Instructor: Dennis S. Cappello, J.D., C.P.A.
Email: dcappello@fordham.edu
Office: Hughes Hall, Room 542
Office Hours: Tuesday, Wednesday, Thursday 4:30 pm – 5:30 pm

Term: Summer Session 1 - 2019
Class Days: Tuesday, Wednesday, Thursday
Class Time: 6:00 pm - 9:00 pm
Class Location: TBA

Course Overview
This survey course covers the fundamental concepts and legal principles applicable to the business community. Topics that are covered include torts, contracts, choice and operation of business entities (partnerships, limited liability companies, and corporations), the legal -- and ethical -- challenges facing corporate management, and securities regulation.

Learning Goals
Successful students will expand their legal reasoning skills; specifically, successful students will be able to identify the legal problems that may arise during the day-to-day operation of a business, and importantly, understand the necessity of consulting a lawyer and obtaining competent legal advice when needed.

Disclaimer
This broad survey course is not intended to provide specific application of the legal concepts addressed. Course information should be acted upon only with specific legal advice from counsel. Policy considerations prevent the Professor from providing specific legal advice to current students, former students, their families, or their friends. Students seeking such advice are encouraged to contact their family attorneys or local bar associations for referral to counsel.

Required Text and Materials
Textbook:

Supplemental Materials:
- Cases, problems and articles of interest that will be made available on Blackboard

I will also post Announcements, Discussion Questions, PowerPoint slides, and other relevant
information to Blackboard. Emails may be sent if needed. Please monitor Blackboard and e-mail between classes.

### Basis for Final Grade

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<th>Assessment</th>
<th>Percent of Final Grade</th>
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<td>1. Mid-Term Examination</td>
<td>40%</td>
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<td>2. Final Examination</td>
<td>50%</td>
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<td>3. Assignments, Attendance and Participation</td>
<td>10%</td>
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<tr>
<td>Total</td>
<td>100%</td>
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^ This is based on your submitted assignments, your attendance, the quality of your contribution to the class and your adherence to course policies.

### Exams

- All examinations are closed book
- Your Examination dates scheduled are listed in the Course Schedule

### Technology and Media

Students are expected to check Blackboard daily for updates, announcements and additional reading assignments.

The use of laptops, net books, PDA’s (i.e. cellphones, hand-helds, etc.), or other electronic devices in class to take class-notes, view PowerPoints or work on class projects is allowed and encouraged, however, please do not use these devices in class for any non-class activity (including, instant messaging, web-browsing, etc.) unless I specifically permit it.

### Student Expectations

**Attendance Policy:** Students are expected to attend every class. Absences will be excused only if they are due to a religious holiday, serious illness, death in the student's immediate family, or required participation in a university-sponsored event.

Absences due to reasons other than those listed above will be considered unexcused. Each student is permitted two (2) unexcused absences from the course without effect on his/her grade. For each additional unexcused absence, a student’s course grade will be reduced one-third (1/3) of a letter grade.

Students are expected to arrive to class on time and are expected to remain in the classroom for the full-time period. Students leaving the room at times other than the break or prior to the end of class will be considered late for that class and it will impact their participation grade.
Fordham University’s Policy on the Integrity of Full-Time Study: Fordham University cannot compromise on its objective of the honest and wholehearted pursuit of academic excellence. Students must guard against allowing outside activities, including part-time employment, from interfering unduly with their academic pursuits.

Full-time student status means just that; therefore students should not compromise their academic careers by losing sight of the primary objective of academic excellence.

Professionalism Policy: Please practice professional and courteous deportment during class. Surfing the internet, texting, tweeting, using Facebook or other social media, instant messaging, playing games or other similar activity, will distract you and your classmates. Violations of this policy will impact your participation grade as noted above.

Fordham University’s Academic Conduct Policy: In this course—and in every course—you are expected to abide by Fordham University’s Code of Conduct which includes, but is not limited to, the following Standards of Academic Integrity:

Academic integrity is the pursuit of scholarly activity in an honest, truthful, and responsible manner. Violations of academic integrity include, but are not limited to, plagiarism, cheating on exams, falsification, unapproved collaboration, and destruction of library materials. Below are instances of violations with which all members of the academic community should be familiar.

A. Plagiarism: Plagiarism occurs when individuals attempt to present as their own what has come from another source. Plagiarism takes place whether such theft is accidental or deliberate. It is no defense to claim that one has “forgotten” to document ideas or material taken from another source. Examples of plagiarism include, but are not limited to:

i. Using the ideas of another person, whether such ideas are paraphrased or not, from whatever source including oral, print, broadcast, or computer-mediated communication;

ii. Rewriting borrowed material by simply dropping a word here and there, substituting a few words for others, or moving around words or sentence;

iii. Presenting borrowed material, whether a phrase, sentence, or whole paragraphs without placing quotation marks around the borrowed material in the approved style;

iv. Presenting, as one’s own an assignment, paper, or computer program partially or wholly prepared by another person, whether by another student, friend, or by a business or on-line service that sells or distributes such papers and programs;

v. Failing to use proper citation for information obtained from print sources or the internet, according to citation criteria specified by the instructor or in cases where instructor guidance is not given, by standard manuals of style (e.g. The Chicago Manual of Style).

B. Cheating
Cheating occurs when individuals use course materials, information or devices (e.g., programmable calculator, cell phone) when such is unauthorized or prohibited. Examples of cheating include, but are not limited to:

i. Having or using unauthorized materials, information or an unauthorized device at an examination, test or quiz;

ii. Copying from another student at an examination, test or quiz, or copying another student's assignment, data or laboratory report;

iii. Permitting another student to copy from an assignment, paper, computer program, project, examination, test or quiz;

iv. Obtaining and/or using an unauthorized examination, test, or quiz prior to its administration;

v. Having another person act as proxy to take an examination, test or quiz or to complete an assignment, paper, computer program, or project.

C. Falsification

Falsification occurs when individuals make false statements that mislead others; examples include, but are not limited to:

i. The submission or presentation of a falsified excuse for an absence from a course requirement, examination, test or quiz;

ii. The presentation of false identification or credentials in order to gain admission to a course, examination, test, quiz or degree program;

iii. The creation of a false or misleading citation;

iv. The manipulation or falsification of data for an academic assignment.

Sanctions for violations of academic integrity outlined in the Fordham University Student Handbook include receiving a failing grade on the assignment or examination, and possibly receiving a failing grade for the course.

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<td>Syllabus&lt;br&gt;Chapter 1&lt;br&gt;Chapter 3&lt;br&gt;\textit{Parker v. Twentieth Century-Fox Corp.} (Case 3 (-) 3, pp. 61 (-) 62)</td>
<td>Introduction to Course&lt;br&gt;Introduction to Law&lt;br&gt;Civil Procedure</td>
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<td>2</td>
<td>Wednesday May 29</td>
<td>Chapter 7&lt;br&gt;\textit{Moldovan v. Polito} (Blackboard, Case and Washington Post Article)&lt;br&gt;Chapter 8&lt;br&gt;\textit{Love v. Hardee’s Food Systems, Inc.} (Case 8 (-) 2, pp. 161 (-) 163)&lt;br&gt;\textit{Moore v. Kitsmiller} (Case 8 (-) 4, pp. 164 (-) 165)</td>
<td>Intentional Torts&lt;br&gt;Negligence</td>
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<td>Thursday May 30</td>
<td>Chapter 9&lt;br&gt;\textit{Steinberg v. Chicago Medical School} (Case 9 (-) 2, pp. 182 (-) 183)&lt;br&gt;\textit{Bouton v. Byers} (Case 9 (-) 3, pp. 183 (-) 185)&lt;br&gt;Chapter 10&lt;br&gt;\textit{Lefkowitz v. Great Minneapolis Surplus Store, Inc.} (Case 10 (-) 2, pp. 202 (-) 203)&lt;br&gt;\textit{Thor Properties v. Willspring Holdings LLC} (Case 10 (-) 5, pp. 205 (-) 206)</td>
<td>Introduction to Contracts&lt;br&gt;Mutual Assent</td>
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<td>Tuesday June 4</td>
<td>Chapter 11&lt;br&gt;\textit{Maroun v. Wyreless Systems, Inc.} (Case 11 (-) 3, pp. 223 (-) 224)&lt;br&gt;\textit{Reed v. King} (Case 11 (-) 4, pp. 224 (-) 225)&lt;br&gt;Chapter 12&lt;br&gt;\textit{Vanegas v. American Energy Services} (Case 12 (-) 1, pp. 241 (-) 242)</td>
<td>Conduct Invalidating Assent&lt;br&gt;Consideration</td>
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Chapter 14: *In Re The Score Board, Inc.*  
(*First State Bank of Sinai v. Hyland*  
(Case 14 – 4, p. 279))  
Chapter 15: *Mackay v. Four Rivers Packing Co.*  
(Case 15 – 2, pp. 299 – 300)  
*Jenkins v. Eckerd Corporation*  
(Case 15 – 5, pp. 302 – 303)  
**Illegal Bargains** |
| 6         | Thursday   | Chapter 17: *Silvestri v. Optus Software*  
(Case 17 – 1, pp. 336 – 337)  
Chapter 18: *Arrowhead School District No. 75 v. Klyap*  
(Case 18 – 2, pp. 357 – 358)  
*Madison Square Garden v. Carnera*  
(Case 18 – 4, p. 360)  
**Performance, Breach & Discharge** |
| 7         | Tuesday    | Mid-Term Examination Topics TBD  
**Mid-Term Examination** |
| 8         | Wednesday  | Chapter 16: *Aldana v. Colonial Palms Plaza, Inc.*  
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*Federal Ins. Co. v. Winters*  
(Case 16 – 4, pp. 320 – 321)  
**Third Parties to Contracts** |
(Case 19 – 1, pp. 378 – 380)  
*Detroit Lions, Inc. v. Argovitz*  
(Case 19 – 3, pp. 382 -383)  
Chapter 20: *Parlato v. Equitable Life Assurance Company*  
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*Connes v. Malalla Transport System, Inc.*  
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Relationship of Principal & Agent  
**Agency:**  
Relationship with Third Parties |
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*Thomas v. Lloyd*  
(Case 30 – 2, pp. 638 – 640)  
Chapter 31  
*RNR Investments LP v. Peoples First Community Bank*  
(Case 31 – 1, pp. 658 – 659)  
*Robertson v. Jacobs Cattle Co.*  
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*Estate of Countryman v. Farmers Coop. Ass’n*  
(Case 32 – 4, pp. 690 – 692)  
Chapter 33  
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*Coopers & Lybrand v. Fox*  
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| 12        | Thursday June 20 | Chapter 34  
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*Dodge v. Ford Motor Co.*  
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Corporations:  
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<td>Final Examination</td>
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(Case 43 – 1, pp. 989 – 990)  
Matrixx Initiatives, Inc. v. Siracusano  
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