

BUL4422 BUSINESS LAW 2

3 credits

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Course Description

If Business Law 1 sparked an interest to learn more about how law and business are intertwined, this course won't disappoint. You will explore other legal principles which apply to businesses. Topics include corporations, limited liability companies, partnerships, agency, franchises, real property, personal property, sales, and secured transactions. You will learn how these principles apply to routine business activities and how to foresee and avoid legal difficulties in the business world and in your own personal dealings.

Credit Hours: 3

Class Time Commitments: This is a reading intensive course covering 20 chapters from the textbook.

Instructional Method

This course is designated as "Primarily Classroom". This means that less than 50% of the course is delivered online and will consist of primarily in-person, live in-person class sessions with one or more asynchronous video class lessons. This course is a "discussion" course, not a "lecture" course; recordings are not permitted without instructor permission. In each live class session, we will engage in case discussions and debate covering the subjects in your assigned reading. All in-person class sessions will meet on the specified meeting day and time and are not taped or broadcast. On Canvas, students have instructor-created chapter videos lessons available for asynchronous instruction and for supplemental learning. All exams will be administered in-person.

Prerequisites/Corequisites

Prerequisite: Second Bachelors, Junior or Senior, standing regular access to a computer and reliable internet source. The

¹ The instructor will meet face-to-face with students as needed.

readings will include unfamiliar terminology and legal terms. Students must learn the new legal terms introduced and devote several hours per week to complete homework and prepare for live class sessions which emphasize case study and graded student participation.

Course Objectives/Student Learning Outcomes

As a result of taking this course, the student will be able to:

- Demonstrate knowledge of the law that applies to businesses including negotiable instruments, secured transactions, agency law and business organizations, and regulatory law
 - Recognize important legal doctrines in the areas of law to be covered in course
- Demonstrate the ability to identify and evaluate critical legal issues that arise in business transactions
- Demonstrate analytical critical thinking by applying legal rules to hypothetical business scenarios.

Instructor Supplemental Objectives***

A. Quality class participation is an important part of student development of critical thinking skills. Critical thinking is the ability to address issues from different viewpoints, to evaluate the best arguments of each side, and to arrive at conclusions based upon a systematic analysis of these arguments. Critical thinking requires students to uncover bias, viewpoints, and perspectives that affect the accuracy and persuasiveness of oral or written arguments, and, ultimately, allow students to identify errors in reasoning or logical fallacies. Students who become critical thinkers are better able to defend their viewpoints, to evaluate issues and analyze new information, and to reach ethical and logical conclusions.

B. Students are responsible for their learning and learn from each other through discussion. Case study is a shared responsibility and students who do not attend class or are unprepared, deny their classmates the opportunity to learn from them. Students will follow **the 4 Ps of student involvement: Preparation, Presence, Promptness, and Participation.** Preparation means students will complete all assignments and readings prior to live sessions and attend class sessions prepared to discuss the issues. Presence means to attend class in both mind and body. Promptness reflects the professional expectation and respect for others by arriving at the classroom prior to the start of instruction so as not to disturb the learning environment. Participation means taking an active role in your education and developing your confidence by speaking up and challenging yourself to articulate your thoughts and ideas. The classroom is a safe place to express your thoughts and your opinions.

Course Evaluation Method

In Canvas, the course is organized into weekly modules with due dates for assignments and assessments. Unless otherwise specified, each module begins on Monday at 12:00 AM, EST, and ends on Sunday at 11:59pm, EST. The instructor will calculate your grade based on the following weighted distribution:

Weighted Assignment Group / Assignments	Class Participation 20%
<ul style="list-style-type: none">• Syllabus Quiz (online)• In-class participation	

Discussion Forum **15%**

- 3 Forums (Point/Counterpoints - Ch. 26, 33, and 37)

Exams **65%**

- 3 Exams (in-person)

TOTAL: 100%

Class Participation – Preparation and Participation (20%)

Syllabus Quiz

The syllabus quiz located in the Start Here Module is mandatory, graded, and has a due date; you can take the syllabus quiz as many times as necessary to achieve 100%. There are NO makeups or late takes. Skipping this quiz will negatively impact your class participation grade.

In-Class Participation

Students are first exposed to the subjects through assigned readings and note taking. Next, supplemental videos are available in course Modules to help reinforce student learning and critical thinking skills, leading to improved class participation. Readings include cases in the textbook and/or case studies in the Canvas Modules. Case study is an important feature of this course. Quality participation requires preparation and for students to proactively engage in discussions about the assigned cases. **Attending class, alone, will not earn any class participation points.** The Grading Rubric for class participation is in Canvas Supplemental Materials Modules. How to Brief a Case is also in Supplemental Materials Module.

Discussion Forums (15%)

The instructor will pose questions in three discussion forums to foster analysis and development of critical thinking skills. The timing and grade for each forum is comprised of: (1) the student’s initial answer post by Monday and (2) two replies by Wednesday. A grading rubric is built into the forum. Students first post a substantive answer to the question(s). After the student posts their initial answer, the forum is unlocked and students will read certain classmates’ initial posts and prepare written replies to two answer posts. Please ensure that you post substantive replies to the other students’ answers. A perfunctory “I agree” or similar lack of effort will earn the student a “0” for the entire discussion. Please join the community of learners and engage your classmates in a critical and substantive dialogue.

Exams (65%)

Examinations will be based on course content and assignments. The exams are timed, noncumulative, and are closed book/closed note. The exams will include multiple-choice, true/false and/or short answer questions. Exams will be administered in the classroom on the date and time scheduled.

Course Grading Scale

The instructor uses a weighted percentage system (see table, above) to calculate your final grade using the below grading scale.

A	A-	B+	B	B-	C+	C	C-	D+	D	D-	F
93-100	90-92	87-89	83-86	80-82	77-79	72-76	70-71	67-69	63-66	60-62	0-59

College of Business Minimum Grade Policy Statement. The minimum passing grade for College of Business requirements is a “C”. This includes all courses that are a part of the prebusiness foundation, business core, and major program.

Policy on Makeup Tests, Late Work, and Incompletes Late

Late Assignment Policy: Late assignments will NOT be accepted and there will be no late exams given. A “0” will be awarded for anything late. Look at the Course Schedule and make whatever arrangements you must to ensure you will be able to complete your work on time. You have **more** than enough time here to make the arrangements.

- Exceptions may be made here, of course, for emergencies (see below), religious observances, and participation in university-approved activities.

Emergencies: I understand that life (and death) happens and that there may be times when it would be inappropriate to enforce the policies outlined in this syllabus to the letter. If you or an **immediate** family member (spouse, partner, child, or parent) is having an emergency, please let me know as soon as it is convenient to do so (by email). Objectively verifiable documentation will be required (doctor note, hospital bill, obituary notice, etc.).

Emergencies do not include work needs or vacations. If you have scheduled a vacation or have a work trip during the semester, make arrangements with me now to schedule your exam time. Early exams will be accommodated. Late exams must be supported.

Technology Issues: Technology issues are not an excuse for late work. Upon experiencing technical difficulty, students are directed to immediately contact FAU’s Office of Information Technology (“OIT”) 24-hour help desk, Canvas Student Support, or McGraw-Hill Customer Services, as the case may be. Please notify your instructor but do not wait for assistance as the instructor cannot access a student’s account or provide technical support. The instructor reserves the right to accept or decline tickets from the Help Desk, Canvas, or Connect based on individual submissions. Students are encouraged to responsibly manage their time.

Incomplete Grade Policy

The University policy states that a student who is passing a course but has not completed all work due to exceptional circumstances, may, with consent of the instructor, temporarily receive a grade of incomplete (“I”). The assignment of the “I” grade is at the discretion of the instructor but is allowed only if the student is passing the course. The specific time required to make up an incomplete grade is at the discretion of the instructor. However, the College of Business policy on the resolution of incomplete grades requires that all work required satisfying an incomplete “I” grade must be completed within a period of time not exceeding one calendar year from the assignment of the incomplete grade. After one calendar year, the incomplete grade automatically becomes a failing (“F”) grade.

Required Texts and Materials

We will use the below listed customized textbook published by McGraw-Hill only for FAU. It includes an access code to McGraw-Hill Connect, which we will use for weekly quizzes. The ISBNs shown below are unique to FAU because the textbook is a customized 5th edition and so

is the Connect access code. The textbook differs to some degree from the standard 5th edition including certain cases, case openers, and other materials we will use in our course, as well as the access code. **Please be sure to purchase only the textbook and access code that match the ISBNs listed below.** You can use any format option for the textbook (eBook, loose-leaf, etc.)

Kubasek, Nancy; (2020) *Dynamic Business Law* (customized 5th Ed.). McGraw-Hill.

- ISBN: 9781264338610 (softcover)
- ISBN: 9781264358229 (loose-leaf) or
- ISBN: 9781264293520 Custom Connect 18-month access card)

Note: If you encounter technical difficulty accessing the eBook, or Canvas you are responsible for **contacting the appropriate technical support to resolve the problem.** Contact the FAU Help Desk at 561-297-3999 or McGraw-Hill Customer Support at 800-331-5094 or Canvas Support Hotline for Students (1-855-691-7827) or the Canvas Chat for Students, as applicable, to address your difficulties and obtain a case number from the representative.

Supplementary/Recommended Materials

This course provides instructor-created chapter video lessons for asynchronous instruction and for optional, supplemental viewing to reinforce learning, and encourage critical thinking and class participation. Students will also find third-party recordings or videos to reinforce learning. Case studies uploaded to Canvas are required reading and are discussed during class sessions

Disruptive Behavior Policy Statement

Disruptive behavior is defined in the FAU Student Code of Conduct as “... activities which interfere with the educational mission within classroom.” Students who disrupt the educational experiences of other students and/or the instructor’s course objectives in a face-to-face or online course are subject to disciplinary action. Such behavior impedes students’ ability to learn or an instructor’s ability to teach. Disruptive behavior may include, but is not limited to, arrive late, use of non-approved electronic devices (**including cell phones**); cursing or shouting at others in such a way as to be disruptive; or other violations of an instructor’s expectations for classroom conduct. For more information, please see the [FAU Office of Student Conduct](#)

Policy on the Recording of Lectures

This is a case study/discussion course, not a class lecture course. Unless the instructor expressly notifies students that a specific class session will be a class lecture, **students are not permitted to record video or audio** for their own personal educational use. The one exception being for accommodation purposes pursuant to notification from the university. A class lecture is defined as a formal or methodical oral presentation as part of a university course intended to present information or teach students about a particular subject. Recording class activities other than class lectures, including but not limited to student presentations (whether individually or as part of a group), class discussion (except when incidental to and incorporated within a class lecture), academic exercises involving student participation, test or examination administrations, field trips, and private conversations between students in the class or between a student and the lecturer, is prohibited. Recordings may not be used as a substitute for class participation or class

attendance and may not be published or shared without the written consent of the faculty member. Failure to adhere to these requirements may constitute a violation of the University's Student Code of Conduct and/or the Code of Academic Integrity.

Attendance Policies (University and Instructor)

*Students are expected to attend all of their scheduled University classes and to satisfy all academic objectives as outlined by the instructor. The effect of absences upon grades is determined by the instructor, and the University reserves the right to deal at any time with individual cases of non-attendance. **Students are responsible for arranging to make up work missed because of legitimate class absence, such as illness, family emergencies, military obligation, court-imposed legal obligations or participation in university-approved activities.** Examples of University-approved reasons for absences include participating on an athletic or scholastic team, musical and theatrical performances and debate activities. It is the student's responsibility to give the instructor notice prior to any anticipated absences and within a reasonable amount of time after an unanticipated absence, ordinarily by the next scheduled class meeting. Instructors must allow each student who is absent for a University-approved reason the opportunity to make up work missed without any reduction in the student's final course grade as a direct result of such absence.*

Instructor Policy: Class begins **promptly** at 11:00 AM EST. An accurate record of attendance is kept. **Arrive late?** Please quietly enter the classroom and take your seat. Students are considered late if they arrive after instruction has begun. The instructor will lower the Class Participation grade for any student who is habitually late (3 or more times). Although attendance is not mandatory, a student who is not present cannot participate. Due to the interactive nature of this course, vacations and work-related absences are not considered excused.

Communication Policy; Expectations for Students

Announcements

Students are responsible for checking Canvas regularly for announcements, changes in assignments, assessments, and/or syllabus, and for other course related announcements. "Regularly" means not less than several times per week including weekends, and each time that a student signs into Canvas.

Email/Video Conferencing

Students are responsible for reading all course email and responding in a timely manner. Unless otherwise instructed, **for all course related matters, please communicate with the instructor through Canvas Inbox**, not regular FAU email. Students may also schedule a video conference or in-person request during the instructor's office hours.

Course-Related Questions

Please post course-related questions to the Student Q & A discussion board. This allows other participants with the same question to benefit from the responses. Also, make sure you review this forum prior to posting a question. Someone may have already asked and answered the question in previous posts. If your question is of a personal nature that you wish to remain private, please use Canvas Inbox to message your instructor directly.

Learning Management Systems and Publisher Software/Platform

We will use Canvas and Zoom Office hours) throughout the semester. Students are responsible for being competent and familiar with this software. If you are unfamiliar with Canvas or Zoom, there are online tutorials available and Canvas, OIT and eLearning provide multiple guides and instructions for using Canvas and Zoom. Your instructor provides multiple support links in Canvas as does the University's website. Students are responsible for having **all** mandatory plug-ins, software, and hardware requirements to utilize Canvas appropriately.

Counseling and Psychological Services (CAPS) Center

Life as a university student can be challenging physically, mentally and emotionally. Students who find stress negatively affecting their ability to achieve academic or personal goals may wish to consider utilizing FAU's Counseling and Psychological Services (CAPS) Center. CAPS provides FAU students a range of services – individual counseling, support meetings, and psychiatric services, to name a few – offered to help improve and maintain emotional well-being. For more information, go to <http://www.fau.edu/counseling/>

Disability Policy

In compliance with the Americans with Disabilities Act Amendments Act (ADAAA), students who require reasonable accommodations due to a disability to properly execute coursework must register with Student Accessibility Services (SAS) and follow all SAS procedures. SAS has offices across three of FAU's campuses – Boca Raton, Davie and Jupiter – however disability services are available for students on all campuses. For more information, please visit www.fau.edu/sas/.

Code of Academic Integrity

Students at Florida Atlantic University are expected to maintain the highest ethical standards. Academic dishonesty is considered a serious breach of these ethical standards, because it interferes with the university mission to provide a high quality education in which no student enjoys an unfair advantage over any other. Academic dishonesty is also destructive of the university community, which is grounded in a system of mutual trust and places high value on personal integrity and individual responsibility. Harsh penalties are associated with academic dishonesty. For more information, see [University Regulation 4.001](#). See also [College of Business Academic Honesty Policy](#)

Course Schedule

The following course schedule is subject to change. Students are required to check their FAU email and Canvas regularly for announcements about assignments, changes to the syllabus or class schedule and other course related matters.

Date	Class session description	Assignment
By first class session	Prepare for first class—see assignment ---> <u>Overview:</u> Unit 1: Transactions/UCC (Ch. 21, 22, 26-28, 30, 31) Unit 2: Agency & Business Entities (Ch. 33-LLC) Unit 3: Regulatory (Ch. 44, 47, 11)	Assignment for first class - Read Ch.

		21 and 22 ² and case study Complete Syllabus Quiz
01/14	Unit 1: Transactions/UCC Ch. 21 – Introduction to Sales and Leases Ch. 22 – Title, Risk of Loss, and Insurable Interest	Read Ch. 26 and case study Syllabus Quiz closes 1/16/22
01/21	Ch. 26 – Negotiable Instruments	Read Ch. 27, 28 and case study Discussion Forum (“DF”) #1 opens today and closes on 1/26
01/28	Ch. 27 – Negotiation, Holder in Due Course and Defenses Ch. 28 – Liability, Defenses and Discharge	Read Ch. 30 & case study; review and bring to next class the Secured Transaction packet ³
02/04	Ch. 30 – Secured Transactions; Secured Transaction packet	Read Ch. 31; review and bring to next class the Other Creditor’s Remedies Packet
02/11	Asynchronous class session. Ch. 31 – Creditor’s Remedies and Suretyship; Other Creditor’s Remedies Packet Asynchronous Exam 1 review	Prepare for Exam 1
02/18 at 6:30 PM EST	Exam 1 (Ch. 21, 22, 26, 27, 28, 30, 31) in-person exam only	Read Ch. 33 & case study Read Ch. 34 & case study
02/25	Unit 2: Agency & Business Entities Ch. 33 – Agency Formation and Duties Ch. 34 – Liability to Third Parties and Termination	Read Ch. 35 DF #2 opens today and closes on 3/2/22
03/04	Ch. 34 (cont.) Ch. 35 – Forms of Business organizations	Read Ch. 36 and 37 & case study:
03/05-03/11	SPRING BREAK	
03/18	Ch. 36 - Partnerships: Nature, Formation, Operation Ch. 37 – Partnerships: termination and Limited Partnership	Read Ch. 38, 39 DF#3 opens today and closes on 3/23/22
03/25	Ch. 38 – Corporations: Formation and Financing Ch. 39 – Corporations: Directors, Officers, and Shareholders	Read Ch. 40 and LLC

² Assigned readings include Case Openers, Cases, Case Nuggets, Point/Counterpoint, and any Case Study (located in Canvas> Modules). Please arrive having briefed the cases. Students can brief cases using the FIRAC format. See How to Brief a case in Canvas>Supplemental materials module.

³ Material packets for chapters 30 and 31 are in Canvas>Modules. Please review before class.

04/01	Ch. 40 – Corporations: Mergers, Consolidations, and Terminations Ch. LLC – Limited Liability Companies Exam 2 Review	Prepare for Exam 2
04/08 at 6:30 PM	Exam 2 (Ch. 33 – 40 and LLC) in-person only exam	Read Ch. 44, 47
04/15	Unit 3: Regulatory Ch. 44 – Administrative Law Ch. 47 - Antitrust Law	Read Ch. 11
04/22	Ch. 11 – Liability of Accountants and Other Professionals Exam 3 Review	Prepare for Exam 3
04/29/22 10:30 PM EST	Exam 3 (Ch. 11, 44, 47) in-person exam only	

Accessibility Policy Statement

In compliance with the Americans with Disabilities Act (ADA), students who require special accommodations to properly execute coursework due to a disability, must register with Student Accessibility Services (SAS) located in the Boca Raton, Davie, and Jupiter campuses and follow all SAS procedures. For additional information, please consult [Student Accessibility Services](#).

Contact

- **Boca Raton:** (561) 297-3880
Fax: (561) 297-2184, TTY: 711
- **Davie:** (954) 236-1222 Fax: (954) 236-1123, TTY: 711
- **Jupiter:** (561) 799-8721
Fax: (561) 799-8721, TTY: 711

Grade Appeal Process

You may request a review of the final course grade when you believe that one of the following conditions apply:

- There was a computational or recording error in the grading.
- The grading process used non-academic criteria.
- There was a gross violation of the instructor’s own grading system.

[Chapter 4 of the University Regulations](#) contains information on the grade appeals process.

Religious Accommodation Policy Statement

In accordance with rules of the Florida Board of Education and Florida law, students have the right to reasonable accommodations from the University to observe religious practices and beliefs regarding admissions, registration, class attendance, and the scheduling of examinations and work assignments. For further information, please see [Academic Policies and Regulations](#).

Drops/Withdrawals

You are responsible for completing the process of dropping or withdrawing from a course. Please click on the following link for more information on dropping and/or withdrawing from a course. Please consult the [FAU Registrar Office](#) for more information.