

Dillard College of Business Administration

Syllabus: Commercial Law

LSBA 3243 101

Fall Semester 2024

Monday and Wednesday, 8:00 am – 9:20 am

Dillard Building 336

Contact Information

Instructor: Kristopher R. Tilker, Professor of Legal Studies

Office: Dillard Building, Room 294

Office hours: 7:30 am – 8:00 am Monday, Tuesday, Wednesday and Thursday

9:30 am – 10:30 am Monday and Wednesday

11-11:30 Tuesday, and Thursday

Otherwise: Email and we will schedule a mutually agreeable time

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Course Materials

Business Law by Clarkson, Miller, and Cross, 15th edition, Cengage Learning, ISBN 978-0357-12963-0. Handouts are provided by professor. (Do not use previous editions of textbook or handouts.)

Course Description

Agency; property; and Uniform Commercial Code Article 2 (sales), Article 3 (commercial paper), and Article 4 (banking).

Course Prerequisites

POLS 1333 and POLS 1433 plus junior standing

Learning Goals

Social order is essential to successful commerce. As one of the primary means for maintaining social order, legal principles and processes facilitate the creation and operation of markets by providing necessary assurance to investors, sellers, buyers, employees, and others that their reasonable commercial expectations will be realized. While serving this positive function, however, law simultaneously operates as the most pervasive external constraint on business decision-making. Students should study commercial law for the same reasons that they study other core subjects in which they do not intend to specialize. They must be able to identify issues pertaining to the particular discipline; recognize potential problems before they become actualized and costly; know when to consult an expert; understand the language, practices, and methods of reasoning and problem-solving in the discipline so that an expert can be used effectively and efficiently; and have

sufficient insight into the discipline so that the service and advice of an expert can be knowledgeably evaluated and incorporated into the firm's decision-making processes.

In educating business students about specific laws affecting commercial transactions, the following are course objectives:

- To improve student's ability to find and apply law to commercial business disputes.
- To understand the processes of business dispute resolution in the American judicial system and application of law to commercial transactions.
- To be equipped as a businessperson or manager to recognize legal issues and manage legal risks in business decision-making by having a general understanding of the substantive areas of law that affect commercial transactions on a daily basis: agency, sales, commercial paper, and property.
- To have improved skills in analyzing problems and arriving at well-reasoned explanations.
- To have improved oral communication and presentation skills.

Course Policies

Attendance Policy:

Students are expected to attend all class meetings for this course, following the university attendance policy. See Midwestern State University Undergraduate Catalog 2023-2024. This catalog is electronic only. It may be found on the MSU website using the Registrar button and then the University Catalogs button. University attendance policy is then found under "Registrar." Attendance is deemed essential for this class. Roll is taken during the first five (5) minutes of class. If you have been counted absent and you notify the instructor at the end of class that you came late, your absence will be changed to a late. Being late twice is equal to one (1) absence. The classroom doors are locked at approximately ten (10) minutes after class begins, and students are not allowed to enter the classroom after the doors are locked. Additionally, in order to not disturb the class, each student is expected to stay seated throughout the entire class period except in case of an emergency. Notwithstanding anything herein contained to the contrary, any student without prior approval who misses three (3) consecutive classes, two (2) consecutive quizzes, or a total of 4 quizzes will be dropped from this class with a grade of F.

Students have the option of taking D2L weekly quizzes in the classroom or where they have internet access. You will be counted present when you take the scheduled weekly quiz. After each quiz, class begins at 8:55 am. Feedback is a vital part of the learning process. If you did not make a B or above on the quiz you should attend class at 8:55 and be prepared to inquire about concepts tested on the quiz that presented difficulty while you were taking it. The questions on the weekly quiz will not be repeated on the comprehensive exam, but similar questions covering the same subject matter will be on the comprehensive exam. Learn each week from the quizzes and periodically do comprehensive reviews of your study materials as the semester progresses. It is poor strategy to cram for the two comprehensive exams, and your grade will reflect that.

Zoom Attendance:

If you do have COVID, flu, or another infectious illness or the possibility exists you may have COVID, flu, or another infectious illness, please do not attend the physical classroom session. Instead attend class via the Zoom livestream, assuming you feel well enough to do so. You may attend a maximum of one (1) Zoom session, and be counted as present. Please notify your professor a minimum of two hours before class begins if you are choosing to use your one Zoom attendance in order that the additional procedures can be put in place to accomplish the Zoom broadcast. This class is designated as a face to face class and additional Zoom attendance may be approved under limited and documented circumstances. If attending via Zoom, you should be dressed as if attending class in person. Also, your camera must be on and your face visible. If called upon, be prepared to unmute your microphone and speak promptly. I won't consider you "present and participating" in the class if you don't follow these instructions. You may not attend via Zoom when you are presenting your assigned law case.

Other Related Policies

Class Participation:

It is important for you to read all assigned text materials and to do a written brief on all assigned law cases. Classroom time will be spent reinforcing, clarifying, and analyzing the basic material and applying material to different fact situations. Knowing rules of law has little value if you cannot apply them to solving problems.

Assignments:

Will be made at the end of every class. There will be a significant amount of reading. I optimistically expect that all assignments will be read on time by all students. I cannot emphasize enough how important it is to come to class well-prepared. I strongly recommend that you apply this standard rule-of-thumb: expect to spend a minimum of two hours out-of-class study hours for each hour of class time. Business and industry expect to hire college graduates who are self-reliant, have good communication skills, and display good critical-thinking skills. Being prepared for class teaches you self-reliance. Preparing case briefs and explaining cases boosts your communication skills. My use of the Socratic Method enhances your critical-thinking skills.

Testing Policy:

Each student is responsible on every quiz and exam for material covered in class and for reading that is assigned outside of class. This includes all textbook material and all lecture material unless the instructor specifically excludes particular items. Subject matter on previous quizzes may be tested on all scheduled quizzes. You must take the midterm and final exam while being present in the classroom. The midterm and final exam will be administered by use of paper tests and Scantron, not electronically. You must take both the midterm exam and the final exam at the date and time announced in class. Failure to do so will result in zero (0) credit for the missed exam. Any deviation from this policy because of illness or emergency should be approved in advance and properly documented. Also, any information in this syllabus is considered as part of classroom notes and may be tested. Students who are absent on a quiz day will not be able to take the quiz at another time. The point value of the missed quiz will be added to the value of the comprehensive exam.

Midwestern State University Student Handbook:

Questions not specifically addressed by this syllabus are governed by the most current student handbook and the MSU Catalog. Make sure you know how to access these on the MSU website and are familiar with all the procedures therein. Pay close attention to the Code of Student Conduct

section in the handbook. The MSU catalog is found using the Registrar button on the main page of the MSU website. The Student Handbook is found using the Student Life button on the main page of the MSU website. Do not hesitate to ask if you need help accessing the Student Handbook or University Catalogs.

Medical or Other Serious Problems:

Please take time and make the effort to advise your instructor if you have difficulties that require his attention in order to properly evaluate your classroom participation and activities.

Student Responsibility:

The first obligation, particularly operative the first day of class, is to read and understand the content of this syllabus. The second obligation is to be devoted to learning the material assigned. College is supposed to be a demanding and, at times, an uncomfortable experience. College is where a student leaves behind the rote learning of high school and accepts the anxiety, discomfort, and challenge of complexity that leads to the acquisition of deeper knowledge and improved critical-thinking skills. You should expect me to spur your achievement rather than inflate your self-esteem. I do not give grades; you earn grades. Grades are based on performance on scheduled assessments, not on how deserving you may feel because of external hardships. Extra credit is not available to correct poor performance on tests and assignments. An outstanding student who attends an excellent college is an outstanding student. Likewise, an unengaged student attending an excellent college is still an unengaged student. Your priorities are 100% your responsibility. There is ample time to be a serious student, enjoy extracurricular activities, and work part-time. However, organizing your study time should be your highest priority. Cal Newport has written two superior books about this topic: 1. How to Become a Straight A Student and 2. Deep Work.

Food and Drink Policy:

Food and drinks, other than bottled water with a secure lid, are NOT permitted in the classrooms.

Use of Electronic Devices:

Use of cellphones is prohibited with two exceptions. You may review cellphone texts in class if required by your employer or if you are responsible for a minor who is in childcare or elementary school. Please advise your instructor by email, by the second class period, why either exception applies to you. This exemption does not apply when exams or quizzes are being administered or reviewed.

Sending texts or emails in the classroom is prohibited. See Lower Grade (G) below. If you need to send a text or make a phone call, you may leave the class to do so. You are also expected not to return to the class for the remainder of that period. You cannot truly listen to anyone and do anything else at the same time.

Grade Postings:

Quiz and exam grades will be posted on D2L. You are expected to keep records of your grades and to be able to audit grades when posted. Additionally, you are expected to keep records of your grades and provide your grades to your instructor in the event of a D2L technology failure.

Exam Policy:

It is agreed and understood by you that the policy for all quizzes and exams in this class is as follows: (1) you will comply with the MSU Student Honor Creed, and (2) the questions and answers on all quizzes and exams are deemed confidential and will NOT be copied, disseminated, spread, circulated, shared,

or publicized. Exam policy violations are grounds for being dropped from this class with an F and referral to the Dean of Students for disciplinary action, which may result in expulsion from Midwestern State University. The midterm and final will be taken in the classroom under the supervision of an exam proctor.

Lower Grade:

Starkly contrasting perspectives are excellent examples for learning. During class there should be no disrespect shown to anyone. Never exchange insults in class.

I reserve the right to lower any student's final grade two letter grades (i.e., A to C, C to F) for:

- A. Unpreparedness in class, or,
- B. A negative, rude, unreasonably argumentative, or inattentive attitude in class, or,
- C. Repeatedly disrupting the class for any reason, or,
- D. Failure to use Zoom (if approved) during classroom lecture with a continual livestream picture of your entire face and with you dressed the same as if you were attending class on campus, or,
- E. Repeatedly leaving and returning to your seat during class, or,
- F. Not showing respect for fellow classmates' questions, opinions, or,
- G. Violation of use of electronic devices or food and drink policies listed above, or,
- H. Repeated tardiness to class, or,
- I. Violation of quiz or exam rules and procedures, or,
- J. Violation of the Zoom attendance policy in this syllabus.

Grading Scale:

Grades will be determined on the following percentage scale, with no rounding up or down:

85 - 100 = A

80 - 84 = B

65 - 79 = C

60 - 64 = D

59 and Below = F

Academic Integrity:

With regard to academic honesty, students are referred to the Student Honor Creed, included in the MSU Plagiarism Policy. Violation of any of the guidelines in the MSU Student Honor Creed is an academic integrity violation. In short, cheating, collusion, and plagiarism will not be tolerated. The term "cheating" generally means representing someone else's work as your own and includes, but is not limited to:

1. Failing to report to your professor any suspicion of cheating on exams.
2. Acting with intent to promote or assist cheating, including soliciting, encouraging, directing, or aiding attempts by fellow students to cheat before, during, or after an exam.
3. Soliciting information about exam questions from students who have taken a test.
4. Intentionally or negligently aiding someone taking an exam or quiz.
5. Looking or glancing at another student's exam while the exam is being taken.
6. Soliciting answers from a fellow student during an exam or quiz.
7. Using a cellphone or any electronic device as an aid to find answers while taking exams or quizzes.
8. Using any device to record a test, including eyeglasses, cellphones, watches, and calculators.
9. Acquiring an exam or quiz or other academic testing material without the express permission of the professor who authored the exam.
10. Copying, disseminating, spreading, circulating, sharing, or publicizing any questions on an exam or quiz given for credit.

11. Violation of exam rules and procedures in this syllabus and as included on exams and quizzes.
12. Submitting or presenting work containing any content generated by artificial intelligence (AI) when not explicitly allowed by the instructor.
13. Submitting or presenting work taking content from an internet search, another person/entity, or artificial intelligence (AI) technology such as Chat GPT (either directly or with modification) and representing it as your own work. AI is a wonderful technology and is useful in many classes. It is not useful and is NOT allowed in this class under any circumstances. Ask your instructor if you have any questions.

Academic integrity violations are grounds for being dropped from this class with an F and referral to the Dean of Students for disciplinary action, which may result in expulsion from the University.

Supplemental Policies:

This syllabus is posted under my name in the MSU directory. Posting automatically supplements this syllabus with the following MSU policies: Submission Format Policy, Plagiarism, Students with Disabilities, Safe Zone Statement, Contacting your Instructor, Title IX and Campus Carry. The supplemental policies are expressly made part of this syllabus.

Syllabus Change Policy:

This syllabus is a guide for the course and may be subject to change.

Additional Assignment:

Each student will be assigned one law case to brief and present during the semester. A total of one hundred (100) points may be earned for this assignment. If you are unprepared, absent, or do a poor presentation, you will not receive any points. If you do not want to make this presentation, you may choose to turn in a written brief, the class period before the date of your assigned law case presentation, and earn a maximum of 50 points on this 100-point assignment. This presentation of your brief, or optional written brief, must follow exactly the format in "How To Do A Written Brief." To receive all 100 points, your law-case presentation must be an excellent delivery that communicates the required information clearly. This involves doing more than reading your brief to the class. It should be obvious that there was a significant amount of time spent on practice and preparation. This will be evidenced by very limited use of notes while making the presentation. A grading rubric for your law case presentation will be provided. You must prepare your presentation based upon the rubric to be successful.

Course Content and Outline:

This is a general outline of material expected to be covered. Material covered, dates of quizzes and tests, and percentage of total grade will vary as necessitated by the pace at which material is covered and any unforeseen class cancelations. There will be a quiz at the end of each chapter. At midterm, there will be an exam covering all material studied. The total points on the midterm will be equal to the cumulative points of all quizzes taken. The chapter-quiz process will begin again after the midterm. Upon completion of the semester, a final exam will be given. The total points on the final exam will be equal to the cumulative points of all quizzes taken since midterm. Subjects covered on the midterm exam will be sales and agency. Subjects covered on the final exam will be commercial paper and property.

FALL Semester 2024

Chapter	Dates	Point Value	Quiz or Test Date
Sales Law			
20	August 28 and September 4	25	Wednesday, September 4
No Class	September 2		
21	September 9 and 11	25	Wednesday, September 11
22	September 16 and 18	25	Wednesday, September 18
23	September 23 and 25	25	Wednesday, September 25
Agency Law			
32	September 30 and October 2	25	Wednesday, October 2
33	October 7 and 9	25	Wednesday, October 9
Midterm Exam	October 14	150	Monday, October 14
Midterm Exam	October 16 - Alternate date, if needed, due to unforeseen class cancellations		
Commercial Paper Law			
25	October 21 and 23	25	Wednesday, October 23
26	October 28 and 30	25	Wednesday, October 30
28	November 4 and 6	25	Wednesday, November 6
Property			
45	November 11 and 13	25	Wednesday, November 13
48	November 18 and 20	25	Wednesday, November 20
49	November 25 and December 2	25	Monday, December 2
No Class	November 27		
Final Exam	December 4	150	Wednesday, December 4
Final Exam	December 11 – alternate date, if needed, due to unforeseen class cancellations		

Students who are absent on a quiz day will NOT be able to take the quiz at another time. The point value of the missed quiz will be added to the comprehensive exam.