

**Sofia University Faculty of Economics and Business Administration**  
**Course Syllabus**  
**The Legal Environment of Business**  
**Winter 2010**  
**Classroom 304**  
**Wednesdays 16 to 18 p.m.**

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**Office Hours:** Tuesday and Wednesday 13 to 16 p.m.  
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**Course Description:** The Legal Environment of Business focuses on the law and the regulatory environment in which business is conducted in the United States. Because American legal policy is based on economics, politics, ethics, and social concerns, these are necessary to the discussion on how the law is created and the resultant effects the law then has on business. Unlike courses in “business law” that naturally has more emphasis on the “rule” itself, policy when combined with the rule has more significance in the study of this course. Among other things and with an emphasis on regulation, this course covers the nature of American law and the legal process, dispute resolution methods, constitutional, administrative and criminal law applicable to business, select common law principles (such as torts and product liability law), intellectual property, employment and labor law, corporate governance and securities regulation, antitrust law, bankruptcy law, environmental law, and international trade law. The course is not intended to teach the student to be a lawyer. Rather, it is intended to teach the business manager to be more aware of the law in business activities. The course has both lecture and case analysis elements.

**I. Course Learning Objectives:**

By the successful completion of this course, the student will:

1. To expose graduate business students to the legal environment in which businesses operate, the general nature of law, and the American legal system.
2. To introduce graduate business students to certain of the general legal principles of common, statutory, and regulatory law relevant to business operations and certain professions, with emphasis on regulation.
3. To allow graduate business students to appreciate the depth of a business’s legal exposure in the various ways and venues in which it operates, for example in the labor market, its employees’ working environment, in capital markets, etc.
4. To expose graduate business students to various ethical and moral dilemmas facing business men

and women.

5. To provide graduate business students with a working knowledge of general law applicable to business such that they can use good judgment in knowing when to seek legal assistance from a qualified attorney or otherwise to assess the likelihood of legal risks.
6. To provide graduate business students with enough knowledge of the law to establish policies and procedures in the workplace to reduce the risk of unnecessary and expensive lawsuits.
7. To reinforce ethical principles and theory application learned in a course in business ethics.

## **II. Format:**

**Method of Instruction:** This course is designed to provide opportunities for interaction between the students and the instructor. In fact, student participation is required. This class will be lecture, discussion, and case problem-oriented. The material will be presented through the use of lectures, hypotheticals, problems, assigned legal cases, group discussions and presentations. For each class some students will be assigned legal cases to present to the class. The student must be prepared to discuss the case facts, legal issue in question, the holding of the court and the reasoning for the court's holding. This course will probably be unlike any the student has ever had. At times the student may think the course is chaotic. That is the nature of law and politics. From time-to-time if the student's blood does not boil because he or she finds a court's decision to be ridiculous, then, the student has not been thinking all along. You will learn to appreciate Mr. Bumble's (Dickens' *Oliver Twist*) assertion that "the law is an ass!" From time-to-time another student may voice his or her political or social view of a rule of law or legal rationale used to decide a case. Right or wrong, in your view, be civil, courteous, and remember the Golden Rule. Do not monopolize all of the discussion, but do not shy away from discussion. Participate fully. Be forewarned, however, the professor has a sense of humor, and he uses it! Have some fun in class.

Questions and comments are encouraged in class. The professor likes dialog in his classes for several reasons. First, it assures him that his students are listening and learning the material. Second, it builds greater interest and enthusiasm in the class material. Third, student dialog and participation gives the professor more energy. Last, as graduate business students you must learn to reason and converse in a business setting with peers and superiors. This builds experience and confidence in relating to others and in expressing one's ideas.

**Communication:** If the professor needs to communicate with students, this will usually be through the University's e-mail. Unless the professor is instructed otherwise, e-mails will be sent to the student's University e-mail account. The professor has set up this course on Blackboard which will assist with document delivery and communication. PDF, Word, and Excel files are contained on Blackboard. Students who write case or article summaries may post them on Blackboard for the other students, distribute the summaries via e-mail, or distribute hard copies in class.

**Cellar Phone/pagers:** Cellular phones and pagers should be switched off (not "vibrate") unless the student has a real, pressing need to receive an anticipated call during class. If a student believes he or she has such a need, the student should contact the professor prior to class and explain the nature of the need. The professor will make a decision regarding whether to allow the student to maintain an active cellular phone/pager based upon the nature of the student's expressed need. Cellular phone conversations, if allowed, must be taken outside the classroom when class is in session.

**Laptop Computers:** The student is encouraged to bring and use a laptop computer in class. However, the use of a laptop is allowed only so long as such use does not become a distraction to the user or others (e.g., excessive noise, computer games, social network use, e-mail use, Internet use not related to a specific course activity, etc.) and as long as use does not create a hazard (e.g., extension cord in the aisle, etc.). Neither the FEBA, the University nor the professor assume any responsibility for loss or damage to computer equipment brought by any student.

**Audio/Video Recording:** No audio or video recording of classroom activity is permitted without the professor's prior approval. This prohibition includes cellular phone camera functions, laptop computer audio or video functions, and all other digital or analog recording equipment. The professor maintains a right of privacy and copyrights on his course materials and lectures. These should not be infringed upon by any student.

### **III. Course Requirements:**

**Attendance:** Since this course requires learning foundational concepts and applying and building upon them throughout this course, attendance and homework assignments are very important. A student will not be able to “cram” for the midterm and final examinations with much success. The student is expected to attend every class. Non-attendance will be penalized as follows: (a) first absence—no penalty, (b) second to fifth absence—20 points each deducted from the student's total accumulated points for the course, and (c) sixth absence—automatic failure in the course. The professor *will not warn* the student when attendance has been so deficient that failure based on lack of attendance is likely. Make-up exams and quizzes will not be given except for extraordinary circumstances.

#### **Course readings and assignments:**

**Required text:** Managers and the Legal Environment: Strategies for the 21st Century, Constance Bagley and Diane Savage, South-Western, Cengage Learning, 6th Edition (2009), ISBN 10: 0-3245-8204-8.

**Background readings and supplements:** Additional reading materials will be made available to students either as handouts in class, materials on Blackboard, or available online. These will include case or article assignments that will be given a week in advance.

### **IV. Grading Procedures:**

**Total Points:** Grades will be determined based on the student's percentage score on the following grade components:

Midterm Examination	100 points
Final Examination	100 points
Research Paper	100 points
Participation and Preparation	<u>50</u> points
Total Possible Points	350 points

## Grading Scale:

<u>Final Grade</u>	<u>Percentage</u>
5	94 - 100
4	87 - 94
3	80 - 87
2	73 - 80
1	Below 73

**Examinations:** There will be two in-class written examinations in this course both of equal weight. The final exam will not be comprehensive and will cover only the material covered since the midterm examination. The examinations will include an objective questions (multiple choice questions) and discussion questions to test the student's knowledge of the subject matter covered in lectures, the readings, and the legal cases covered in the class. Discussion questions may include short discussion, case analysis, and essay questions over legal or regulatory policy. At the professor's option a portion of either or both exams may be taken at home. If this option is exercised, the questions would only be in the form of essay or case analysis questions. The student should type the exam answers, if possible. The examinations are meant to test the knowledge of each student and are not meant to be group exercises. Don't discuss your answers with your classmates. No cutting and pasting of answers from material written in advance or copied from another person. Follow these cautionary guidelines: more is better than less but don't ramble to build bulk in the exam answer, do not repeat the facts (discuss facts only as part of the analysis), answer the question by applying the law to the facts given, cover the important legal issues, and don't spend all of your energy answering the first two or three questions and spend little time on the remaining questions. Manage your time and effort. If the professor has provided the student with the weights of the test questions, effort may be judged by the amount written by the student on the question. Analysis is important. Cell phones are not permitted at the examinations.

**Participation and Preparation:** The student is expected to attend class, be prepared, and contribute to class discussions. A portion of the grade is based on this effort. A student will not be given points for just attending class. Recall a penalty system has been established for failure to attend class. This grade is based on what the student does *in class*. Each week students will be assigned cases to read and discuss in the class. The cases may be from the textbook, be taken from the Internet, or be obtained from the professor. Formality is not important. However, a short brief of the case (summary of important facts, legal issue, rationale, and holding) must be prepared with copies to be distributed to fellow students whenever the case is not taken from the textbook. If the case is in the textbook, all students are responsible for reading the case. If the student is assigned a full (unedited) case not included in the textbook, the student should remember to focus on the relevant issue. Usually it is not necessary to read every page, for example the footnotes, concurring or dissenting opinions, or head notes of Westlaw cases. Much of the material in a full (unedited) case is irrelevant to our discussion, for example, procedural legal issues that are not part of the topic covered. Stick to the relevant legal issue at question. The professor will provide additional reading materials and outlines to the students. Each student will probably have about four or five cases to discuss over the course. By the end of the term no student should be able to complain about not having enough material to read or study! The professor likes dialog and debate. Every student has something to add to the discussion regardless of age, experience, or prior education. Do not be intimidated by others in the class.

**Research Paper:** Each student will write a research paper no less than 10 pages (double-spaced) in length, excluding title page and reference page(s). The topic will be selected by the student from a list provided by the professor. The list is attached hereto. Upon due consideration, a student may select a research topic not designated by the professor but approved by the professor in advance. The paper is to be of publishable quality

and properly footnoted/endnoted. MLA, APA, or Chicago style footnoting formats are acceptable. Sources must be of academic quality and may be primary or secondary in nature. Each paper must use **at least five** references and at least four of them must be from sources other than newspapers, blogs, or other Internet sites. Grading will depend on the quality of the work, including writing quality, references used, analysis, depth of the material, etc. Generally, Internet sites are of less academic value than journal articles; however, journal articles published on the Internet are acceptable. The topic should be selected by the third class meeting. Better papers have more interesting topics. Students will be selected by the professor, at his sole discretion, to present his or her paper in class during one of the last three class periods.

## **V. Academic Integrity**

Each student in this course is expected to abide by the University's Code of Academic Integrity. Any work submitted by a student in this course for academic credit will be the student's own work.

You are encouraged to study together and to discuss information and concepts covered in lecture and the sections with other students. You can give "consulting" help to or receive "consulting" help from such students. However, this permissible cooperation should never involve one student having possession of a copy of all or part of work done by someone else, in the form of an email, an email attachment file, a diskette or other electronic data storage medium, or a hard copy.

Should copying occur, both the student who copied work from another student and the student who gave material to be copied will both automatically receive a zero for the assignment. Penalty for violation of this Code can also be extended to include failure of the course and University disciplinary action.

During examinations, you must do your own work. Talking or discussion is not permitted during the examinations, nor comparing papers, copying from others, or collaborating in any way. Any collaborative behavior during the examinations will result in failure on the examination, and may further lead to failure in the course and University disciplinary action.

**VI. Accommodations for students with disabilities:** In compliance with the University policy and equal access laws, the professor is available to discuss appropriate academic accommodations that may be required for any student with a disability.

**VI. Tentative Course Schedule:** This syllabus is intended to serve as a general student guide to study the course, and to provide information relative to the "mechanics" of the course. It is not a contract. The content of the course and the timing and number of examinations, assignments, and reports can be unilaterally changed by the instructor. We will try to hold to this schedule; however the professor may unilaterally change it by giving a week's notice to the class. In such a case, a student will not be penalized if the professor cannot be accommodated.

**THE LEGAL ENVIRONMENT OF BUSINESS  
TENTATIVE COURSE SCHEDULE  
WINTER 2010  
DR. A. DAVID AUSTILL**

***NOTE: IN ADDITION TO THE READING ASSIGNMENTS IN THE TEXTBOOK, ADDITIONAL SHORT ARTICLES AND CASES WILL BE ASSIGNED. ALL STUDENTS DO NOT HAVE TO READ THE FINDLAW OR HANDOUT CASES THAT HAVE BEEN ASSIGNED TO A PARTICULAR STUDENT FOR CLASS DISCUSSION UNLESS THE PROFESSOR DIRECTS OTHERWISE. FOR EXAMINATION PURPOSES, STUDENTS SHOULD READ CASE BRIEFS (SUMMARIES) WRITTEN AND DISTRIBUTED BY OTHER STUDENTS AND DISCUSSED IN CLASS. ALL CASES (NOT IN TEXTBOOK), ARTICLES, AND OUTLINES ARE ON BLACKBOARD. CASE AND ARTICLES ASSIGNMENTS FOR STUDENTS ARE ON BLACKBOARD ALONG WITH INSTRUCTIONS FOR THOSE CASES, ARTICLES, AND OTHER SUPPLEMENTAL MATERIALS ALL STUDENTS SHOULD READ.***

<u>Class Session</u>	<u>Reading Assignment</u>	<u>Lecture Topic(s)</u>
Oct. 13, 2010		<p><b>Theme: Foundations of American Law</b></p> <p>The first class period will focus on foundational legal matter to allow the student to better understand the nature of law and the legal, political, and social environment in which businesses large and small operate. During this class session focus will be on the nature of law, dispute resolution, and U.S. constitutional law. In addressing the nature of law subtopics will include the following: purposes and goals of law, various legal systems used around the world, common law and <i>stare decisis</i>, statutory law, interpretation of law, and legal philosophies.</p>
	Text Chapters 1 and 2	Nature of Law; Ethics and the Law
	Additional readings: Briefing cases (How to brief a case—Blackboard)	Morality and the Law—Austill (Blackboard)
Oct. 20, 2010		<p><b>Theme: Dispute Resolution—Litigation and ADR</b></p> <p>This class provides an overview of American dispute resolution in both the traditional court process and through alternative dispute resolution methods like mediation and arbitration. Advantages and disadvantages of ADR methods will be considered when compared with traditional litigation. We will consider the framework of the federal and state court systems and review the civil litigation process. Finally, some select rules of evidence and civil procedure that have significant effects on business firms will be discussed.</p>
	Text Chapter 3	Courts and Dispute Resolution
	Additional readings: Med/Arb article--TBA (Blackboard)	
Oct. 27, 2010		<p><b>Theme: American Constitutional Law Affecting Business</b></p> <p>An overview will be given of the U.S. Constitution and constitutional construction. This is followed by consideration of those significant constitutional provisions affecting business and commerce. Constitutional provisions emphasized in this lecture are Commerce Clause, Due Process, Import-Export Clause, Equal Protection Clause, Takings Clause, and the Bill of Rights.</p>
	Text Chapter 4	Constitutional Law
	Additional readings	Property rights vs. public use –TBA (Blackboard)
Nov. 3, 2010		<p><b>Theme: Administrative Law and Criminal Law</b></p> <p>The second class has two broad themes--regulation by agencies through administrative law and criminal law relating to business and managers. In a fairly brief discussion of administrative law focus will be on what an administrative agency is, why they are necessary, how an agency is formed, its functions, constitutional limitations on agencies, and rule-making by federal agencies. A number of agencies of particular importance to commerce will be identified.</p>

<p>Nov. 10, 2010</p>	<p>Text Chapters 6 and 15</p>	<p>Administrative Law; Criminal Law</p> <p><b>Theme: Risk Management—Tort Law</b></p> <p>Risk management is spread over two class sessions. In this class session the focus is on the three broad classifications of torts, namely, intentional torts, negligence, and strict liability, and particular attention will be given to the doctrine of <i>respondeat superior</i>. A tort continuum will be used to classify the torts as to fault/intent and to offer a timeline on the development of the various torts. Select cases will be discussed by the professor and students to provide a context for business torts and negligence. The elements of each classification of torts (e.g., the four elements of negligence) will be discussed. Likewise, some of the more significant business torts (elements and defenses) will be discussed including defamation, invasion of privacy, and intentional interference with contractual relations. To provide a better understanding of the doctrine of respondeat superior, a brief overview of the law of agency is necessary.</p>
	<p>Text Chapter 6 and 9</p> <p>Additional readings: Chamber article on surveillance—Austill (Blackboard)  Defamation in employment—TBA (Blackboard)  Drug testing policy—COC (Austill—Blackboard)</p>	<p>Agency; Torts</p> <p><b>Theme: Risk Management--Product Liability</b></p> <p>This class is a continuation of the consideration of risk management with a discussion of product liability. An overview of liability for injuries caused by defective products will be given based on three theories—warranty, negligence, and strict liability. The focus of the class discussion will be strict product liability under the Restatement of Torts. The elements of strict product liability and defenses will be reviewed in class lecture and case analysis. Public policy considerations are an important aspect in a discussion of product liability.</p>
<p>Nov. 17, 2010</p> <p>Nov. 24, 2010</p>	<p>Text Chapter 10</p>	<p>Product Liability</p> <p><b>Theme: Intellectual Property</b></p> <p>Intellectual property rights focuses on the definition of the legal rights, the significance of each IP right, how those IP rights are created and/or registered, legal life of each IP right, and certain judicial interpretations by consideration of cases. A substantial issue in each property right is what constitutes unlawful infringement and the consequences of infringement. Finally, though not a registrable intellectual property right, trade secrets under the Uniform Trade Secrets Act will be discussed addressing what constitutes a protected trade secret, when there is misappropriation, and the legal consequences of misappropriation.</p>
	<p>Text Chapter 11</p> <p>Additional readings: Chamber article on ownership of copyrights and patents—Austill (Blackboard)</p>	<p>Intellectual Property and Trade Secrets</p>
<p><b>Time and Date to Be Announced</b></p>		<p><b>Midterm Exam Covering Material Through November 24.</b></p>
<p>Dec. 1, 2010</p>	<p>Text Chapter 12  Text Chapter 13</p> <p>Additional readings: Chamber article—employee handbook (Austill-Blackboard)</p>	<p><b>Theme: Employment Law and Discrimination</b></p> <p>The entire class session focuses on labor and employment law. Employment law will be considered from creation of the employment contract, to the duties, rights and responsibilities of employees and employers under common and statutory law, and through termination of employees. Much of the discussion will focus on statutory protection of workers through legislation and many of the federal laws will be surveyed for purpose and scope, such as plant closings, workers' compensation, wage and hour law, genetic information use restrictions, HIPAA, ERISA, etc.. Secondly, anti-discrimination legislation will be reviewed, in particular, Title VII of the Civil Rights Act of 1964, ADA, ADEA, PDA, and Equal Pay Act. Emphasis will be placed on sexual harassment and disabilities. Extensive use of cases will be used in this class session to illustrate some of these legal principles.</p> <p>Employment Relationship; Regulatory Protection of Workers  Discrimination: Civil Rights, Sexual Harassment, Disabilities, Age &amp; Families</p>

Employee retaliation paper—Austill (Blackboard)  
 BFOQ 2—Austill (Blackboard)  
 Employers must educate employees on discrimination—Findlaw article (Blackboard)  
 Religion at work—TBA (Blackboard)  
 Supervisor liability for discrimination—TBA (Blackboard)  
 Mommy Rights—Austill (Blackboard)

Dec. 8, 2010

***No Class-Student Holiday!***

Dec. 15, 2010

**Theme: Labor-Management Relations and Corporate Governance**

This class session focuses on labor-management relations and corporate governance. An overview of labor-management relations law will be given relating to the formation of unions and the rights and responsibilities of unionized workers and their employers. A brief survey will be made of federal labor legislation and the collective bargaining process. Unfair labor practice examples and consequences and a brief discussion of possible strategies and pitfalls will be considered. The second part of the class will look at the private firm doing business as a corporation. After a review of the characteristics of a corporation considering the rights and duties of shareholders, directors, and officers, principles of good corporate management will be considered and important provisions of state and federal law, in particular, the Revised Model Business Corporation Act and the Sarbanes-Oxley Act of 2002, will be surveyed. Several cases will be reviewed to illustrate the legal requirements for good corporate governance and the legal protection afforded corporate officers and directors by the business judgment rule.

Text Chapter 21 Corporate Officers, Directors and Shareholders; Corporate Governance

Additional readings: Labor Law Handout (BB)

Dec. 22, 2010

**Theme: Securities Regulation**

The second half of the class will focus on how the Securities Act of 1933 regulates the initial issuance of securities in the primary securities market, and the key requirements and exceptions to registering securities with the Securities and Exchange Commission. Significant provisions of the Securities Exchange Act of 1934 relating to fraud in the issuance of public documents (e.g. annual or quarterly reports) or public statements in the buying or selling of securities, proxy solicitations, and tender offers will be reviewed. Finally, insider trading unlawful under Section 10(b) of the S.E.A. of 1934 and SEC Rule 10b-5 will be addressed. Legal cases will illustrate securities fraud and insider trading.

Text Chapter 22 Issuance of Securities  
 Text Chapter 23 Securities Fraud and Insider Trading

Additional readings: Review of Sarbanes-Oxley Act

Dec. 29, 2010

***No Class—Holiday!***

Jan. 5, 2011

**Theme: Antitrust Law and Consumer Protection**

This lecture and discussion will focus on federal regulation of business in the areas of antitrust and consumer protection. Emphasis in this class will be on antitrust law and the protection of competition under the Sherman Act of 1890, the Clayton Act of 1914, and the Federal Trade Commission Act of 1914. What constitutes violations of Sections 1 and 2 of the Sherman Act will be discussed, including distinguishing from the rule of reason and per se violations. The Clayton Act will be surveyed with the greatest attention given to mergers and acquisitions and the merger approval process. Select provisions of the FTC Act which protects competitors and consumers will be reviewed. A brief overview will be provided of federal consumer protection legislation regulating areas such as lending, credit reporting, debt collection, and sharp trade practices

Text Chapter 17 Antitrust: Sherman Act, Clayton Act, and FTC Act  
 Text Chapter 18 Consumer Protection

Jan. 12, 2011

**Theme: Bankruptcy and Environmental Regulation**



The policy of bankruptcy and important provisions of the federal bankruptcy laws (e.g., automatic stay of execution, filing requirements, types of petitions, rights of secured creditors, and priority of claims) will be discussed generally through lecture and question and answer. Finally, a survey will be made of federal environmental regulatory legislation dealing with clean air and water, environmental policy, environmental impact statement requirements, solid waste and hazardous waste disposal. Risks to landowners and creditors will be discussed under CERCLA (Superfund).

Text Chapter 24  
Text Chapter 16

Debtor-Creditor Relations and Bankruptcy  
Environmental Law

***Turn in Research Paper***

Jan. 19, 2010

**Theme: International Trade Law**

The two components of this class session is international business law and common law contracts with about equal time for each topic. The principal focus of international business law will be the World Trade Organization and the WTO agreements (GATT, GATS, and TRIPS). The discussion of international trade law will look at the purpose and policy of the WTO, dispute resolution of international trade disputes, the General Agreement on Tariffs and Trade (GATT), policy considerations, and vehicles for doing business abroad. Select cases for examples will be presented by students.

Text Chapter 25  
Additional Readings WTO Materials (Blackboard)

International Trade Agreements; Doing Business Globally

***Time and Date to Be Announced***

**Theme: Contract and Sales Law**

Contract law will principally focus on the common law of contracts, although certain distinctions will be made between common law rules and UCC Article 2 (sales of goods) rules. Much of the discussion will include the necessary elements of a valid and fully enforceable contract as distinguished from void, voidable, and unenforceable contracts. Other contract considerations include the creation of a contract, defenses, performance and breach, and contract remedies. The professor will use a real-world business transaction (Flakt, Inc. and American Electric Power Zimmer Coal Conversion Project) to illustrate certain contract principles and contractual risks. Strategies will be reviewed that allow sellers of capital products to reduce legal and warranty risks.

Text Chapter 7  
Additional readings: Warranty disclaimer paper—Austill (Blackboard)

Common Law and Sales Contracts

Jan. 26, 2011

***Final Exam***

## LEGAL ENVIRONMENT RESEARCH PAPER TOPICS

1. Mommy rights: Consider how the law affects working mothers of small children and pregnant women. Contrast these rights with daddy rights in similar situations. Consider state and federal law and contrast with the law of foreign jurisdictions. Consider what corporate policies encourage young mothers to remain in the workplace after birth of a child, why continued employment of working mothers is beneficial to employers, and the family-friendly company. For example: breast feeding in the workplace, temporary disability for pregnancy, parental leave, pregnancy leave, etc.
2. Employee surveillance: Consider the policy behind employee surveillance, surveillance techniques, privacy issues, statistics relevant to employee surveillance, privacy issues, effects of changing technology, labor groups' challenges to intrusive surveillance, etc.
3. Violence in the workplace focusing on employer or supervisor liability when an employee is injured while at work by a co-worker, supervisor, or trespasser.
4. Employers' monitoring of employees' private activities and behavior. This is a special subset of employee surveillance. Should an employer be allowed to control its employee's private activities, such as smoking, alcohol or drug use, dating, and sexual proclivities, while the employee is away from the workplace? What interest does the employer have monitoring or restricting such behavior and does it place an unfair burden on the employee? What privacy law protects the employee? Should any restrictions be treated by the law as unlawful as restrictive covenants?
5. Tort reform: This paper should discuss the harmful economic effects of the tort system on our economy and certain industries or professions. A survey should be made of state and federal attempts at reforming the tort system. Essential to this discussion is an analysis of how other nations deal with dangerous products, the benefits of the present tort system, alternate ways of punishing sellers of dangerous products and incompetent professionals, and potential benefits of reforming the tort system. **One possible topic might be why medical malpractice and medical device product liability tort reform is necessary or not necessary for an effective reform of health care to reduce medical costs.**
6. Corporate governance post Sarbanes-Oxley Act: This paper should discuss the state of corporate governance before the 2002 financial scandals, how SOX is intended to change corporate governance, the essential provisions regarding corporate governance, and the negative and positive effects of SOX on costs, complexity, whistle blowing, and corporate accountability. Consider how SOX has changed the dynamics of corporate managers relating to their lawyers over illegal matters, the burden of disclosure placed on corporate lawyers who become aware of illegal activities within SEC companies, and the possible sanctions placed on corporate managers for violations of SOX. Do not simply discuss the legal requirements of SOX.
7. Business method patents: This paper should discuss patents in general and business method patents specifically—what they are, how they came into existence, how they differ from other utility patents, and how they have changed the way e-business has changed. A survey should be made of the law of business method patents to show how business method patents have changed activities of the Office of Patents and Trademarks, the registration process, and prior art searches. Discussion should also be made of how business method patents differ from patents of software.
8. Sexual affinity in the workplace: This paper should discuss gay and lesbian issues in employment focusing on policy, and federal, state, and local law. Sexual affinity encompasses sexual preference, sexual orientation, transgenderism, and transvestism. Although Title VII does not protect sexual affinity, some state constitutions and statutes provide protection equal to other protected classes like race and color. Consider the line of cases from *Oncale v. Sundowner Offshore Drilling, Inc.* and *Rene v. MGM Grand Hotel, Inc.* for inconsistencies and how some courts are attempting to construe the statute to grant legal protection for gays and lesbians under Title VII. For the policy arguments, collect data on gay and lesbian numbers, employment and education statistics, etc. A growing number of employers, like Disney, are establishing new policies protecting sexual affinity and are providing some employment benefits for domestic partners. Finally, but not lastly, look at domestic partner or civil union statutes and policies to see how this will affect business.
9. Immigration policy and the harmful effects on the working poor in America: This paper is more of a policy paper which considers the effects illegal immigration has on the working poor, both minorities and whites. The paper will require a review of immigration restrictions and the immigration process, how the immigration process is illegally circumvented, and the scope of the illegal immigration problem. Economic consequences should be considered (both positive and negative) on employers, certain industries, migration trends from the Southwest to the rest of the nation, economic externalities, and the labor market for unskilled workers, craftsmen, and construction workers. What has the abundance of workers meant to labor rates for America's working poor? From a policy perspective, has the federal government, in an effort to appease employers and the national chamber of commerce, breached its social contract with minorities and younger white Americans to allow them to be gainfully employed, gain valuable experience from their labor pursuits, and have their labor rates increased as their skills and experience increase?
10. Trademark dilution in the Internet era.
11. Trade dress

12. Bankruptcy policy: What is the impact of bankruptcy on business and the U.S. economy? Has the reform of the bankruptcy law from a few years ago had any significant effect? What has been the effect on consumers? Equity considerations?
13. Effect of health care reform on business—H. R. 3590 contains 14 pages of table of contents for the health care bill passed by Congress. It can be mined for new material and topics. The effects will be more than substantial given the breadth of the bill!
14. Drug testing: Consider Fourth Amendment rights and tortious invasion of privacy, state and federal Drug Free Workplace Acts, sound policies, and methods of employee circumvention of the test.
15. Policy paper on relocating a plant off-shore. Political, legal, and economic implications in shutting down a business in the U.S. to relocate in a foreign country.
16. Legal implications of shutting down a manufacturing plant. This paper will consider the implications of the Worker Adjustment Retraining and Notification Act of 1988 (WARN). What has been the economic and societal effect of WARN?
17. Health Insurance Portability and Accountability Act (HIPAA). This paper should discuss significant provisions of HIPAA, problem areas, legal, societal, and economic effects caused by HIPAA. From a policy standpoint, was it overkill? Has it been more disruptive and costly than beneficial? What would make this law better? Do not simply discuss what HIPAA does.
18. Discrimination based on genetic considerations or DNA tests. There is new federal legislation in this area (GINA). Consider state law versus federal law. How has the EEOC viewed this type of discrimination?
19. Legal, economic, and societal implications of bullying in the workplace. This topic has been given more attention in recent years. Compare the U.S. to other countries like the European Union.

Note: Other topics of interest may be considered. The key is to find a slightly narrow topic. It makes for a better paper.