

University of Washington School of Law
Winter 2021

International Business Compliance E505 ABC, FIN 579 EF
4 Credits Mon/Wed 3:30-5:20 remote

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Class Description

From course catalog: this course examines legal regulations covering businesses operating internationally, including the ways businesses structure their efforts to comply with those regulations. The class will teach risk management principles applied by businesses, the roles of lawyers, directors, and others in the compliance program, and the underlying law that compliance programs address.

Learning Objectives

At the end of this course, students should be able to:

1. Evaluate the impact of prosecutorial discretion in regulatory enforcement actions against businesses
2. Compare and contrast the role of lawyers, regulators and technology as “enablers” of value creation by businesses with the real “drivers” of value creation in business
3. Articulate why it is difficult (but not impossible) to combine bureaucratic thinking and systems thinking/design thinking in the design of regulation and compliance programs
4. Explain why Kasparov’s law (*weak human + machine + better process beats strong human + machine + inferior process*) provides useful guidance in the design of business compliance programs
5. Devise strategies for measuring the quality of compliance programs and relate those strategies to the business need to achieve a sustainable competitive advantage
6. Describe the “moral hazard” that may arise when lawyers and regulators who cannot control the costs or measure the quality of their own work are rewarded rather than penalized for increasing business compliance costs
7. Evaluate the impact of globalization, including the rise of China, on regulatory compliance processes in advanced economies in the West

Textbooks

- Lisa Miller, The Art of Advocacy In Administrative Law And Practice (2020)
- Richard Rumelt, Good Strategy Bad Strategy: The Difference and Why It Matters (2011)
- Larry Port and Dave Maxfield, The Lean Law Firm: Run Your Firm Like The World's Most Efficient and Profitable Businesses (2019)
- Ajay Agrawal, Joshua Gans, and Avi Goldfarb, Prediction Machines: The Simple Economics Of Artificial Intelligence (2018)
- Gerd Gigerenzer, Risk Savvy: How to Make Good Decisions (2014)
- Additional required readings will be posted to the 03Read folder in Files in the Canvas course website.

Grading

If there are 16 or more students in this class, then grades will be assigned based on the UW Law mandatory curve (5-15% A, no more than 40% A and A- combined, no more than 75% A, A- and B+). The current version of the UW Law grading policy (including temporary modifications for COVID) is posted here: <https://www.law.washington.edu/students/academics/grading.aspx>

10% Class Participation

All students normally receive 10% class participation credit provided they attend class regularly, participate in class activities and discussions regularly, and their contributions indicate they are keeping up with assigned readings and assignments. I reserve the right to deduct class participation points if, after being warned of possible consequences, any student's behavior in class does not meet these standards.

30% Hypothetical Fact Pattern Analysis Canvas Assignments (3 x 10 points each)

Students will be asked to write short (500 words maximum) analyses of hypothetical fact patterns that are similar to the kinds of questions that will be on the final exam. The Sample Canvas Assignment Questions in the 3001Admin folder in Files in Canvas may be used, or new but similar questions may be used.

20% Privacy Impact Assessment Canvas Assignment

Students will be asked to prepare a “privacy impact assessment” applying guidance developed by the US federal government for US federal agencies to hypothetical fact pattern involving a new application that can be integrated into learning management system platforms such as Canvas, Blackboard, Moodle, etc. The focus will be on the application of the Family Educational and Privacy Rights Act of 1974 (FERPA) to the new app.

40% Final Exam

Students will be provided with at four hypothetical fact patterns similar to those in the Canvas Assignments and asked to analyze two of them. There will be a word limit for each answer (e.g., 1,000 words), and students will be asked to refer to a minimum number of reading assignments in their answers (e.g., 10).

Final Exam

The final exam will be an 8 hour take-home exam administered using ExamSoft (non-secure). The exam period is currently scheduled to commence on Monday March 15.

Information about the UW Law exam schedule and policies for this quarter is posted at <https://www.law.washington.edu/students/exams/default.aspx> .

Class Participation/Expectations

Class Participation: I encourage you to participate actively in class discussion. In addition, I will call on students, usually in reverse alphabetical order.

You may be divided into teams and asked to work on projects during class time with the other members of your team. (Team projects are generally designed to enrich class discussion and so do not require teamwork outside of class meeting times.) You may also be randomly assigned to work in Zoom “breakout rooms” with other students on in-class assignments.

With regard to Zoom:

I have set Zoom to record all class meetings and store them in the cloud. Class recordings are only for the use of individuals enrolled in the class.

When you join the class, please join with “computer audio,” not telephone audio if possible (This is to reduce the risk of creating an audio “feedback” loop.) If you cannot join a class by computer but need to join by telephone to listen to class.

Please remember to mute your audio when you aren’t speaking. Please click the “Raise Hands” button if you would like to speak. I will do my best to call on students as soon as possible.

You may also unmute yourself and ask a question without raising your hand.

If you have technical problems, contact UW IT (help@uw.edu) for technical support.

Course Evaluation

Course evaluations are open online during the last week of classes. Class time will be made available on Monday 8 March 2021 for filling out your evaluation.

Review Session

Practice exam questions will be provided toward the end of the quarter and will reflect what we covered in class this year. The last class on Wednesday 10 March 2020 will be used for exam review with a focus on the practice exam questions.

Guests and Visitors

Please let me know in advance if you would like to have a visitor join you when you attend class.

Learning as a Community

My goal as the instructor of this course is to welcome every student and invite learning. I have tried to design this course to support your success in acquiring new law practice skills. I have had to make hard choices about how to present you with new ideas and to provide you with opportunities to practice applying those new ideas.

Everyone makes mistakes, including me, and any mistake can be seen as an opportunity to learn. If you think I've made a mistake in either the design or the delivery of this course, then I welcome your feedback. Of course, I'm also interested to hear about anything that you think is working well.

You may provide me with your feedback in person or by email either during class or outside of class. Please note, however, that once a class has begun, I am usually focusing on accomplishing something specific within a limited amount of time. That focus can make it hard for me to process feedback in real time about any mistakes I'm making. If you provide me with feedback outside of class, it may be easier for me to understand what you are telling me and to think of an appropriate way to respond.

In the wake of the civil unrest that erupted across the US in 2020, UW Law as an institution made a commitment to fight racism and to promote diversity, equity and inclusion both in UW Law and in the US legal system. In addition, the organization and delivery of instruction is undergoing rapid change as a result of the ongoing public health emergency we face.

I hope you will help me to create a learning environment that is both supportive and challenging for every student as well as helping me to promote diversity, equity and inclusion, and to master the new environment within which teaching and learning now take place.

Law School Attendance Policy

Under changes to ABA Accreditation Standard 304, adopted in August 2004, a law school shall require regular and punctual class attendance.

At any time after the fifth week of a course (halfway through a summer session course), a student who has been determined by the instructor to have attended fewer than 80 percent of the class sessions in any course will be required to drop the course from his or her registration upon the instructor's so indicating to the Academic Services Office.

An instructor may also impose stricter attendance standards or other sanctions for nonattendance, including lowering of a grade, provided that students are informed at the start of the course of the instructor's attendance rules and possible sanctions.

Access and Accommodation

Your experience in this class is important to me. If you have already established accommodations with Disability Resources for Students (DRS), please communicate your approved accommodations to me at your earliest convenience so we can discuss your needs in this course.

If you have not yet established services through DRS, but have a temporary health condition or permanent disability that requires accommodations (conditions include but not limited to; mental health, attention-related, learning, vision, hearing, physical or health impacts), you are welcome to contact DRS at 206-543-8924 or uwdrs@uw.edu or disability.uw.edu. DRS offers resources and coordinates reasonable accommodations for students with disabilities and/or temporary health conditions.

Reasonable accommodations are established through an interactive process between you, your instructor(s) and DRS. It is the policy and practice of the University of Washington to create inclusive and accessible learning environments consistent with federal and state law.

Religious Accommodations

Washington state law requires that UW develop a policy for accommodation of student absences or significant hardship due to reasons of faith or conscience, or for organized religious activities. The UW's policy, including more information about how to request an accommodation, is available at Faculty Syllabus Guidelines and Resources. Accommodations must be requested within the first two weeks of this course using the Religious Accommodations Request form available at <https://registrar.washington.edu/students/religious-accommodations-request/>.