



SAM HOUSTON STATE UNIVERSITY
COLLEGE OF BUSINESS ADMINISTRATION
DEPARTMENT OF GENERAL BUSINESS AND FINANCE

COURSE SYLLABUS
SPRING 2008

COURSE: GBA281 – BUSINESS LEGAL ENVIRONMENT

SECTION(S): GBA 281.02 – MoWeFr 12:00-12:50 PM–SHB 105

PREREQUISITES: None

INSTRUCTOR: Robert (Chip) Matthews, J.D./Attorney at Law, M.Acctg./C.P.A.

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HOURS: Office: 10-12 AM, Mo/We, 1-3 PM We/Fr, or by appointment
Classes: 12-12:50 PM Mo/We/Fr, 6-8:50 PM Tu, 8-10:50 AM Fr

REQUIRED TEXTS

Clarkson/Miller/Jentz/Cross, *West's Business Law*, 10th Edition, Thomson-Southwestern, 2004
(either complete hardback version or split softback version).

SUPPLEMENTAL READING

Stowe, *Legal Environment Survival Handbook*.
Strunk and White, *The Elements of Style* (any edition).
Jones and Ferrill, *The Seven Layers of Integrity*, Bloomington, IN, USA, Author House, 2006.
Wall Street Journal, Financial Times, Fortune, Business Week, Forbes, Time, Newsweek, or The Economist
Other as announced in class.

CAVEAT

The professor reserves the right to waive any of the policies and procedures in this syllabus in isolated cases, for what he believes to be good reason, based upon specific facts and circumstances. Waiver of a particular policy or procedure in one case does NOT mean or imply either:

- 1. That other policies and procedures will be waived; or***
- 2. That the same policy or procedure will be waived in any other case or cases.***

COURSE OBJECTIVES

At the end of the course the student will

1. Learn fundamental principles, generalizations, or theories
 - a. The legal environment of business
 - b. Business organizations
 - c. Torts, crimes, and intellectual property
 - d. Agency and employment law
 - e. Government regulation
 - f. Property
 - g. Special topics
2. Learn to apply course material (to improve thinking, problem solving, and decision making)
 - a. Group practical problems
 - b. Analysis of cases and hypothetical situations
3. Learn to analyze and critically evaluate ideas, arguments, and points of view
 - a. Ethics

NOTE

My 30 years of experience in the business world led me to identify certain areas where universities do not prepare students well for success in the business world. I have discussed my thoughts with others in the business community, and we agree that universities need to prepare students better in the following areas:

- Working together with others in a group
- Verbal expression and presentations
- Written expression
- Thinking outside the box
- Understanding and applying ethics

This course, is specifically and intentionally designed to address each of those areas.

GRADING POLICY

Grades will be assigned as follows:

A (89.5-100 points), B (79.5-89.4 points), C (69.5-79.4 points), D (59.5-69.4 points),
F (Below 59.5 points)

Grading will be based on the following:

5-7 tests during the semester	30 points	Tests will be OPEN-BOOK, OPEN-NOTES; lowest score dropped
Final exam	30 points	
Group projects	30 points	Comprehensive, CLOSED-BOOK, CLOSED- NOTES Group projects included in course schedule below
Attendance/Participation	<u>10 points</u>	
TOTAL	<u>100 points</u>	

COURSE SCHEDULE AND ASSIGNMENTS

WEEK	DATES	TOPICS
1	16-18 January	Introduction Chapter 5-Ethics
2	21-25 January	Chapter 1-Law and Legal Reasoning Chapter 2-Courts and ADR Case 2.1-Group 1; Case 2.2 Group 2; Case 2.3-Group 3 Group Problem #1-Ethics
3	28 January -1 February	Chapter 3-Court Procedures Case 3.1-Group 4; Case 3.2-Group 5; Case 3.3-Group 1 Chapter 4-Constitutional Authority Case 4.1-Group 2; Case 4.2-Group 3; Case 4.3-Group 4 Exam #1 (Chapters 1-2,5)
4	4-8 February	Overview of Business Organizations Chapter 35-Sole Proprietorships/Franchises Case 35.1-Group 5; Case 35.2-Group 1; Case 35.3-Group 2 Group Problem #2-Voir Dire
5	11-15 February	Chapter 36-Partnerships Case 36.1-Group 3; Case 36.2-Group 4; Case 36.3-Group 5 Chapter 37-LLC's/Special Business Forms Case 37.1-Group 1; Case 37.2-Group 2; Case 37.3-Group 3 Exam #2 (Chapters 3/4/43/52)
6	18-22 February	Chapter 38-Corporations Case 38.1-Group 4; Case 38.2-Group 5; Case 38.3-Group 1 Chapter 6-Intentional Torts Case 6.1-Group 2; Case 6.2-Group 3; Case 6.3-Group 4 Group Problem #3-Business Organization Formation
7	25-29 February	Chapter 7-Negligence/Strict Liability Case 7.1-Group 5; Case 7.2-Group 1; Case 7.3-Group 2 Chapter 8-Intellectual Property Case 8.1-Group 3; Case 8.2-Group 4; Case 8.3-Group 5; Case 8.4- Group 1 Exam #3 (Chapters 35-38)
8	3-7 March	Chapter 9-Criminal Law/Cyber Crimes Chapter 9.1-Group 2; Chapter 9.2-Group 3; Chapter 9.3-Group 4 Chapter 31-Agency Formation Case 31.1-Group 5; Case 31.2-Group 1; Case 31.3-Group 2 Group Problem #4-Lawsuit/Contract
	10-14 March	Spring Break
		Chapter 32-Duty to Third Parties

WEEK	DATES	TOPICS
9	17-21 March	Case 32.1-Group 3; Case 32.2-Group 4; Case 32.3-Group 5 Chapter 33-Labor Law Case 33.1-Group 1; Case 33.2-Group 2; Case 33.3-Group 3 Exam #4 (Chapters 6-9)
10	24-28 March	Chapter 34-Employment Discrimination Case 34.1-Group 4; Case 34.2-Group 5; Case 34.3-Group 1 Chapter 39-Directors/Officers/Shareholders Case 39.1-Group 2; Case 39.2-Group 3; Case 39.3-Group 4 Group Problem #5-Lawsuit/Contract
11	31 March-4 April	Chapter 40-Mergers/Consolidation/Termination Case 40.1-Group 5; Case 40.2-Group 1; Case 40.2-Group 2 Chapter 41-Securities Law/Corporate Governance Case 41.1-Group 3; Case 41.2-Group 4; Case 41.3-Group 5 Exam #5 (Chapters 31-34)
12	7-11 April	Chapter 42-Law for Small Business Case 42.1-Group 1; Case 42.2-Group 2; Case 42.3-Group 3 Chapter 43-Administrative Law Case 43.1-Group 4; Case 43.2-Group 5; Case 43.3-Group 1 Group Problem #6-Lawsuit/Contract
13	14-18 April	Chapter 46-Antitrust Law Case 46.1-Group 2; Case 46.2-Group 3; Case 46.3-Group 4 Chapter 47-Personal Property Case 47.1-Group 5; Case 47.2-Group 1; Case 47.3-Group 2; Case 47.4-Group 3 Exam #6 (Chapters 39-42)
14	21-25 April	Chapter 48-Real Property Case 48.1-Group 4; Case 48.2-Group 5; Case 48.3-Group 1 Chapter 49-Insurance Case 49.1-Group 2; Case 49.2-Group 3; Case 49.3-Group 4 Chapter 50-Wills/Trusts/Elder Law
15	28 April-2 May	Chapter 52-International Law Case 52.1-Group 5; Case 52.2-Group 1; Case 52.3-Group 2 Exam #7 (Chapters 46-49,52)
16	5-7 May	Review for Finals

ATTENDANCE POLICY

Attendance is expected as is stated in the latest Sam Houston State University catalog. ***The penalty for excessive absences is automatic failure.*** Those who miss a substantial number of classes will be missing material that will be discussed in class, that may or may not appear in the texts or outside readings, and over which the class will be tested. The following specific provisions apply to this particular class only:

Lateness Rule - Attend every class that you can, even if you are late. The intent is to encourage you to come to class. If necessary to prevent abuse, frequent or repeated tardiness may result in penalty.

Makeup Tests - There will be 5 to 7 tests during the semester, some or all of which may be unscheduled. Your lowest test score will be dropped. There will be no makeup tests. If you miss a class and a test is given that day, that will be the test you drop. If you miss a second test, you will need to contact your professor to work out an alternative.

Excused Absences - Other than attendance at required university functions, there are no excused absences. You are either present or absent. If you advise in advance of days which you will be required to miss for matters such as university functions, I will make reasonable efforts to avoid those days for tests or group assignments, but there are no guarantees.

Sign-in Sheet - Attendance will be taken via a sign-up sheet. It is not a seating chart. Signing for another student who is not present is a violation and will result in disciplinary action. If you are late to a class, you may sign in after class. Leaving a class without advance approval before it is over, for any reason other than immediate illness, may result in that class being counted as an absence.

In order to be certain of making your next class on time, you may remind me when the end of the class period has come.

CLASS RULES AND POLICIES

You can find a more detailed description of university policies or in the current SHSU catalog.

1. University regulations prohibit smoking, food, or drink in the classroom. If you show up with food or drink, you must either put it away in your backpack or excuse yourself from the classroom long to finish eating/drinking it. If you spill anything, you clean it up and you pay for the damage.
2. Class will start promptly at the assigned time;
3. Ten Minute Rule: If for any reason the professor is late for class, the class will be expected to wait quietly for 10 minutes before leaving. Before leaving, one student should report to Dr. James's secretary to inquire as to the status of class for that day.
4. One person talks at a time. To ask a question or indicate a desire to participate, raise your hand. Speaking out of turn is not appropriate, no matter how important what you have to say is.
5. You are required to have a textbook. You will need to bring your textbook to class.
6. If you bring your cell phone into the classroom, it must be turned off. Not vibrate, not silent - OFF.
7. No earphones or other devices are permitted in your ears during class, except for aids for hearing impaired students.

8. If you come into class late, or if you anticipate having to leave the room during the class for any reason, sit as close to the door as possible to minimize disruption of others.
9. If you have concerns about this class, please come by to talk with me first. If you are not satisfied with our discussion, then I will gladly go with you to the next level of administration.

BASIC GUIDANCE–If you don't care enough about yourself to do what you need to do to pass the course, the least you can do is care enough about your classmates to allow them to do it.

Academic Dishonesty

Students are expected to maintain honesty and integrity in their academic experiences both in and out of the classroom. The following policies and procedures apply for all exams, tests, and other assignments:

1. Students with knowledge that others are cheating must report it or become accessories to the act.
2. If you become aware that anyone may be taking unfair advantage by cheating, report such information to me. Any information you provide will be kept CONFIDENTIAL and your identity will be protected. The purpose of this policy is to encourage an environment in which EVERYONE has a fair opportunity to do well by insuring that no one has an unfair advantage. Looking at another person's exam paper, writing after you have been instructed to stop, using non-permitted materials while taking exams, or getting help from a friend during an exam WILL NOT BE TOLERATED.
3. In the event that the professor witnesses cheating, appropriate action will be taken as required.
4. Special exam seating will be used if necessary.
5. If it's your work, claim it; if it's somebody else's work, give them the credit.

Religious Holy Days

Students who are absent from class for observance of a religious holy day will be allowed to take an examination or complete an assignment scheduled for that day within one (1) week of returning to class. ***Not later than the 15th calendar day after the first day of the semester, the student must notify the instructor of each scheduled class day that he or she would be absent for a religious holiday.***

Students with Disabilities/Handicaps

It is the policy of Sam Houston State University that no otherwise qualified disabled/handicapped individual shall, solely by reason of his/her disability/handicap, be excluded from the participation in, be denied the benefits of, or be subjected to discrimination under any academic or Student Life program or activity. Students with disabilities/handicaps may request academic assistance when needed from the Committee for Continuing Academic Assistance for Disabled Students by visiting the Director of the Counseling Center in the Lee Drain Building Annex, or by calling extension 1720.

Visitors

Only registered students may attend class. Exceptions can be made by the professor on a case-by-case basis. In all cases, visitors must not disrupt class by their attendance. Students wishing to audit a class must arrange to do so through the Registrar's Office.

YOUR PROFESSOR

Robert (Chip) Matthews is licensed in Texas as both an attorney and a CPA. He received B.A. (Mathematics/Economics) and Master of Accounting degrees from Rice University and a J.D. from

the University of Houston. He began his professional career with a major international public accounting and consulting firm, where he became a senior auditor. Subsequently, he has been senior analyst in utility and municipal finance with an engineering and construction management firm, manager of plans and budgets with a multi-national manufacturing company, consulting senior manager with another major international public accounting and consulting firm, and sole practitioner with his own accounting and law firms. He has most recently been vice-president and shareholder in the largest privately-held consulting firm in the areas of accounting, finance, and information technology the United States. His primary client service areas include merger and acquisition due diligence and assistance, regulatory and environmental law and accounting, utility and municipal finance, bankruptcy and turn-around advisory services, tax and business planning, commercial arbitration, and corporate governance. His clients have primarily been in the energy, public utility, government, healthcare, financial institutions, real estate, and construction industries. He has taught accounting at the university level. He is a retired Commander, U.S. Naval Reserve, and his leisure interests include sports, travel, and music.

Student Acknowledgement and Information Sheet

This page is to be completed, signed, torn out, and returned to your professor.

Please provide the following information about yourself.

My name as listed in University records (please indicate pronunciation fo-NET-ik-lee)	
I prefer to be called (please indicate pronunciation fo-NET-ik-lee).	
My contract telephone number	
Alternate e-mail address other than SHSU e-mail address	
My major/minor	
Number of hours that I have completed	
Number of hours that I work per week	
What I want to get out of this course	

I have been provided a copy of syllabus for Dr. Matthews's GBA 281 class, I have read it and I understand it, and I agree to abide by its provisions, including but not limited to the following:

1. Excessive absences will result in failure
2. Grades will be assigned in accordance with the grading policy
3. Class rules and policies will be followed.
4. Any and all information received from Dr. Matthews, including personal examples or questions, is given only to further instructional purposes, and does not constitute legal advice and should not be construed as or relied upon as legal advice.

My signature below evidences my agreement with the above:

Signed

Date