

Syllabus Overview

This syllabus contains all relevant information about the course: its objectives and outcomes, the grading criteria, the texts and other materials of instruction, and weekly topics, outcomes, assignments, and due dates. Consider this your roadmap for the course. Please read through the syllabus carefully and ask questions if you would like anything clarified. Please print a copy of this syllabus for reference.

Course Description

3 Credits

Prerequisite: None

This course covers various key facets of business law. Through readings, lectures, discussion board assignments and written assignments, students will explore different aspects of laws affecting businesses today. Students will develop a basic understanding of the importance of such diverse areas of business law as different types of business entities, the roles of directors and officers, the rights of shareholders, mergers and acquisitions and the dissolution and liquidation of a business. In addition, students will develop the skills of identifying potential legal issues with businesses that may arise during the course of the business day.

Course Outcomes

At the completion of this course, students should be able to:

1. Distinguish between various types of business entities.
2. Develop the ability to analyze which types of business entities are best suited to which specific circumstances.
3. Articulate the process of forming a business entity in different states.
4. Distinguish between shareholders, directors and officers.
5. Explain the responsibilities of the Board of Directors and officers of a corporation.
6. Identify the rights of shareholders of a corporation.
7. Comprehend key terms with respect to the capitalization of a corporation.
8. Demonstrate the basic steps of mergers and acquisitions.
9. Identify examples of mergers and acquisitions.
10. Analyze the process of liquidating and dissolving a business entity.

Communication with Your Instructor

You will receive a welcome email from your instructor prior to the start of class. This email will contain your instructor's contact information. Your instructor will also be communicating with you via several methods in the course, including:

- **Announcements** – This communication tool, located on the navigation menu within your course in Canvas, contains important updates. Be sure to check for new announcements from your instructor each time you access your course.
- **Q&A** – Use this discussion board, located on the Home screen in your course, to communicate with your instructor and classmates regarding general course questions (i.e. missing links, assignment clarification, etc.).
- **Inbox** – Use the Inbox, located in the top right corner of Canvas, to send a message to your instructor or classmates.

Materials and Resources

Required Textbook:

Cheeseman, H. A. (2016). Business law: Legal environment, online commerce, business ethics, and international issues. Upper Saddle River, NJ: Pearson Prentice Hall.

Print ISBN-10: 013400400-0 / ISBN-13: 9780-0-13-4004006

eBook ISBN-10: 0-13-400483-3 / ISBN 13: 978-0-13-400483-9

Bookstore Information

The bookstore can be located in the left-hand navigation of any Canvas course.

Library Services

Detailed information about the eLibrary can be found in the LIB100: eLibrary Overview course and the Student Resource Center. This is a course that all students have access to during their academic career.

Canvas Help Desk and Technical Questions

If you experience technical issues in your course, please contact the Canvas Help Desk by clicking the Help link (top right corner within Canvas). There are 3 ways to contact them:

- Phone (888-628-2749)
- Live chat
- Report a problem (submit a ticket)

Be sure to notify your instructor of any technical difficulties you are experiencing.

Additional resources are available in the Student Resource Center and the Canvas Guides website:
<https://community.canvaslms.com/docs/DOC-4121>

Weekly Schedule

Week 1	Corporations and Other Types of Business Organizations
Outcomes	<ul style="list-style-type: none"> • Develop an understanding of the definitions of different types of business entities: a sole proprietorship, partnership, corporation and limited liability company. • Distinguish between a sole proprietorship, partnership, corporation and limited liability company. • Explain different types of partnerships: general partnerships, limited partnerships and limited liability partnerships. • Analyze the benefits and drawbacks of using different types of business organizations.
Readings	<p><u>Required Readings:</u></p> <p><i>Business Law</i> textbook (eBook):</p> <ul style="list-style-type: none"> • Small Businesses, Entrepreneurship and General Partnerships: Chapter 34, pp. 564-583 • Limited Partnerships and Special Partnerships: Chapter 35, pp. 584-594 • Corporate Formation and Financing: Chapter 36, pp. 595-615 • Limited Liability Companies and Limited Liability Partnerships, Chapter 39, pp. 654-670 <p>Sole proprietorship Corporations Limited liability entities Partnerships Limited liability partnership</p> <p><u>Resources / Supplemental Readings:</u></p> <ul style="list-style-type: none"> • Corporations • Legal entity
Lectures	<ul style="list-style-type: none"> • Types of Business Organizations and Sole Proprietorships • Partnerships: General Partnerships, Limited Partnerships, Limited Liability Partnerships • Limited Liability Companies • Corporations
Discussion	Business entity
Assignments	Types of partnerships

Week 2 The Formation of a Business Entity	
Outcomes	<ul style="list-style-type: none"> • Describe the definition of an entity. • Develop a basic understanding of the terminology related to the formation of business entities. • Explain the process of forming a business entity in general. • Identify and outline the process of forming different types of business entities in the Commonwealth of Massachusetts and the State of Delaware.
Readings	<p><u>Required Readings:</u></p> <ul style="list-style-type: none"> • <i>Business Law</i> textbook: <ul style="list-style-type: none"> — Corporate Formation and Financing: Chapter 36, pp. 595-615 • Entity • Incorporation • US Small Business Administration • State of Delaware. Division of Corporations <p><u>Resources / Supplemental Readings:</u></p> <ul style="list-style-type: none"> • Articles of incorporation • Articles of incorporation • <i>Business Law</i> textbook: <ul style="list-style-type: none"> — Chapter 1 “Legal Heritage and the Information Age” pp. 2-20 — Chapter 2 “Court Systems and Jurisdiction” pp. 21-43
Lectures	<ul style="list-style-type: none"> • Organizing a Corporation • Case Study – The Formation of a Business Entity in Delaware
Discussion	Business entities online
Assignments	The steps to forming a new limited liability company
Quiz	Refer to your course

Week 3 Shareholders, The Board of Directors and Officers	
Outcomes	<ul style="list-style-type: none"> • Distinguish between directors, officers and shareholders. • Describe the duties, responsibilities and roles of the Board of Directors and the officers of a corporation. • Identify the basic function of board and shareholder meetings. • Analyze the allocation of powers among directors, shareholders and officers.

Readings	<p><u>Required Readings:</u></p> <ul style="list-style-type: none"> • <i>Business Law</i> textbook: <ul style="list-style-type: none"> — Investor Protection and E-Securities Transactions: Chapter 41, pp. 687-710 — Corporate Formation and Financing: Chapter 36, pp. 595-615 (please reread) • Director • Officer • Officer and director liability • Shareholder rights <p><u>Resources / Supplemental Readings:</u></p> <ul style="list-style-type: none"> • Meeting management • Hiring, firing, and setting the compensation of corporate officers: Who has the authority? • <i>Business Law</i> textbook: <ul style="list-style-type: none"> — Chapter 3 “Judicial, Alternative, and E-Dispute Resolution” pp. 44-66
Lectures	<ul style="list-style-type: none"> • Shareholders and Directors: An Introduction • Directors and Officers
Discussion	Responsibilities of the director of a corporation
Assignments	Phase 1 of the Research Project

Week 4 Rights of Shareholders	
Outcomes	<ul style="list-style-type: none"> • Describe the voting rights of shareholders. • Outline the informational rights of shareholders. • Identify the process of calling and holding a shareholders’ meeting. • Comprehend the concept of stockholder’s derivative suits. • Describe the concept of voting by proxy.
Readings	<p><u>Required Readings:</u></p> <p><i>Business Law</i> textbook:</p> <ul style="list-style-type: none"> ○ Investor Protection and E-Securities Transactions: Chapter 41, pp. 687-710 <p>Stock</p>

	<p>Proxy</p> <p>Stockholder's derivative suit</p> <p>Shareholder rights</p> <p><u>Resources / Supplemental Readings:</u></p> <ul style="list-style-type: none"> • Profits, praise grow for shareholder activists • <i>Business Law</i> textbook (eBook) <ul style="list-style-type: none"> ○ Chapter 26: “Credit, Real Property Financing, and Debtor’s Rights” pp. 430-446
Lectures	<ul style="list-style-type: none"> • Voting Rights of Shareholders and Shareholder Meetings • Informational Rights of Shareholders and Shareholder Suits
Discussion	Research paper topics
Assignments	Phase 2 of the Research Project
Quiz	Refer to your course

Week 5	The Capitalization of a Corporation
Outcomes	<ul style="list-style-type: none"> • Recognize the concept of shares and shareholders. • Define common stock, preferred stock and dividend. • Distinguish between common stock and preferred stock. • Describe the importance of preemptive rights.
Readings	<p><u>Required Readings:</u></p> <ul style="list-style-type: none"> • <i>Business Law</i> textbook: <ul style="list-style-type: none"> ○ Corporate Formation and Financing: Chapter 36, pp. 595-615 ○ Corporate Acquisitions and Multinational Corporations: Chapter 38, pp. 636-653 • Stocks • Common stock • Preferred stock • Dividend <p><u>Resources / Supplemental Readings:</u></p> <ul style="list-style-type: none"> • Preemptive right • <i>Business Law</i> textbook (eBook) <ul style="list-style-type: none"> ○ Chapter 27: “Secured Transactions” pp. 447-461

Lectures	<ul style="list-style-type: none"> • Shares and Classes of Shares • Shares – Authorization and Issuance, Subscription and Preemptive Rights
Discussion	Preferred shares or common shares
Assignments	Phase 3 of the Research Project

Week 6 Mergers and Acquisitions, Part I	
Outcomes	<ul style="list-style-type: none"> • Explain the concept of mergers and acquisitions. • Provide the business rationales for a merger or acquisition. • Discuss the importance of due diligence. • Describe federal antitrust regulation of mergers and acquisitions. • Distinguish between vertical mergers and horizontal mergers.
Readings	<p><u>Required Readings:</u></p> <ul style="list-style-type: none"> • <i>Business Law</i> textbook (eBook): <ul style="list-style-type: none"> ○ Corporate Acquisitions and Multinational Corporations: Chapter 38, pp. 636-653 • Mergers and acquisitions • Mergers and acquisitions 2 • Vertical merger • Due diligence <p><u>Resources / Supplemental Readings:</u></p> <ul style="list-style-type: none"> • Merger
Lectures	<ul style="list-style-type: none"> • Mergers and Acquisitions – An Overview • Types of Mergers
Discussion	The effect of mergers and acquisitions
Assignments	Phase 4 of the Research Project
Quiz	Refer to your course

Week 7 Mergers and Acquisitions, Part II	
Outcomes	<ul style="list-style-type: none"> • Identify examples of mergers and acquisitions. • Assess the impact of mergers and acquisitions on businesses. • Develop an understanding of the concept of diversification

Readings	<p><u>Required Readings:</u></p> <ul style="list-style-type: none"> • <i>Business Law</i> textbook: <ul style="list-style-type: none"> — Antitrust Laws and Unfair Trade Practices: Chapter 46, pp. 760-780 — Corporate Acquisitions and Multinational Corporations: Chapter 38, pp. 636-653 • Mergers and acquisitions • Mergers and acquisitions 2 • Mergers and acquisitions 3 • Monopoly • Diversification
Lectures	<ul style="list-style-type: none"> • Diversification • History and Examples of Mergers and Acquisitions
Discussion	Acquiring another business
Assignments	Phase 5 of the Research Project

Week 8	Dissolution and Liquidation
Outcomes	<ul style="list-style-type: none"> • Provide definitions for dissolution and liquidation. • Describe the process of dissolving and liquidating a company. • Identify different types of liquidation. • Assess the practical effects of dissolution and liquidation on a company.
Readings	<p><u>Required Readings:</u></p> <ul style="list-style-type: none"> • <i>Business Law</i> textbook (eBook): <ul style="list-style-type: none"> ○ Small Businesses, Entrepreneurship and General Partnerships: Chapter 34, pp. 568-583 ○ Limited Partnerships and Special Partnerships: Chapter 35, pp. 584-594 ○ Corporate Formation and Financing: Chapter 36, pp. 595-615 ○ Limited Liability Companies and Limited Liability Partnerships: Chapter 39, pp. 654-670 • Business failure and dissolution • Dissolution • Liquidate

	<ul style="list-style-type: none"> • Liquidation • Liquidation and liquidation values <p><u>Resources / Supplemental Readings:</u></p> <ul style="list-style-type: none"> • Wind up • <i>Business Law</i> textbook (eBook) <ul style="list-style-type: none"> ○ Chapter 28: Bankruptcy and Reorganization pp. 462-484
Lectures	<ul style="list-style-type: none"> • Dissolution • Liquidation
Quiz	Please take the Final Quiz

Grading and Evaluation

Your grades will reflect the way in which you present and support your topics and positions in the various learning activities used in this course. The grades will be based on the quality and quantity of your comments and responses in the various activities.

Be sure to review the discussion and assignment rubrics in the course for specific grading criteria.

The various graded activities are weighted as follows:

Course Element	% of Final Grade
Assignments – Week 1&2	10%
Discussions	40%
Research Paper	25%
Quizzes (Weeks 2, 4, 6)	15%
Final Quiz	10%
Total	100%

Students will be expected to meet all the deadlines of the class as indicated throughout the course and in the syllabus. This is primarily so we don't get behind in the course. In addition, discussions cannot overlap from one week to the next. This is to ensure that all discussions and submissions take place within the week they are scheduled in order to be of value to the entire class as well as to help you not get behind. If there are extenuating circumstances, you will need to communicate that to the instructor and make arrangements accordingly, if appropriate.

Late Assignments: Exceptions are to be determined by the instructor on a case-by-case basis. There will be no opportunities for extra credit.

Learner Success Guidelines

These guidelines are provided to help you succeed in your coursework:

- Participate in the class introduction activity on the first day of class.
- Submit ALL assignments by the posted due dates and times.
- Check your emails daily.
- Contact Portal Help for logon problems or Canvas Help for technical issues with Canvas.
- Participate fully in all threaded discussions.
- Contact your instructor if you have questions about an assignment or need additional help completing your work successfully.
- Academic dishonesty is grounds for dismissal from the program.

Academic Policies

Please review all Academic Policies found in the [Student Resource Center](#).

Disclaimer

As a disclaimer, any materials in or related to this course are provided for educational purposes only and not for the purpose of providing any legal, financial, accounting, tax or other professional advice or services. The information provided in this class is of a general nature, and it cannot substitute for the advice of a licensed professional in any respect. The application and effect of laws may vary widely depending on the specific facts and jurisdiction, and no representation or warranty is made with respect to the accuracy of any materials in or related to the course. Accordingly, the information provided is solely for general educational purposes.

Caveat

The above schedule, content, and procedures in this course are subject to change. All policies are superseded by the latest College Catalog available on our website:

<https://www.cambridgecollege.edu/student-rights-complaints-grievances/student-code-conduct>