

**THE UNIVERSITY OF HONG KONG
FACULTY OF BUSINESS AND ECONOMICS**

**BUSI3810 Legal and Ethical Environment of Global Business
COURSE SYLLABUS**

I. Information on Instructor

Instructor: David Bishop
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Phone: 9492-8308 (mobile)
Consultation times: Flexible; please call or email for an appointment

Pre-requisites: NONE

II. Course Description and Objectives

All managers and executives today must have a solid understanding of some core legal principles. This course will provide each student with a solid ethical and legal foundation, especially in the global context. It is an international business law course specifically designed for students who hope to become managers and executives in Asia. We will discuss broad legal principles and how they affect business today, analyzing several cross-border business transactions and court cases. The format of the course is similar to a graduate seminar, requiring students to be well prepared and participate actively in class.

■ ***Instructor Expectation:***

In order to achieve both breadth and depth, we will need to work diligently together. Preparation and participation are important in all aspects of this course. The learning curve is steep due to the technical and complex nature of the subject matter, and our pace in class is fast as we move from one topic to another in a cumulative fashion. Students should be prepared to devote substantial time to this course.

It is strongly recommended that you begin reading in advance, as it is important to not get behind.

- ***Course Objectives:*** This course helps advance the basic goals of the Business School by helping you:
- Better understand international legal systems and principles so that you can apply such knowledge to global legal issues you may face in the future.
 - Improve your research, debate, problem solving, communication, and analytical skills through analysis of legal problems in both group and individual settings.
 - Gain an understanding of, and appreciation for, the complexities in international business transactions, with a particular emphasis on the role that law and attorneys play in such transactions.
 - Understand the importance of business ethics in international transactions.

III. Course Learning Outcomes

At the end of this course, students are expected to achieve the following **course learning outcomes (CLOs)**:

1. Gain a solid foundation on core legal concepts and issues that face global businesses today.
2. Be able to critically assess legal systems from various jurisdictions to gain a global legal perspective, and analyze the role of law in complex international business environments.
3. Sharpen critical thinking skills to discern legal issues and create appropriate solutions to legal problems.
4. Demonstrate effective communication skills, both in written and oral formats.

Alignment of Program and Course Outcomes

Program Learning Outcomes	CLOs
1. Acquisition and internalization of business knowledge and skills in key functional areas.	1, 2
2. Application of business knowledge to solve business problems.	2, 3, 4
3. Develop managerial leadership and inculcate professional ethics and competency in business.	1, 2, 3, 4
4. Developing global outlook.	1, 2
5. Mastering communication skills.	3, 4

IV. Course Teaching and Learning Activities

Assessment Methods	Brief Description	Weight	Aligned CLOs
A1. Class Participation and Leadership	The instructor will lecture and guide class discussion related to the CLOs. Every student will be expected to hold in-class dialogues with the instructor. Students will also be assessed on their pre-class reading and leadership within group projects.	20%	1, 2, 3, 4
A2. Group Negotiation Project	Students will work in groups to negotiate and draft a contract for an international business transaction.	40%	1, 3, 4
A3. Group Dispute Resolution Project	Students will work in groups to prepare a legal brief for an ongoing legal dispute.	40%	1, 2, 3, 4
	Total	100%	

Course Teaching & Learning Activities	Expected Contact Hours	Study Load (% of study)

T&L1. Lectures and In-class Discussions	33	27%
T&L2. Group Case Discussion	5 (avg. per student)	4%
T&L3. Group Negotiation Project	20 (avg. per student)	16%
T&L4. Group Dispute Resolution Project	20 (avg. per student)	16%
T&L5. Independent Study	45	37%
Total:	123	100%

V. Standards for Assessment

Class Participation and Leadership – 20%

All class members are expected to read or watch the materials (readings, videos, articles, etc.) assigned for each class meeting. *Adopting a pro-active approach of individual self-awareness and responsibility, each student is invited to rate him or herself on this category of performance based on three levels.*

- First, students can give themselves one point for being prepared for class by reading and viewing the selected materials before class. To get this point, students should come to class ready to discuss the materials and participate actively.
- Second, each student shall give her or himself half a point for coming to class no later than 10 minutes after the start of class and for attending at least 80% of the class.
- Finally, half a point can be self-awarded to each student who demonstrates clear leadership, whether by engaging in substantial discussion on relevant topics in class or in out-of-class discussions (whether with classmates or the instructors).

There are a total of 2 possible points for each class period. Each student should record her own score at the end of each class. The instructor will review each score and may exercise discretion to add or deduct points.

CLO	A+ A A-	B+ B B-	C+ C C-	D+ D	F
CLO1 CLO2 CLO3 CLO4	Extremely active participation in group activities, well prepared for class discussion, show leadership in class, and attended all classes.	Quite active participation in group activities, well prepared for class discussion, show leadership in class and attended all classes.	Some participation in group activities, not well prepared for class discussion, limited activity and visibility, attended at least 70% of classes.	Rare participation in group activities, no sharing of views and attended at least 70% of classes.	No participation in group activities, no sharing of views and experience and attend less than 70% of classes.

Group Negotiation Project – 40%

This Group Negotiation Project will be assessed using the following criteria:

- 1) Clear and well written negotiation summary, providing evidence of group discussion and thought after the negotiation process, analyzing the process (including both the preparation and negotiation) and result: **10 points possible**.
- 2) Quality contract drafting, including all requisite legal articles and clearly enumerating the deal agreed between the parties: **30 points possible**

CLO	A+ A A-	B+ B B-	C+ C C-	D+ D	F
CLO1 CLO3 CLO4	Extremely clear, logical and robust negotiation plan with evidence of research and planning. Clear and well written negotiation summary showing thought and analysis. Quality contract drafting.	Clear, logical and robust negotiation plan with evidence of research and planning. Clear and well written negotiation summary showing some thought and analysis. Clear contract drafting.	Somewhat clear, logical and robust negotiation plan with evidence of research and planning. Sufficient negotiation summary showing some thought and analysis. Some contract errors or evidence of lack of drafting effort.	Not clear, logical or robust negotiation plan; little evidence of research and planning. Poorly written negotiation summary showing little thought and analysis. Contract drafting contains significant errors.	Lack of evidence of sufficient effort for any of the three assessment criteria. Work fails to reach degree level.

Group Dispute Resolution Project – 40%

Specific instructions concerning the Dispute Resolution will be provided in class early in the module. The following is a brief summary of what will be required.

Each group will prepare research for a legal dispute or relating to a legal question. Groups will be assigned a party to represent and will argue for the position of that party as though you were their legal counsel. Your group must prepare an 8 to 10 page written brief outlining, via legal research, why your client should win the case.

Criteria for Assessment of the Written Brief

1. Quality of Response (level of analysis and interpretation; application of legal theories) – 15pts
2. Support (relevant primary and secondary sources used to bolster and shape arguments) – 10pts
3. Organization (clear and focused; concise; consistent formatting; transitions) – 5 pts
4. Expression (precise word choice; typos; sentence quality; etc.) – 10pts

CLO	A+ A A-	B+ B B-	C+ C C-	D+ D	F
CLO1 CLO2 CLO3 CLO4	Very good to excellent ratings on all five criteria.	Good to very good ratings on all five criteria.	Good ratings on most criteria and fair ratings on the rest.	Poor rating on some of the criteria and fair ratings on the rest.	Poor ratings on three or more of the five criteria; or fail to submit the assignment on time.

VI. Required/Recommended Readings & Online Materials

Required Readings: *To be provided by the course instructor.*

Optional Textbook: D.K. Srivastava, *Business Law in Hong Kong*, 2nd Edition, Sweet & Maxwell (2007)

VII. Course Policies

Academic Honest and Integrity

You are expected to do your own work whenever you are supposed to. Incident(s) of academic dishonesty will **NOT** be tolerated. Cheating or plagiarism of any kind will result in an automatic F grade for the course plus strict enforcement of all Faculty and/or University regulations regarding such behavior.

The University Regulations on academic dishonesty will be strictly enforced! Please check the University Statement on plagiarism on the web: <http://www.hku.hk/plagiarism/>.

Academic dishonesty is a behavior in which a deliberately fraudulent misrepresentation is employed in an attempt to gain undeserved intellectual credit, either for oneself or for another. It includes, but is not necessarily limited to, the following types of cases:

- a. *Plagiarism* - The representation of someone else's ideas as if they are your own. Where the arguments, data, designs, etc., of someone else are being used in a paper, report, oral presentation, or similar academic project, this fact must be made explicitly clear by citing the appropriate references. The references must fully indicate the extent to which any parts of the project are not one's own work. Paraphrasing of someone else's ideas is still using someone else's ideas, and must be acknowledged.
- b. *Unauthorized Collaboration on Out-of-Class Projects* - The representation of work as solely one's own when in fact it is the result of a joint effort.
- c. *Cheating on In-Class Exams* - The covert gathering of information from other students, the use of unauthorized notes, unauthorized aids, etc.
- d. *Unauthorized Advance Access to an Exam* - The representation of materials prepared at leisure, as a result of unauthorized advance access (however obtained), as if it were prepared under the rigors of the exam setting. This misrepresentation is dishonest in itself even if there are not compounding factors, such as unauthorized uses of books or notes.

VIII. Course Content and Tentative Teaching Schedule

COURSE CONTENT AND TENTATIVE TEACHING SCHEDULE			
CLASS	LECTURE TOPICS	Srivastava (Optional)	Other Reading & Assessment Items

1	Course Overview Intro to Business Law and Ethics World Legal Systems	Skim Ch. 1, 2, & 3	Review contract law slides on Moodle.
2	Contract Law I	Ch. 4	Read packet 1. Note: Chapter 4 is long, so focus on pp 83-142; 181-212; and 248-264
3	Contract Law II	Ch. 4	Same as above
4	Contract Law III Negotiation	Ch. 4	Same as above
5	Agency Law	Ch. 5	Read packet 2 In Ch. 5, focus on pp. 277-303
6	Business Entities	Ch. 7 & 8 (pp398-411; 477-489)	Read packet 3. <i>Group Negotiation Assignment Due by beginning of class.</i>
7	Business Torts & Product Liability	Ch. 9 (skim all major concepts)	Read packet 4.
8	Employment Law	Ch. 10	Read packet 5. See also the summary of HK Employment Law on Moodle.
9	Intellectual Property I	Ch. 13 (skim major concepts)	Read packet 6
10	Intellectual Property II	Ch. 13 (skim major concepts)	Same as above.

11	Discussion and Course Wrap-up		<i>Group Dispute Resolution Project Legal Briefs Due Turn in Participation and Leadership Score Sheet</i>
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Attendance and Participation Score Chart

Session 1 **0/0**

Session 2

- **Well prepared for class (reading done; homework completed):** ____/1
- **Attended class on time:** ____/.5
- **Active participation in/outside of class; leadership in group work** ____/.5

Please share an example of your active participation or leadership (optional):

Session 3

- **Well prepared for class (reading done; homework completed):** ____/1
- **Attended class on time:** ____/.5
- **Active participation in/outside of class; leadership in group work** ____/.5

Please share an example of your active participation or leadership (optional):

Session 4

- **Well prepared for class (reading done; homework completed):** ____/1
- **Attended class on time:** ____/.5
- **Active participation in/outside of class; leadership in group work** ____/.5

Please share an example of your active participation or leadership (optional):

Session 5

- **Well prepared for class (reading done; homework completed):** ____/1
- **Attended class on time:** ____/.5
- **Active participation in/outside of class; leadership in group work** ____/.5

Please share an example of your active participation or leadership (optional):

Session 6

- **Well prepared for class (reading done; homework completed):** ____/1
- **Attended class on time:** ____/.5
- **Active participation in/outside of class; leadership in group work** ____/.5

Please share an example of your active participation or leadership (optional):

Session 7

- **Well prepared for class (reading done; homework completed):** ____/1
- **Attended class on time:** ____/.5
- **Active participation in/outside of class; leadership in group work** ____/.5

Please share an example of your active participation or leadership (optional):

Session 8

- **Well prepared for class (reading done; homework completed):** ____/1
- **Attended class on time:** ____/.5
- **Active participation in/outside of class; leadership in group work** ____/.5

Please share an example of your active participation or leadership (optional):

Session 9

- **Well prepared for class (reading done; homework completed):** ____/1
- **Attended class on time:** ____/.5
- **Active participation in/outside of class; leadership in group work** ____/.5

Please share an example of your active participation or leadership (optional):

Session 10

- **Well prepared for class (reading done; homework completed):** ____/1
- **Attended class on time:** ____/.5
- **Active participation in/outside of class; leadership in group work** ____/.5

Please share an example of your active participation or leadership (optional):

Session 11

- **Well prepared for class (reading done; homework completed):** ____/1
- **Attended class on time:** ____/.5
- **Active participation in/outside of class; leadership in group work** ____/.5

Please share an example of your active participation or leadership (optional):

TOTAL: ____/20

PLEASE ALSO INDICATE IF ANYONE IN YOUR GROUP EXHIBITED SUBSTANTIAL EFFORT OR LEADERSHIP, OR IF ANYONE IN YOUR GROUP DID NOT FULFILL HIS OR HER OBLIGATION TO THE GROUP (i.e., he/she did not work as hard as you think he/she should have): _____

LEGAL & ETHICAL ENVIRONMENT OF GLOBAL BUSINESS GROUP CONTRACT NEGOTIATION EXERCISE

INSTRUCTIONS

- *This exercise is worth 40% of your overall course assessment.*
- Your group represents either Global or Sun-Tech (please see Mr. Bishop if you do not know which one you represent). Your goal is to try to negotiate an out of court settlement for the dispute, *which will include a contract for future services.*
- After carefully considering the case information (as provided by the instructor), each group should prepare a negotiation plan. This negotiation plan will serve as a roadmap for you during your negotiation session. [NOTE: this negotiation plan is not a required, assessable activity.]
- After your group creates your negotiation plan, the respective representatives of each group should meet to carry out the negotiation (as per the instructions in your negotiation scenario, and as determined and agreed on by your group members).
- After you have completed the negotiation (whether in one meeting, or a series of negotiations), you must commemorate your agreement in a written contract. You will need to find the form contract on your own; one will not be provided by the instructor. **If you are unable to finalize an agreement, your group must prepare a report (at least 5 pages, single spaced) about why you were unable to come to an agreement: what were the issues, why did you not compromise, etc. *Unless there is a particularly good reason, which is clearly illustrated to and accepted by the instructor, groups that do not come to an agreement will automatically lose 15% of the marks for this assignment.***
- Upon finalization of your written contract, you should discuss the process as a group (you may also wish to include the other group that you negotiated with), at which time you may reveal all information you wish to the other parties. After this discussion, please document the key points and issues discussed, and the main things your group learned from the exercise (both the negotiation and the contract drafting), in a negotiation summary.
- Groups must finalize these negotiations, including the contract and group negotiation summary, *by a date to be determined and provided by the instructor.*

DELIVERABLES

- **Group Negotiation Summary:** Each group should submit a summary of the negotiation highlighting the things your group learned during the exercise. This does not need to be exhaustive; however, it should comprehensively detail your group's experience from planning through completion. You can make it in any form you like. The key things to cover are the following: (i) think through your preliminary strategies and preparation, and explain how well those strategies worked, or whether you were unable to anticipate certain aspects of the other side's strategy; (ii) discuss the actual negotiation process, e.g., what the atmosphere was like, where and when you met, how well you were able to control the situation, etc.; (iii) how well you felt your group did after completing the negotiation, especially after learning the confidential facts from the other side; (iv) what you learned from the contract negotiation and drafting process; and (v) anything else you felt was relevant or insightful during the process. *[This summary is worth 10 points.]*
- **Contract (or report about why you were unable to enter into a contract):** Each group must commemorate their agreement in the form of a contract. The instructor will not provide

a draft for you. You can use the internet or other source to find a suitable form contract upon which to base your draft. ***Although both groups will work on the contract, scores for each group will be different depending on which side gets the better “deal” or does a better job of protecting themselves in the contract document. [This contract/report is worth 30 points.]***

GRADING RUBRIC

A+, A, A-	Completion of all necessary items. Negotiation Summary is clear and fully records not only the happenings during the project, but introspective thought after the negotiation was finalized. The Contract accurately expresses your group’s intent, and reflects favorably on your side. It is clear the team had a plan heading into the negotiation, and effectively implemented the plan.
B+, B, B-	Completion of all necessary items. Negotiation Summary is mostly clear and records most of the happenings during the project and some introspective thought after the negotiation was finalized. The Contract accurately expresses your group’s intent, and is mostly favorable to your side. It is clear that the team had a plan heading into the negotiation, even though they may not have implemented it perfectly.
C+, C	Completion of all necessary items. Negotiation Summary is somewhat clear and records some of the happenings during the project and some introspective thought after the negotiation was finalized. The Contract does not accurately express your group’s intent, and is not very favorable to your side. Little evidence of preliminary planning, or poor execution of the plan.
D+, D	Some items are not completed. Record keeping is very poor. Planning and preparation are lacking. Documentation is scattered. Little creativity utilized. Contract is unclear or does not favorably represent your side.
F	Project is not done or mostly incomplete.