



SCHOOL OF MANAGEMENT AND LABOR RELATIONS  
DEPARTMENT OF LABOR STUDIES & EMPLOYMENT RELATIONS

---

**LAW FOR BUSINESSES & NON-PROFIT ORGANIZATIONS**  
**PROFESSOR VIK ADVANI**

**37:575:220:01 --- INDEX: 16955**

**TIME & LOCATION OF CLASS: WEDNESDAY 12-3 PM, TILLET HALL 258**

**EMAIL: VADVANI@WORK.RUTGERS.EDU**

---

**COURSE OBJECTIVES**

- To familiarize students with the structure of the federal and state court systems, and judicial legal process and reasoning;
- To provide an overview of business law within the context of law in general, studies the interplay of law, business and society;
- To identify and discuss the sources and classifications of the law; to identify those fields commonly referred to as business law; to state the reasons for studying business law.
- To describe and briefly delve into the various forms of businesses such as the Sole Proprietorship; the General Partnership; the Limited Liability Partnership; the Limited Liability Company; "S" and "C" Corporations; Closely Held Businesses and; Non Profit Corporations, Charitable Trusts; and Specially Chartered Organizations.
- To define torts and the bases for tort liability; to define and discuss the various intentional torts, negligence and strict liability and any defenses available.
- To define contract and state the essential elements; and to discuss in detail the requirements of the offer, acceptance and consideration. To state the principles necessary to determine whether a contract has been performed, discharged or breached and if breached, to identify the appropriate remedy.

## **SCHOOL AND DEPARTMENT LEARNING OBJECTIVES**

*Labor Studies and Employment Relations Department: The student will be able to:*

- Demonstrate an understanding of the perspectives, theories and concepts in the field of labor and employment relations. (Goal 1).
- Apply those concepts, and substantive institutional knowledge, to understanding contemporary developments related to work. (Goal II).

*School of Management and Labor Relations: The student will be able to:*

- Demonstrate an understanding of relevant theories and apply them given the background context of a particular work situation. (Goal IV)
- Demonstrate an understanding of how to apply knowledge necessary for effective work performance. (Goal VI)

## **COURSE REQUIREMENTS**

- This is an introductory undergraduate course in business law. However, it emphasizes student participation and group discussion. Students will be held responsible for reading and understanding all assigned materials, as well as participating fully in all class discussions. Attendance is a must, and failure to attend class will result in a poor “Class Attendance & Participation” grade.

## **GRADE CRITERION**

Class Attendance and Participation (15%)  
In Class First Midterm Exam (40%)  
Final Exam (45%)

## **COURSE MATERIALS**

- *The Legal and Ethical Environment of Business, by Terence Lau and Lisa Johnson, Downloadable Free Textbook. **DOWNLOAD THIS & PRINT THIS OUT – THIS WILL NOT BE ONLINE FOREVER!!!!!!***  
<http://www.saylor.org/site/textbooks/Business%20Law%20and%20the%20Legal%20Environment.pdf>
- *The Law of Corporations, by Robert Hamilton & Richard Freer, The Nutshell Series, ISBN 978-0-314-90457-7*
- In addition, course reading materials, if assigned, are only available on Sakai. Please be sure to print them out.

# **CLASS SCHEDULE**

## **Class 1: Introduction, Course Overview & Discussion of Following Chapters**

*Chapter 1: Introduction to Law*

*Chapter 2: The Court System*

### **DISCUSSION TOPICS**

- What Is Law?
- Sources of Law
- The Rule of Law
- Importance of Rule of Law to Business
- How Law Affects Business Disciplines
- The Court System & The Branches of Government Explained
- Trial, Appellate Courts, and the Certiorari Process

## **Class 2: Introduction, Course Overview & Discussion of Following Chapters**

*Chapter 3: Litigation*

*Chapter 4: Alternative Dispute Resolution Systems*

### **DISCUSSION TOPICS**

- Litigation, Standing and Personal Jurisdiction
- Pretrial Procedures, Trial and Appeals
- Alternative Dispute Resolution, Mediation & Arbitration

## **Class 3: Review Prior Class & Discussion of Following Chapters**

*Chapter 5: The Constitution*

*Chapter 6: Contracts*

### **DISCUSSION TOPICS**

- The Constitution, Federalism & Preemption Concepts
- The Constitution's Commerce, Taxing, and Spending Clauses
- Businesses and the Bill of Rights
- Contracts, Formation, Performance and Discharge
- Breach of Contracts, Defenses & Equitable Remedies
- Assignment, Delegation, and Other Contract Clauses

**Class 4: Review Prior Class & Discussion of Following Chapters**

*Chapter 7: Torts*

*Chapter 1 of Nutshell: Pages 23-28 (to end of section)*

**DISCUSSION TOPICS**

- Torts, Negligence & Intent-Based Claims
- Strict Liability
- Relevancy of Agency Law

**Class 5: Review Prior Class & Discussion of Following Chapters**

*Chapter 8: The Property System*

**DISCUSSION TOPICS**

- The Property Concept, Personal & Real Property

**Class 6: Review Prior Class & Discussion of Following Chapters**

*Chapter 9: Intellectual Property*

**DISCUSSION TOPICS**

- Intellectual Property & its Constitutional Roots; Patents, Trade Secrets, Copyrights and Trademarks

**Class 7: Review Prior Class & Discussion of Following Chapters**

*Chapter 10: Criminal Law*

**DISCUSSION TOPICS**

- Criminal Law, Constitutional Rights, Defenses & Punishment
- Review for Midterm

**Class 8: IN CLASS MIDTERM**

**Class 9: Review Prior Class & Discussion of Following Chapters**

*Chapter 11: Business Organizations*

*Chapter 1 of Nutshell: Pages 15-23 (to end of section)*

*Chapter 5 of Nutshell: Pages 75-88*

## **DISCUSSION TOPICS**

- Advantages/Disadvantages of Incorporating Business Organizations
- Sole Proprietorships
- Partnerships
- Corporations
- Limited Liability Entities, the LLC, the LLP, and Others
- Distribution of Powers in a Corporation
- Roles of Shareholders, Board of Directors & Officers Generally

### **Class 10: Review Prior Class & Discussion of Following Chapters**

*Chapter 6 of Nutshell: Pages 89-117*

*Chapter 15 of Nutshell: Pages 348 – 368 (to end of section)*

## **DISCUSSION TOPICS**

- Rights Duties & Responsibilities of Shareholders.
- Shareholder Action, Collusion, Voting, Stock-Transfer Restrictions
- Inspection of Corporate records
- Shareholder Derivative Litigation

### **Class 11: Review Prior Class & Discussion of Following Chapters**

*Chapter 7 of Nutshell: Pages 118-136*

*Chapter 9 of Nutshell Pages 151-189*

## **DISCUSSION TOPICS**

- Rights Duties & Responsibilities of Board of Directors.
- Director Voting Procedure & Decisions by the Board
- Board Vacancies, Compensation & Committees
- Fiduciary Duties Owed by Directors/Officers

### **Class 12: Review Prior Class & Discussion of Following Chapters**

*Chapter 8 of Nutshell: Pages 137-149*

*Chapter 9 of Nutshell Pages 151-189*

## **DISCUSSION TOPICS**

- Rights Duties & Responsibilities of Officers.
- Officers as Agents of the Corporation

- Selection & removal of Officers
- Fiduciary Duty Owed by Officers

**Class 13: Review Prior Class & Discussion of Following Chapters**

*Chapter 12: Employment Discrimination*

*Chapter 13: Business in the Global Legal Environment*

**DISCUSSION TOPICS**

- Overview of Title VII of the Civil Rights Act of 1964
- Enforcement of Title VII
- Other Federal Antidiscrimination Laws
- The Nature of International Law
- Trade Regulations, Contracts, and Prohibited Activities in International Business

**Class 14: Review Prior Class & Discussion of Following Chapters**

*Lecture by Attorney Panel*

**DISCUSSION TOPICS**

- Non Profit Entities
- Types of NPEs, Forming and Dissolving NPEs
- Procedural Requirements & Reporting
- Losing NPE status

**FINAL TO BE GIVEN DURING FINALS WEEK**