legal business writing assignment is to make sure that you identify and understand your audience, and you MUST keep that audience in mind as you research, brainstorm about, outline, and write the piece. Keeping the audience in mind throughout your writing exercise is key to ensuring that you make valuable decisions in determining (a) the deliverable format; (b) what materials to include; (c) how to organize your ideas and the work product; and (d) how to support your arguments.

To illustrate the impact of "audience sensitivity," imagine that you are a summer intern in Washington, D.C., and your boss, the Chief of Staff for Senator Jane Doe, asks you to analyze and provide her a memorandum on the benefits of a 12-month academic year for high school students versus the existing 10-month academic year for high school students. Senator Jane Doe is an advocate for the 12-month academic year, and she is speaking to the Atlanta corporate community regarding this 12-month school year initiative. Next, imagine that you are a summer intern for the Hip Hop Artist X Foundation, and your boss, the director of community relations, asks you to analyze and

[1]In order to assist you with the Book Section Write-Up on *The World is Flat* (the "*Assignment*"), I created this book section write-up questions and answers and grading guide (the "*Guide*"). Please note that it is impossible and impracticable to address all likely questions regarding the Assignment. However, I addressed some potential questions in order to provide you with some practical guidance. Except with respect to the grading rubric, please do not get confined by the information in the Guide and fail to utilize your abilities to explore and provide a uniquely created work product from which you can grow and learn academically. I hope that the Guide eliminates any of the trepidation that you may have in working on and completing the Assignment. Best of luck in your best efforts for the Assignment, and feel free to schedule time to discuss any additional questions or concerns that you may have on the Assignment. Remember the following Henry Ford quote when embarking on the Assignment – *Thinking is the hardest work there is, which is the probable reason why so few engage in it.*

[2]Michael Scriven & Richard Paul, *Defining Critical Thinking: A Statement by Michael Scriven & Richard Paul for the National Council for Excellence in Critical Thinking Instruction*, http://www.criticalthinking.org/aboutCT/definingCT.cfm (last visited September 15, 2011).

provide him a memorandum on the benefits of a 12-month academic year for high school students versus the existing 10-month academic year for high school students. Hip Hop Artist X is an advocate for the 12-month academic initiative and is performing at an inner-city Atlanta community event and wants to present the beneficial points to the audience during this event. Your two memoranda will be substantially different in terms of structure, style, and substance.

For the Assignment, you have the discretion to determine who your audience is. Thus, the audience could be the course instructor, the general public whom you desire to be a potential consumer of your piece, your boss, or a policy maker to whom you are appealing for legislative action, to name a few. However, if the course instructor is the audience, please remember that you must still clearly articulate your points, substantiate your arguments, and fill in any gaps. Treat the course instructor as an intelligent audience person with minimal knowledge on the subject matter.

Below are four questions that you should ask yourself before preparing a work product.

> •Is the message being sent internally within your own organization? Or is it going to someone in the external world?
> •Is the recipient in a position of power over you? Or are you in the superior position? . . .
> •What is your relationship with the recipient of your communication? Are you friends? Enemies? Complete strangers? . . .
> •Given the answers to these questions, how safe is it (both for you and your organization) to send the message you first selected? If you decide your message is too risky, you have to redefine realistically the message you *can* send to get the job at hand done without causing trouble.[3]

Remember that the concept of "audience sensitivity" is applicable in academic as well as practical settings.

3. What should the final work product look like?

Originality is a grading component of the Assignment. Thus, outside of the page and format limitation set forth on the Course Syllabus, there are no specifications on the format of the work product. *See Question 2 regarding Audience Sensitivity.* Layout examples may be memorandum, traditional paper, explanatory graphics such as a detailed chart, or proposed legislation. Again, I cannot wait to see how you utilize the Assignment to develop an outstanding work product. Prior to writing, make sure that you focus on "audience sensitivity" and adapt your writing structure, style, and substance to appropriately convey the message/information to your identified audience. A typical memorandum contains the following sections, in the indicated order, introduction, recommendations, analysis, and conclusion.

4. How much time should my team dedicate or put into the Assignment?

Only you as a team can determine this time management question. You have the relevant information to determine the grade percentage allocation, and you, as a team, have to determine the importance of the Assignment and learning experience on your life.

5. How far in advance should I start working on the Assignment?

As with Question 4, this question also focuses on time management. When to start working on the Assignment is up to your team, keeping in mind the due date, scope of the Assignment and all other competing assignments and

[3]RONALD E. DULEK & JOHN S. FIELDEN, PRINCIPLES OF BUSINESS COMMUNICATION, 7 (1990).

matters on your team's time. Time management is critical to producing a presentable and valuable end product. Additionally, thoroughly reading your draft product is necessary prior to finalizing the deliverable, and draft review is a time consuming and concentrated process. Thus, I recommend that the team takes a break from the draft before conducting final reviews so that the team can return to and review the draft with fresh eyes and ears. DO NOT HAVE THE FIRST DRAFT BE THE FINAL DRAFT THAT THE TEAM TURNS IN FOR THE GRADED ASSIGNMENT.

6. What is plagiarism?

As defined in the Georgia Institute of Technology's Academic Honor Code (the "*Honor Code*"), plagiarism is:

> the act of appropriating the literary composition of another, or parts of passages of his or her writings, or language or ideas of the same, and passing them off as the product of one's own mind. It involves the deliberate use of any outside source without proper acknowledgment. Plagiarism is scholarly misconduct whether it occurs in any work, published or unpublished, or in any application for funding.

Please read and fully understand the Honor Code, which you can find at http://www.honor.gatech.edu/plugins/content/index.php?id=9.

7. When is a citation necessary?

In general, a specific citation to a source must be provided when you (a) quote language; (b) use another author's idea even if you paraphrase or refer to the other author's idea; and (c) reference facts or reports of factual events. In short, the only sentences that do not require citation is when you as the author use your own ideas or present your analysis of a matter, unless such ideas and analysis have been presented in another published source. In such case, you must provide citation to the original published source. *See plagiarism in Question 6.*

8. What citation and grammar guide(s) should I use for the Assignment?

Citations should conform to *The BlueBook: A Uniform System of Citation*, Eighteenth Edition or later edition. With respect to grammar and usage, use *The Chicago Manual of Style*, Sixteen Edition or later, as your guide. If you have another academic guide for citations and grammar and usage that you prefer to use, please inform the course instructor of the resource that you prefer to use.

9. What type of communication should I use for the Book Section Write-Up?

In general, no matter what format you decide to use for your work product (e.g. memorandum or report), the message type likely will be a non-sensitive message rather than a sensitive message. In short, a non-sensitive message is a message that "causes little or no emotional reaction in the reader or listener" and, a sensitive message "evoke[s] emotions, favorable or negative, on the part of the sender, the receiver or both."[4]

> In a non-sensitive [communication], you should write as forthrightly, as consistently, and as clearly as you possibly can [i.e. bottom-line or direct organizational pattern]. [Bottom-lining] means being businesslike, directly stating your purpose for writing. Above all, it means organizing your message so that what is important to your reader (not to you, the writer) comes first. . . . In effect, [to bottom-line correspondence] mean[s], "Cut through all the time-wasting chitchat, all the justifications and alibis, and tell [the reader] right away exactly what the purpose

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[4]DULEK, *supra* note 3, at 8 – 10.

of your communication is. If you want something, say so. If you want to tell [the reader] something, do so!"[5]

The reason behind bottom-lining is that if the writer states upfront his/her purpose of the communication, the reader can determine quickly if he/she desires to read the communication, and if so, what portions of the communication.

Further, please understand that "a bottom-line statement of a problem and a succinct statement of recommended solutions do not make up the whole analytical report for a case analysis. [As the writer, you must provide] a full and careful analysis of all pertinent aspects of a situation."[6]

10. What is the grading guide used for the Assignment?

Below is the grading guide used for the Assignment. **AS THIS IS A JOINT PROJECT, THE TEAM WILL RECEIVE A COLLECTIVE GRADE, WHICH WILL BE THE GRADE THAT EACH TEAM MEMBER RECEIVES FOR THE ASSIGNMENT.** As identified in the rubric, please note that working together as a cohesive and productive team is essential and reflective of your Assignment grade. Please note that plagiarism results in a 0% on the Assignment and other actions as contained in the Honor Code.

Criteria	Marginal Performance	Point Scale	Advanced Performance
Structure: Structure represents the format, visual display, and organization of the deliverable. Organization means the timing and location - when and where the writer conveys the information. For example in bottom-line communication, the writer must convey the purpose at the beginning of the work product.	•The team fails to organize the deliverable in order to appropriately convey the information to the audience. •There is no clear thesis or purpose stated at the beginning of the deliverable. •There is no clear organizational pattern. •The team does not develop and convey in the deliverable the main points. •The evidence/supporting information does not defend/support the claims/arguments. •The audience/reader gets lost in the information. •The conclusion does not appropriately tie together the materials in the deliverable.	1 2 3 4 Comments:	•The audience can clearly understand and locate the material. •In the introduction, the team clearly articulates the thesis/purpose. •The deliverable follows a logical organizational pattern. •The main points and arguments have no gaps in logic and defense. •The deliverable is free of excess information. •The introduction and conclusion are excellent. •The deliverable involves a unique manner to address the Assignment.
Style: Style is the language and tone used to convey the information. In general, tone means tempering the message by the realities and circumstances of the situation.	•The tone is inappropriate for the audience. •The writing is not clear, concise, and concrete. •There are no, few, or inappropriately used transitions. •The deliverable contains grammatical or spelling errors. •The deliverable contains too many quotes, or the team fails to properly use quotes.	1 2 3 4 Comments:	•The tone is appropriate and directly on point for the audience. •The writing is clear, concise, and concrete. •The team uses fitting words in the deliverable. •The sentence structure is sophisticated but appropriate, and sentence variety is exceptional. •Excellent use of transitions exists. •The deliverable contains no grammatical or spelling errors. •If any, the deliverable contains properly used quotes to explain or draw attention to a point or concept.
Substance: Substance addresses the content of the deliverable, including, but not limited to, the following items: research, analysis, arguments, and	•Little or no supporting research exists. •There is no or limited clear, targeted and relevant research. •The deliverable does not address the Assignment.	1 2 3 4 Comments:	•The research is excellent, including being parallel to the supporting point(s) and from highly reputable sources, and is outside of just simple internet searches.

[5]DULEK, *supra* note 3, at 9.
[6]DULEK, *supra* not 3, at 48.

Criteria	Marginal Performance	Point Scale	Advanced Performance
solutions.	•The deliverable contains a simplistic, inappropriate, or incoherent analysis of the subject matter, which may suggest a misunderstanding of the topic. •The team does not provide any original thoughts in the deliverable. •The team fails to be innovative and come up with practical solutions to the issues. •The team does not document information appropriately in the deliverable.		•The deliverable engages the audience. •The deliverable fulfills or exceeds every aspect of the Assignment. •The analysis and arguments are cogent and supported by directly parallel examples. •The deliverable contains original thought and creative solutions to the issues, and the presentation shows a well-developed and logically conveyed stream of thought. •The team carefully considers and represents in the deliverable alternative perspectives and claims. •The deliverable contains appropriate citation references.
Team Cohesion: Team Cohesion represents the team being able to work together as a productive group to provide a collective deliverable.	•Dissention between the team is communicated to the course instructor. •The team is unable to work together to resolve issues. •The team does not abide by established norms, if any. •The team isolates members.	1 2 3 4 Comments:	•The team independently resolves issues that arise in the group. •The team produces and delivers one team product. •The team works inclusively with all team members. •The team determines how to appropriately utilize internal and external resources. •The team needs no intervention from outside sources, including the course instructor.
		Total Available Points: 16 points **Grade:** __________	

Two additional tips on written communication are the below.

(1) Ask yourself, "so what," when you are unsure on whether or not to include information, explanations, and sentences in your written communication.

(2) In determining if your work product is complete, ask yourself if you are willing to sign the document and put your professional reputation and position at risk in connection with the written communication.

Business Case for Effective Written Business Law Communication

Because some undergraduate students believe that written business law communication is not critical to their career, I engaged some of my contacts with senior positions in the business community to provide insight on the importance of written business communication. A major concern about undergraduate students understanding the importance of written business law communication stems in part from the following quote from an undergraduate student, which I substantially modified to correct a number of grammatical errors.

> *I don't believe [that] papers are beneficial to business majors. Let us present and practice public speaking. [W]e don't need to practice writing papers because we aren't going to be lawyers[;] [we are] going to be businessmen asking our lawyers what to do.*

I appeal to undergraduates to not miss an opportunity to learn despite the fear of change. Mastering written business communication is critical to succeeding at any level of the business environment despite the industry in which you work. Reflect on the points below made by successful individuals in the business community.

I'm happy to articulate my thoughts on the subject of written business-level communication. As more and more companies expand their presence and subsequently their workforce globally, written communication is an absolute necessity. No longer can people assume that there will be an opportunity for face time to articulate their thoughts, ideas or even decisions. In the current environment, email and instant messaging is a way of corporate life. Those individuals who fail to master this concept by failing to make their point quickly and concisely, by having numerous spelling or grammatical errors, by using slang or by failing to address their audience correctly, often get overlooked for promotions. As unfair as it may seem, poor writing skills feed into the perception that one is either not intelligent or competent. In the SunTrust environment, written communication is weighed just as heavily as verbal communication in our performance reviews.
-- **Catina Wilson,** GVP, SunTrust Bank.

Written business communication is an essential skill as it pertains to both establishing and propelling a person's business career. In many cases, your first opportunity to engage with an important client and/or a potential employer is in written communication, and poor written communication can deter further engagement with your target audience. As an executive of a Fortune 100 company, effective written communication has been essential to my success on various levels. To name a few, written documents that I prepared are internal and external memoranda and letters regarding business justifications for actions; human resource matters—disciplinary actions, terminations, reviews, and promotions; responses to audit reviews; and client invitations and acknowledgements.
--**Derick Fluker,** Director of Logistics, Tech Data Corporation

It is actually sad that undergraduate students cannot think outside of the box and analyze. Now, they feel that they do not need to write. For what exactly do they think they are being paid? Who would take a person with poorly written communication seriously?

First, while students may not realize it, people in business judge you on your ability to communicate, both in writing and verbally. You will be limited in how high you can go if you cannot communicate in written form. All managers have to use their writing skills to convey a message or consolidate results into a report at some point. If you cannot communicate the correct information to leadership, you are not going to get far as leadership uses that information to make decisions. Having good writing skills will set you apart from the average worker.

Secondly, a reality is that companies do not hire many administrative assistants any more. Knowledge workers used to be able to rely on a competent administrative assistant to turn written communication into a work of art. As many companies have reduced the number of administrative assistants, you are on your own for all your written communication.

Also, people need to be able to adjust their writing for different audiences. Since I work with many people who do not have English as a first language, I have to be clear and concise with my written communication. Too many extra words confuse individuals that are struggling with English. My foreign "buddies" often are more comfortable reading English versus speaking it because reading gives them time to process the information. If you are working for a global company, as I do, how are you going to cope with this type of communication problem if you do not have good writing skills?

Finally, I have to write my own evaluation every year. Can you imagine if I could not articulate in writing what a fine employee that I am? [Laughing] No one is going to write that evaluation for you, and if you cannot sell yourself in writing . . . oh well!
--**Beverly Johnson,** Manager, Corporate IT M&A Integrations, Eaton Corporation

For those students in your course who are questioning the benefit of well written communication and communication skills in general, they are correct that these skills are not necessary if those individuals do not plan to advance in their careers or within their companies. I have personally experienced that mastery of written and spoken communication has set me apart from my colleagues when it comes to opportunities that may not have been readily available such as presenting to C-Level executives and representing the company publicly on speaking panels or in presentations. These opportunities will only present themselves to individuals who display a mastery of professional communication. Whether we like it or not, we judge others at a very basic level based on their communication skills. Emails are often the first interaction people have with us when working in an increasingly global marketplace; therefore that first impression must display mastery of our language and poise.
--**Kathleen Rouse,** ETS Global Operations Principal, Manhattan Associates, Inc.

I would be surprised if someone graduating from Georgia Tech would fail to appreciate the importance of written communication. In my career, I have observed individuals who could not effectively write fail to progress in their careers. In some instances they were ridiculed and mocked as many assume that written communication provides insight into one's intelligence and analytical abilities. Written communication is a critical tool as it allows one to thoughtfully persuade others. Without those skills, one is at a severe disadvantage in the business world.
--**Susan Floyd,** former Vice President & Trust Specialist, BB&T Wealth Management

Writing is the result of an analytical process. Forcing yourself to summarize and present findings in a concise and understandable way is invaluable in the business world. The time someone is willing to spend trying to understand your written communication is shrinking. I have seen in meetings that items that are well written and easy to understand make it to the action list. Others get into a "parking lot" because additional understanding is required. Also, I currently work as an IT trainer for software deployments. It is extremely important that my written communications are precise, targeted, and easy to

remember and understand. I create presentations, manuals, electronic mail, and other written business communication. In each of these formats, I strive to have the written material stand on its own . . ., [which] is important because the recipient may not always be able to talk to me face to face, and even if he or she does, the person generally prefers to have something in tangible form to reference. Finally and of utmost importance is that unfortunately judgments often are quick and a poorly written document will reduce your credibility with the reader.
--**Yohlaunda Rabb,** IT Trainer for Software Deployment, national healthcare corporation

Wow, I thought it was obvious the importance of written communication, but I guess not. Efficient communication (all types) drives all components of business. It kills or closes deals, delays or expedites transactions, and more. Written communication, specifically, is even more critical in today's and tomorrow's world given the number of different mediums utilized. Business is no longer just conducted by telephone or fax, but now by email, text, social media, and other technology methods. In fact, in the last ten years, I found that more professionals prefer using some form of written correspondence versus verbal communication. This trend will only increase with generational evolution. Additionally, as a businessman with an engineering background, I like other seasoned businesspeople analyze everything. So, whether one likes it or not, I am judging people by how they express their thoughts, ideas, and opinions. It is a reflection of your mental maturity.
--**Keith D. Quarles,** Senior Vice President, CQ Capital Partners, and Georgia Institute of Technology alumnus

Effective and intelligent business communication has played a huge role in my career. As an HR practitioner, I am charged with everything from creating offer letters to preparing performance improvement plans for employees that may be discoverable in an EEO investigation. Individuals that lack the skill to properly communicate in writing can be a liability to the company, particularly when they are in a position of assisting counsel in a lawsuit or discriminatory claim. Moreover, when you work on a project basis, which is about 60-70% of what I do, you have to put together business proposals and project plans. These documents are pivotal in gaining the buy-in of executives and other stakeholders. If you fail to grab their attention in the first paragraph of a proposal or even drive home what you are proposing because you failed to communicate the issue properly, the whole project is a non-starter.
--**Janine N. Truitt,** Senior HR Representative/HRIS Analyst, Brookhaven National Laboratory

First, written communication is vital to my business. From drafting a new business pitch for a potential client to the pitch that I send a media professional to tell my client's story, every aspect of my business starts with written communication. Secondly, the measurement of an employee's success or failure is based on his or her ability to communicate effectively in writing. Ninety-nine percent of the pitches to the media that I do are done by electronic mail. Thus, my ability to communicate a story in a concise and captivating manner is a measure of my success in placing a client's story. Finally, I have always been very effective at verbal communication, but as the world changed and electronic mail became my means of communication to both clients and business associates, I was forced to work on my writing skills. I believe that more persuasive writing assignments in college would have been very beneficial to me. The debate teams developed my persuasive verbal skills, but there were no similar forums for writing during my college period.
--**Keisha Escoffery,** Owner, boutique PR/Marketing Firm, and equity owner in a Cactus Car Wash location

The ability to provide effective written communication is an invaluable asset to the employee possessing the skill. The majority of thoughts and ideas conveyed in business appear in written format, from briefs, to case studies, to white papers. Any form of synopsis requires effective written communication to drive home the key points. Students may not realize the one reality of business: even if you are invited to the *meeting and have a "seat at the table" one may or may not have a speaking role or be called upon for input. Observers are key, as they often are relied upon to provide written summaries for colleagues and/or management not in attendance. The summary provided must be detailed, definitive and free of jargon to be effective. Corporate America job roles by design require collaboration with business partners outside of one's core work group. "Rising star" employees are those who can expound on bullet point summaries and provide more context to the points at hand. Certainly understanding the financial aspects and bottom line numbers is a critical role, too, but whether or not one can explain the story of the numbers in written format such that it will resonate with various functional business units outside of the core team is the real test. This ability is equally as critical.*

Higher education papers are a launching pad into the type of writing that will be required for business. Students should welcome the opportunity to hone their writing skills to help create a valuable edge for themselves in a very competitive "new hire" workplace.
--**Natalie Lewis,** Contracts Manager, The Home Depot Renovation Services