

# Northwestern | Kellogg

## Winter 2024 BLAW–435 Business Law, Section 41 Syllabus

Tuesdays 6:30 PM-9:30 PM

Kellogg Global Hub, Room 1120

Professor James F. Herbison

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**Required Text:** Cheeseman, Henry R., *Business Law* (Pearson Education, 10th Ed.)

Date	Session	Topic	Assigned Reading (Chapters)	Guest Speaker/TBD
January 9	1	Introduction to Legal Process	1, 2, 3	
January 12	2	Agency	29, 30	
January 16	3	Torts	5, 6	
January 23	4	Contracts I	9, 10, 11	
January 30	5	Contracts II	13, 14, 16	
February 6	6	White Collar and Criminal Law	8	
February 13	7	Antitrust/Intellectual Property	7, 46	
February 20	8	Corporations, Partnerships	34, 35	
February 27	9	Corporations, Governance	36, 37	
March 5	10	Franchises and LLC's; Final Exam Review	39, 40	

# Northwestern | Kellogg

*Business Law (BLAW-435) Winter 2024*

## Course Description:

1. **Honor Code.** Applies to all aspects of the class.
2. **Attendance.** Attendance will be taken at the start of each class via the aPlus+ attendance tool. If you find that you will miss a class (e.g. medical or family issues, recruiting-related, etc.) or that you would need to arrive late or leave early to a class, please email me in advance. If you find that you need to miss more than three class sessions, then see me before or at the first class session. Missing more than three class sessions would be undesirable for a variety of reasons, not the least of which is that it would be difficult to recreate the class experience for that number of class sessions.
3. **Electronic Devices and Other Technology.** Electronic devices and other technology are permitted only in connection with note taking or referencing course work during class. Recording of the class is not permitted without the express permission of the instructor and/or the guest lecturer (*See below*).
4. **Office Hours.** I am available by email (james.herbison@kellogg.northwestern.edu or jherbison@winston.com), phone (312-558-5909) and/or by appointment. Please feel free to make an appointment to discuss anything related to the course.
5. **Grading.** The final examination is modified open book (e.g., the use of class textbook, class notes and lecture materials are permitted) and is comprised of six essay questions, which constitute 70% of your grade. While times and dates for taking the exam will be subject to scheduling, the format of the exam will not be changed. Much time will be spent over the quarter in class discussing and preparing for the exam. Practice exams will be available on Canvas, and I am available to critique draft answers.
6. **Assignments.** As part of each week's lesson, there are posted questions on Canvas to be answered prior to the start of that week's class. My grading of those responses will account for the other 30% of your final grade. In addition, materials will occasionally be posted on Canvas throughout the quarter on subjects that we have covered or relevant to an upcoming class session, and we will use these fact patterns for class discussion.
7. **Student Liaison.** I will ask for a volunteer(s) to assume this role after the first class.

# Northwestern | Kellogg

8. **Class participation.** While individual class participation is not being recorded, students will be expected to have reviewed the course materials for the week and be prepared to discuss in class. We will resort to cold calling if I find that the class generally is not sufficiently prepared to discuss materials for that week's class.
9. **Course Materials/Textbook.** Students are expected to obtain the 10<sup>th</sup> Edition of the Cheeseman Business Law textbook (Pearson Education) for the class. Each session of the class will have required readings from chapters in this text, and from time to time various materials posted on Canvas throughout the quarter.
10. **Global Reach.** We will attempt to address global legal issues and germane hot topics abroad where possible throughout the quarter as well as addressing specific legal issues and differences varying by country relevant to global business operations.
11. **Overall description of the course.** Each session we will address a different substantive area of business law (the first class is an overview and introductory session) as outlined in the syllabus and as set forth in the required readings for each week in the text. The class will feature a few selected guest speakers to enhance the materials in the text.
12. **Significance of the class.** Whether you will be engaging in brand management, consulting, private equity, investment banking, a start-up or many other fields of endeavor, commercial laws (e.g. contracts, torts, business organizations, etc.) pervade and provide the legal framework for conducting business in the United States. In addition, since certain types of conduct may have criminal implications, we will highlight those laws that should be at the top of any businessperson's list of "need to know" laws. Finally, our analysis of these commercial legal issues will be from both an offensive and defensive perspective in order to provide you the tools to obtain and maintain a competitive advantage in your business.
13. **Accessibility.** Northwestern University is committed to providing the most accessible learning environment as possible for students with disabilities. Should you anticipate or experience disability-related barriers in the academic setting, please contact [AccessibleNU](mailto:accessiblenu@northwestern.edu) to move forward with the university's established accommodation process (e: [accessiblenu@northwestern.edu](mailto:accessiblenu@northwestern.edu); p: 847-467-5530). If you already have established accommodations with [AccessibleNU](mailto:accessiblenu@northwestern.edu), please let me know as soon as possible, preferably within the first two weeks of the term, so we can work together to implement your disability accommodations. Disability information, including academic accommodations, is confidential under the Family Educational Rights and Privacy Act.

# Northwestern | Kellogg

14. **Authorized Instructor Recording of Class.** This class or portions of this class may be recorded by the instructor for educational purpose and available to the class during the quarter. Access to these the recordings will be communicated to the class. Portions of the course that contain images, questions or commentary/discussion by students will be edited out of any recordings that are saved beyond the current term.
15. **Unauthorized Student Recording/Use of Class Materials.** Unauthorized student copying, distribution or recording of any course materials, including classroom or other academic activities, is strictly prohibited. Unauthorized recording is unethical and may also be a violation of University policy and state law. Students requesting the use of assistive technology as an accommodation should contact [AccessibleNU](#). Unauthorized use of classroom instructional materials — including recording, copying, distributing or posting them — is also prohibited. Under the University’s Copyright Policy, faculty own the copyright to instructional materials — including those resources created specifically for the purposes of instruction, such as syllabi, lectures and lecture notes, and presentations. Students cannot copy, reproduce, display or distribute these materials. Students who engage in unauthorized copying, distribution or recording of instructional materials will be referred to the appropriate University office for follow-up.
16. **Generative Artificial Intelligence.** You are prohibited from using artificial intelligence (“AI”) to produce any materials or content in this course related to any assignments or class submissions. Any use of AI will be viewed as a potential Honor Code violation.
17. **Resources.** Students can find useful resources for safety and security, academic support, and mental and physical health and well-being on the Northwestern University help website and app.