

**SAM HOUSTON STATE UNIVERSITY  
COLLEGE OF BUSINESS ADMINISTRATION  
Department of General Business and Finance**

**BUAD 3355 Syllabus**

**Course Number:** BUAD 3355  
**Course Title:** Business Law  
**Prerequisites:** None  
**Professor:** Diana Brown, J.D.  
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**Office:** SH 206 G  
**Office Hours:** Tuesdays and Thursdays 11:00 a m to 2:00 pm and  
Thursday 3:30 to 6:00 and by appointment. Please contact  
me so that we can schedule a mutually convenient time  
to meet.

**Communication with the Professor:**

The most efficient and convenient means to ask questions or schedule appointments is via email. However, I also check my voicemail and if you leave a message, I will call you back as soon as possible. Be sure to remember to leave me your return phone number with area code.

**Required Texts:**

West's Business Law, 12<sup>th</sup> Edition by Clarkson, Miller, and Cross. West Publishing Company. There should be plenty of used editions available. If you prefer to use an ebook or Kindle version, that is acceptable.

**Course Description:**

The focus of this course is on areas of modern commercial law needed by business professionals to conduct business transactions, primarily the buying and selling of goods and services. Common law contracts and negotiation strategies are presented. An examination of the Uniform Commercial Code includes sales law, leasing, commercial paper – negotiable instruments, commercial storage and distribution of goods, and transfer of securities. Creditor's rights and U.S. Federal Bankruptcy Code are also covered.

## Course Objectives:

At the end of the course the student will be able to:

- Develop and recognize legal problems.
- Have an understanding of the processes of determining what are legal versus ethical issues and how the difference impacts decision making.
- Recognize when federal and state laws impinge on personal and professional decision-making.
- Develop the analytical thinking process through the application of legal concepts in the resolution of legal disputes.
- Have the ability to research current law, rules and regulations related to specific disputes.
- Articulate both verbally and in writing public policy implications of passed or proposed legislation in the areas studied in this course.

## Topics Covered:

▪ Nature and Terms	General Knowledge
▪ Agreement	“
▪ Consideration	“
▪ Capacity and Legality	“
▪ Genuineness of Assent	“
▪ Statute of Frauds	“
▪ Third Party Rights	“
▪ Performance and Breach	“
▪ Breach of Contract/Remedies	“
▪ Formation of Sales Ks	“
▪ Title, Risk and Insurable Interest	“
▪ Warranties and Product Liability	“
▪ Negotiable Instruments	“
▪ Creditors Rights and Remedies	“
▪ Bankruptcy/DTPA	“

## Religious Holy Days Policy:

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. The student, not later than the 15<sup>th</sup> calendar day after the first day of the semester must notify the instructor of each scheduled class day that he/she would be absent for a religious holy day.

## Handicapped Student Policy:

It is the policy of Sam Houston State University that no otherwise qualified individual shall, solely by reason of his/her disability, be excluded from the participation in, be denied the benefits of, or be subjected to discrimination under any academic, Student Life program or activity. Any student with a disability that affects his/her academic performance should contact the Office of Services for Students with Disabilities in the SHSU Lee Drain Annex (telephone 936-294-3512, TDD 936-294-3786) to request accommodations.

## **Attendance Policy:**

Attendance in this class is expected as is stated in the Sam Houston State University catalog. **Absences in excess of eight (8) hours will result in a failure. In this class, that 8 hours is equivalent to 6 class absences.** There are no excused/unexcused absences, you are either here or you are not.

Also, those who miss a substantial number of classes will penalize themselves by missing material that will be discussed in class that may not appear in the text (but will be on the test). In this class you are encouraged to attend every class even if you are late. Please do not hesitate to come to class.

This system is automatic. No “permission” is given to miss a class – this system permits a reasonable number of absences for sickness, traffic, bad weather, deaths in the family, etc. It is not necessary to inform me if you cannot attend class on a given day.

If you need to leave class early please inform me prior to class. I may take attendance more than once during class. If you are not in the room, you are absent.

## **Extra Credit:**

In addition to the Attendance Policy, and in an effort to encourage you to attend class, the following incentive has been adopted to encourage consistent attendance. Please note that this is extra credit and you must attend the entire class in order to receive this extra credit. If you are absent for any reason you will not be able to obtain the reward for perfect attendance.

Perfect Attendance:	I will add 10 points to your test score
Only 1 absence:	I will add 5 points to your test score

Again, you cannot miss class and receive this extra credit, even if you believe your absence was not your fault.

## **Classroom Policies:**

In order to facilitate a positive classroom environment, please observe the following:

- Class will start promptly at the assigned time.
- Do not cause disruptions in class or you will be asked to leave.
- You may not take photos of anything during class.
- This is a professional environment, but I will allow you to wear hats in class as long as there are no problems. You will have to remove them for exams.

## Participation:

Each student is expected to come to class prepared to discuss the material assigned, including the cases. I will call on students in class. By participating in class (i.e., doing case recitation), you can amass extra points that I will add to your test scores as extra credit.

I will assign each student a letter (A, B, or C). The cases you are assigned to read are each labeled with a letter on the top right corner of the case. If you are an A, you must read (at a minimum) the cases labeled letter A. You may read as many as you like. The more cases you read, the better you will understand the material and the more extra credit points you will amass. You may volunteer to recite any case, whether it is your assigned letter or not.

Please come to class prepared to discuss the day's assignment. **THIS MEANS THAT YOU NEED TO READ THE CHAPTER, AND THE CASES BEFORE YOU COME TO CLASS FOR THE LECTURE.** I will ask for volunteers, but if there are no volunteers, I will call on students from the roll sheet. You should plan on participating in class at least 5 times during the semester.

Your class participation is scored as follows: If your participation is satisfactory, you will receive a "+" mark. Each "+" mark adds 2 points to your test score total. If you are not prepared to participate when called on, or your participation is not satisfactory (i.e., you cannot discuss the case or you are reading directly from the book), you will receive a "-" mark. Each "-" mark penalizes you by subtracting 2 points from your class participation total. Thus, you can see that a "+" and a "-" mark will cancel each other out, leaving you with 0 extra points.

If you are not prepared to discuss the cases for that day, instead of adding your initials to the roll sheet, you can write the word pass. You only may use 2 passes for the semester.

If you have not used a "pass," and I call on you but you are not prepared, you will receive a "-" and I will call on someone else. If no one in your letter group is prepared to recite the case, you will all, collectively, lose 4 points.

There is no maximum number of points you can receive (or lose) for case recitation. Your case recitation points, which may be positive or negative, will be combined with your test scores, and will increase or decrease your test scores.

## Homework:

Your homework assignments are consecutively numbered. When you have a full scantron sheet, which will normally be after four or five chapters of homework, bring it to class and turn it in. **Homework is due at the beginning of class. No late homework will** be accepted. I will not accept homework that is not on a scantron sheet. Nor will I give you time to bubble in the scantron form during class. Being absent is not an excuse to not turn in your homework. If you don't turn in your homework, you will get a zero for that homework. I don't give partial credit for late homework. I cannot grade

your homework if the scantron won't go through the machine, so please be sure to use the correct type of scantron, and prevent it from becoming wrinkled.

### **Grading Policy:**

Grades will be based on the following:

Five Exams:	100 points each
Homework Assignments:	100 points each

Because you earn extra credit by reciting cases in class, there is no curve on exams. If you are not happy with your exam score, make up some of your lost points by doing case recitation. NOTE that there are more cases in the first half of the class, so do not wait too long to begin amassing these extra points.

**Your test scores (including your participation and attendance points) will comprise 70% of your final grade. Your homework will account for 30% of your final grade.**

89.5% +	= A
79.5% – 89.499%	= B
69.5% – 79.499%	= C
59.5% – 69.499%	= D
<59.5%	= F

- If class participation and case recitation decline I reserve the right to have random quizzes. Each quiz will be worth 20 points. If quizzes are used the point total for the quizzes will be added to the homework subtotal (i.e. homework plus quizzes account for 30% of your grade). There will be no make ups on class quizzes!!
- **STRICT POLICY ON EXAMS! There are no make-ups for a missed exam. If you miss an exam, you will need to take the cumulative final instead of exam 5. The cumulative final will count twice, once for the missed exam, and once for exam 5. If you fail to take the cumulative final, and you have missed a test, you will receive a zero for the missed test. The cumulative final and Exam 5 are administered during the class's final examination period as determined by the registrar's office.**
- If you arrive LATE for an exam: If you arrive after the first person has handed in their exam you will NOT be allowed to take the exam.
- For exam purposes, you are responsible for all material in the text, all material posted in Blackboard, all material sent to you by email and all material discussed in class.
- **You may use ONE handwritten 3x5 notecard as a reference on the exam.** You may place whatever information you like on the front and back of the card. The only material you may have at your desk is a scantron, a pencil and your notecard.

## **Materials**

(1) Lecture notes – YOU NEED TO PRINT THE LECTURE NOTES FOR THE CHAPTER WE ARE COVERING AND BRING THEM TO EVERY CLASS. We will go through this material at a pace that will not allow you to copy each slide verbatim. Instead, you will fill in the blanks as we go through the material. Once you have filled in all the blanks, you will use these notes as your study guide for the exams. YOU MAY NOT TAKE PHOTOS OF THE SLIDES. BRING YOUR LECTURE NOTES WITH YOU TO CLASS.

I STRONGLY suggest that you read Appendix A in your book. It is relatively short and will help you understand the cases. I am not requiring that you brief the cases. Rather, for the cases, you should be prepared to orally: (1) summarize the facts; (2) tell me what the issue is and what rule applies; and, if you can, (3) analyze how the rule applies under the facts presented. If you need to take notes in order to confidently discuss these issues, of course you may do so. It is not required though.

## Business Law GBA 3355: Reading and Examination Schedule

Warning: This schedule is tentative and changes can be expected. Changes will be announced in class, by email and/or in Blackboard.

Class	Date	Chapter- Business Law	Notes
1	8/24	First Class Meeting Appendix A	
	8/29	No class	
2	8/31	Chapter 10 – Nature and Terms	
3	9/5	Chapter 10 – Nature and Terms	
	9/7	No Class – Labor Day	
4	9/12	Chapter 11 – Agreement in Traditional and E-Contracts	
5	9/14	Chapter 11 – Agreement in Traditional and E-Contracts	
6	9/19	Chapter 12 – Consideration	
7	9/21	Chapter 12 – Consideration Review	
8	9/26	<b>EXAM 1</b>	
9	9/28	Chapter 13 – Capacity	
10	10/3	Chapter 13 – Legality	
11	10/5	Chapter 14 – Mistakes, Fraud, Voluntary Consent	
12	10/10	Chapter 15 – The Writing Requirement and Electronic Records Review	
13	10/12	<b>EXAM 2</b>	
14	10/17	Chapter 16 – Third Party Rights Assignment	
15	10/19	Chapter 16 – Third Party Rights Delegation	
16	10/24	Chapter 17 – Performance and Discharge	
17	10/26	Chapter 18 – Breach of Contract/Remedies Review	
18	10/31	<b>EXAM 3</b>	
19	11/2	Chapter 19 – Formation of Sales and Lease Contracts	
20	11/7	Chapter 20 – Title Risk and Insurable Interest	

21	11/9	Chapter 21 – Performance and Breach of Sales and Lease Contracts	
22	11/14	Chapter 22 - Warranties	
23	11/16	Chapter 22 – Product Liability Review	
24	11/21	<b>EXAM 4</b>	
	11/23	No class – Thanksgiving break	
25	11/28	Chapter 24 – Function and Creation of Negotiable Instruments Chapter 25 – Transferability and Holder in Due Course	
26	11/30	Chapter 25 – Transferability and Holder in Due Course Chapter 26 – Liability, Defenses, Discharge	
		<b>FINAL EXAM (#5)</b> Tentative: Thursday, December 7, 2017 09:30 a.m. - 11:30 a.m. Check registrar's page for updates.  <b>IF YOU HAVE MISSED AN EXAM, IT IS YOUR RESPONSIBILITY TO NOTIFY ME THAT YOU NEED TO TAKE THE COMPREHENSIVE FINAL.</b>	



