

BU 316 – LEGAL ENVIRONMENT OF BUSINESS – SPRING 2024  
SYLLABUS

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Office hours: *By Appointment*. But do not hesitate to approach me if you need help or would like to discuss more deeply the topics we cover. We can use Zoom to have virtual face-to-face meetings as arranged.

1. REQUIRED TEXT – Mann & Roberts, *Business Law and the Regulation of Business* 13<sup>th</sup> Edition, ISBN 978-0-357-04260-1

No prior edition may be used.

The textbook is available at the VMI bookstore. It has been reported that there are sources where this book can be rented at very favorable rates. You may want to investigate this. **DO NOT USE A PRIOR EDITION.**

2. WEB PAGE

I maintain a webpage for the class at [www.rbsiii.com/BU316](http://www.rbsiii.com/BU316)

You should review the webpage for each assignment. It establishes the schedule of assignments and stands in lieu of the schedule contained in this syllabus.

3. DESCRIPTION OF THE COURSE, ITS PURPOSE AND OBJECTIVES

- a. From the VMI Catalog:

The law as a means to social, political, and economic change. The American legal system from the standpoint of its sources and its philosophy, with special emphasis on business relations and the role of government. The course should develop an understanding of the structural apparatus and techniques of the legal process.

Prerequisite(s): EC 201, EC 202, and BU 220 with a minimum grade of C.

- b. From the Instructor:

Business law is the interrelationship of law and business. Law is the very foundation of business order, and without law we have only anarchy and chaos. Any person involved in a business enterprise must know the basic rules that govern business. The broadest goal of this course is to teach the student these fundamental rules. The legal knowledge and skills needed by a business manager are more general than those needed by a lawyer, so we will study those general concepts while avoiding the minute details only a lawyer would use.

Our studies will touch on these general topics of Structure and Sources of Law, the Court System, Torts, Contracts, Agency, and Business Organizations, as well as a variety of other topics related to business.

Throughout the course we will consider the role of ethics in business and law. The student must understand the difference between law and ethics. In many circumstances the law sets the minimum standard of business behavior or the minimum requirements for a valid transaction. On the other hand, principles of ethics guide us beyond the bare minimum limits of behavior into the rich universe of decision making that revolves around higher than minimum values. We will develop an appreciation of how ethical business decisions benefit an enterprise while benefiting society at the same time.

In the end, the successful student will:

- Be familiar with the sources of law, the interrelationship between statutory and common law, and the interrelationship between federal, state, local, and administrative law;
- Have basic knowledge of the court system;
- Understand basic tort law;
- Understand and be able to implement basic contract law;
- Understand the law of agency, including the relationship of master and servant, with an understanding of the importance of the doctrine of *respondeat superior*;
- Understand the structure and workings of various business organizations, including the proprietorship, the partnership, the corporation, and the limited liability company.

In sum, the successful student will have the knowledge to identify and navigate legal issues in business. Such knowledge will enable the prospective business manager to avoid pitfalls of legal non-compliance while enjoying the benefits of trouble-free and enforceable business outcomes.

#### 4. CLASSROOM PROCEDURES AND POLICIES

This course will maintain a fast pace. It is essential to keep up with the reading assignments. Otherwise the student will be hopelessly lost. Regular class participation is expected, as the classes will consist of topic discussions in conjunction with lecture. Students should expect to be called on in class, and any failure of preparation will be readily apparent. There may be written homework assignments which will be submitted for grade.

#### 5. GRADING

Tests and the final exam will consist of part multiple choice and possibly some short answer essay. The semester grade will be determined using this approximate formula, which may change depending on circumstances as they develop:

|             |       |
|-------------|-------|
| First test  | 16.5% |
| Second test | 16.5% |
| Third test  | 12.0% |
| Final exam  | 45.0% |

Note: The above formula totals to 90%. That is by design and not by mistake. I reserve the final 10% as a discretionary component of grading. This component is based on my judgment of the degree to which the student has achieved the learning goals of this course. The best way to demonstrate achievement of this component is to (1) always be prepared; and (2) participate meaningfully in class discussions, including presentations. Any performance falling short of these two marks will correspondingly lower the instructor's evaluation of this

component. You will not receive a separate grade for this discretionary component.

I generally do not assign graded homework projects. Your homework will be reading assignments, and I expect these to be done diligently and on schedule. **Good preparation will be noticed and rewarded.**

## 6. WORK FOR GRADE POLICY

### a. Institute Policy

The Institute Work for Grade Policy is attached to this syllabus. Every cadet is required to read, understand, and comply with this policy.

### b. Work for Grade- EC/BU Department Supplemental Policies

The Department of Economics and Business Work for Grade Policy is attached to this syllabus. Every cadet is required to read, understand, and comply with this policy.

### c. Work for Grade- BU316 Supplemental Policies

## **BU 316 – INSTRUCTOR WORK FOR GRADE POLICY**

In addition to the Institute and Department of Economics and Business Work for Grade Policies, this policy applies to all work for grade submitted in BU 316 - Legal Environment of Business.

1. **PROHIBITED MATERIALS.** The use as study aid or for any other purpose, of any test(s) or other graded material(s) from any prior semester of BU 316 or BU 216 (hereafter referred to as “Prohibited Materials”) is forbidden. Any cadet who makes use of Prohibited Materials in violation of this policy shall acknowledge such use on his/her Help Received statement. Any such use shall be considered an Honor violation and shall be reported as such.

2. In furtherance of this policy, cadets shall not possess or access Prohibited Materials. Any knowing possession of Prohibited Materials will be considered evidence of violation of the underlying policy and will be reported as an Honor violation.

3. This policy applies to any Prohibited Materials in whole or in part, no matter the form of existence (e.g. photocopied, photographed, hand written, audio recording, or in any electronic form, no matter how or where stored). It also applies to a cadet’s own work submitted as work for grade in any prior enrollment in BU 316.

4. Any cadet in possession of Prohibited Materials at the outset of the semester shall promptly surrender the Prohibited Materials to the Instructor.

5. Any cadet who knows of or has access to Prohibited Materials, although not in current possession thereof, shall reveal to the Instructor the existence of such access so that remedial action can be taken. This duty is continuing throughout the duration of the semester. A violation of this duty will be considered *prima facie* evidence of violation of the underlying policy and will be reported as an Honor violation.

## 7. STUDENTS WITH DISABILITIES

*VMI abides by Section 504 of the Rehabilitation Act of 1973 and the Americans with Disabilities Act of 1990 which mandate reasonable accommodations are provided for all students with documented disabilities. If you have a registered disability and may require some type of instructional and/or examination accommodations, please contact me early in the semester so that I can provide or facilitate provision of accommodations you may need. If you have not already done so, you will need to register with the Office of Disabilities Services, the designated office on Post to provide services for cadets with disabilities. The office is located at 207 Carrol Hall in the Miller Academic Center. Please call or stop by the office of LTC Allyson Pierce, Director of Disabilities Services, for more information, 464-7741 or email [piercesa@vmi.edu](mailto:piercesa@vmi.edu).*

I am committed to making reasonable accommodations for anyone who has a disability. If you are eligible for academic accommodations, you must give me adequate notice when you plan to use them. (For example, VMI policy states students must give instructors at least 72 hours notice before a test on which they plan to use the extended time accommodation.)

## 8. ATTENDANCE POLICY

Academic excellence is best achieved through consistent class attendance. The maximum allowed percentage of class absences is 30%. No categories of absences (academic, athletic, guard, 3.2 cuts, etc.) will be exempt from that percentage. When a cadet reaches 20% absences, the instructor issues a written warning and the cadet must sign a receipt that he/she is aware of the absences incurred. Upon reaching 30% absences, the cadet is referred to the Dean for appropriate action. Normally a cadet who exceeds the 30% absences will be required to withdraw from the course with a W or a WF.

Only the Superintendent, the Dean of the Faculty, or the Institute Physician can excuse a cadet from academic duty. No instructor can excuse a cadet from attendance at a scheduled academic duty or mark him or her present if he or she is not present for duty.

No cadet is excused from his or her obligation to complete graded work at the specified time when he or she exercises a privilege or volunteers for a permit and consequently misses a class period in which previously announced graded work occurs. A grade of zero may be recorded for the graded work missed due to such voluntary actions. Some examples of privileges and voluntary permits are academic days, extended weekends, compensatory leaves, absence from Post for personal reasons (excludes emergency leave), and taking guard duty out of rotation. This regulation does not apply to graded work with no advance notice or if the cadet's absence was not distinctly voluntary (e.g., scheduled guard duty, required academic field trips and athletic team trips).

## 9. STANDARDS OF CONDUCT AND APPEARANCE

The Standards of Conduct and Appearance is attached to this syllabus. Every cadet is required to read, understand, and comply with this policy.

## 10. SCHEDULE OF ASSIGNMENTS

You must access the web page to retrieve the schedule of assignments. Watch the web page, as it will stay up to date with changes. **[www.rbsiii.com/BU316](http://www.rbsiii.com/BU316)**

This schedule is subject to change from time to time, depending on our progress through the semester and depending on other topics that may come to light. You are responsible to know your work assignment for each class period. You must therefore pay attention to announcements in class which may supplement this syllabus.

You are responsible to know the schedule of assignments. Therefore, you should visit the website before each class session. If you have questions about an upcoming assignment you should ask in advance to ensure you always know how to prepare.

## 11. YOUR APPROACH TO THIS COURSE

The seriousness of this course should not be underestimated. The study of law at any level is challenging, but deeply rewarding. The importance of this body of learning is underscored by the fact that achievement of a “C” or better is required for Economics and Business majors. You should place a high priority on your performance. Do not fall behind in the reading assignments. Lack of preparation is readily apparent and will not be tolerated. That is the one sure way to fail. Do not entertain the thought you can succeed in this course without doing the reading.

These admonitions tend to cast a negative light on this course, but that is a false light. The materials we will cover are interesting and even entertaining. This is an opportunity to learn quite a bit about human behavior and the rules that govern us in the business setting. In many ways this can be considered the most useful and informative course you will experience as an undergraduate. I deeply love these topics, and I truly enjoy teaching Business Law. I want everyone in this class to succeed. I will do everything I can to help you, but you must do the work.

I intend to treat every cadet as an adult. In return I expect each cadet to adhere to this standard. Usually this results in a proper exchange. For example, the behavior I expect in class is the same behavior expected from a person employed as a manager in business who attends a management meeting. Normally this is a good paradigm. There are certain behaviors that will have a direct negative effect on your grade for the course. I have little patience for these:

- Sleeping in class.
- Leaving the classroom before the period ends.
- Coming to class unprepared. Not knowing an answer does not mean you are unprepared. You are unprepared if you have not read the assignment. If I suspect you are unprepared, I will directly ask whether you have read the assignment.

## WORK FOR GRADE POLICIES

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Development of the spirit as well as the skills of academic inquiry is central to the mission of VMI's Academic Program. As a community of scholars, posing questions and seeking answers, we invariably consult and build upon the ideas, discoveries, and products of others who have wrestled with related issues and problems before us. We are obligated ethically and in many instances legally to acknowledge the sources of all borrowed material that we use in our own work. This is the case whether we find that material in conventional resources, such as the library or cyberspace, or discover it in other places like conversations with our peers.

Academic integrity requires the full and proper documentation of any material that is not original with us. It is therefore a matter of honor. To misrepresent someone else's words, ideas, images, data, or other intellectual property as one's own is stealing, lying, and cheating all at once.

Because the offense of improper or incomplete documentation is so serious, and the consequences so potentially grave, the following policies regarding work for grade have been adopted as a guide to cadets and faculty in upholding the Honor Code under which all VMI cadets live:

### 1) Cadets' responsibilities

"Work for grade" is defined as any work presented to an instructor for a formal grade or undertaken in satisfaction of a requirement for successful completion of a course or degree requirement. All work submitted for grade is considered the cadet's own work. "Cadet's own work" means that he or she has composed the work from his or her general accumulation of knowledge and skill except as clearly and fully documented and that it has been composed especially for the current assignment. No work previously submitted in any course at VMI or elsewhere will be resubmitted or reformatted for submission in a current course without the specific approval of the instructor.

In all work for grade, failure to distinguish between the cadet's own work and ideas and the work and ideas of others is known as plagiarism. Proper documentation clearly and fully identifies the sources of all borrowed ideas, quotations, or other assistance. The cadet is referred to the VMI-authorized handbook for rules concerning quotations, paraphrases, and documentation.

In all written work for grade, the cadet must include the words "HELP RECEIVED" conspicuously on the document, and he or she must then do one of two things: (1) state "none," meaning that no help was received except as documented in the work; or (2) explain in detail the nature of the help received. In oral work for grade, the cadet must make the same declaration before beginning the presentation. Admission of help received may result in a lower grade but will not result in prosecution for an honor violation.

Cadets are prohibited from discussing the contents of a quiz/exam until it is returned to them or final course grades are posted. This enjoinder does not imply that any inadvertent expression or behavior that might indicate one's feeling about the test should be considered

a breach of honor. The real issue is whether cadets received information, not available to everyone else in the class, which would give them an unfair advantage. If a cadet inadvertently gives or receives information, the incident must be reported to the professor and the Honor Court.

Each cadet bears the responsibility for familiarizing himself or herself thoroughly with the policies stated in this section, with any supplementary statement regarding work for grade expressed by the academic department in which he or she is taking a course, and with any special conditions provided in writing by the professor for a given assignment. If there is any doubt or uncertainty about the correct interpretation of a policy, the cadet should consult the instructor of the course. There should be no confusion, however, on the basic principle that it is never acceptable to submit someone else's work, written or otherwise, formally graded or not, as one's own.

The violation by a cadet of any of these policies will, if he or she is found guilty by the Honor Court, result in his or her being dismissed from VMI. Neither ignorance nor professed confusion about the correct interpretation of these policies is an excuse.

## 2) Faculty members' responsibilities

Each academic department will publish an official statement of supplementary departmental policies regarding work for grade, titled Departmental Statement Concerning VMI's Policies Regarding Work for Grade. Each departmental statement will include explicit policies on the following: (a) tutoring\* [e.g., Writing Center, Academic Center, athletic tutors, private tutors], (b) peer collaboration\*, and (c) computer aids, including calculators, translators, spelling, style, and grammar checkers. Individual course assignments that deviate from the departmental work for grade policies must be approved by the department head in advance and must be explained to cadets in writing.

No departmental or individual assignment policies may contradict or compromise the Institutional principles expressed in the Academic Regulations, particularly notions of academic integrity and the requirement to document borrowed material and help received. Each departmental statement must be approved by the Dean following review by the Academic Policy Committee of the Academic Board. A copy of the document must be filed with the Superintendent, the Dean, and the Superintendent's Representative to the Honor Court. Such a statement must be signed by the department head and must be posted in each classroom used by the department.

As an essential part of the duty of teaching and a matter of professional citizenship, faculty are expected to adhere to established work for grade policies and to communicate clearly and regularly with their cadets about the values and practices of academic honesty and integrity. Each faculty member must therefore include work for grade policies in a syllabus for every course he or she teaches. Each syllabus must include an exact transcription of the section titled "Cadets' Responsibilities" from "Work for Grade Policies" in the VMI Academic Regulations and a full statement of the established departmental policies regarding work for grade, plus any approved course-specific policies.

Furthermore, all faculty members are responsible for discussing with all of their students the details, definitions, and implications of (1) the entire section of the Academic Regulations entitled “Work for Grade Policies”; (2) the relevant sections on quotations, paraphrasing, and documentation in the current VMI-authorized handbook; and (3) the departmental and any approved course-specific policies regarding Work for Grade. This discussion must take place before any work is submitted for grade, and it should be treated with the gravity and level of detail that it merits.

Faculty must also review the Institute policy regarding the discussion of quizzes and exams with their classes. Specifically, faculty must remind cadets that they are prohibited from discussing the contents of a quiz/exam with anyone except the professor until it is returned to them or final course grades are posted.

If a member of the faculty believes that a cadet has violated one or more of VMI's, the department's, or the instructor's work for grade policies, he or she should report the evidence to the head of the department. The department head will decide whether the collected evidence justifies referral to the Dean. If the department head decides that the evidence does not justify referral, then he or she will conclude the investigation. Otherwise, the department head will submit a written report to the Dean. The report must contain both a recommendation for action and all relevant documents, including a statement signed by the faculty member who reported the violation.

The instructor will assign a grade of “I” following a formal charge of an Honor Court academic violation in his or her course until the issue is resolved.

\* Departmental policies must include a statement on whether tutors and peers may offer cadets critical comments on their papers. Offering critical comments means giving general advice on such matters as organization, thesis development, support for assertions, and patterns of errors. It does not include proofreading or editing.

Proofreading means correcting errors (e.g., in spelling, grammar, punctuation). It is the last step taken by the writer in the editing process. In addition to the corrections made in proofreading, editing includes making such changes as the addition, deletion, or reordering of paragraphs, sentences, phrases, or words. A cadet may not have his or her work proofread or edited by someone other than the instructor. [Instructors may grant exceptions to this rule only if they have received written permission from the department head for a particular assignment.]



**Work for Grade Policy Statement**  
**Department of Economics and Business**  
**August 2023**

The following departmental policies apply to all cadets enrolled in ECBU courses and supplement the Institute's Work for Grade Policy:

- 1) Cadets enrolled in ECBU courses may seek help from the Writing Center on papers written in this department. Such assistance must be consistent with the Institute's Work for Grade Policy.
- 2) Cadets enrolled in ECBU courses may use tutors and peers to assist in the general understanding of course material in preparation for tests and exams without citing Help Received.
- 3) Cadets enrolled in ECBU courses may not use Artificial Intelligence (AI) tools, such as ChatGPT, in the preparation of graded work, unless specifically authorized in writing by the professor of the course. Such assistance must be detailed in the cadet's Help Received statement for the assignment.
- 4) Cadets enrolled in ECBU courses may use electronic spell, style, and grammar checkers without citing Help Received. ECBU professors may authorize the use of pre-programmed or program-mable calculators in their individual syllabi.
- 5) Cadets enrolled in ECBU courses may use tutors and peers to assist in the completion of work for grade only if authorized in writing by the professor of that course. Such assistance must be detailed in the cadet's Help Received statement, and the grade may be lowered depending on the amount of help received.
- 6) Peers may provide critical comments to cadets enrolled in ECBU courses only if authorized in writing by the professor of that course. Such assistance must be detailed in the cadet's Help Received statement, and the grade may be lowered depending on the amount of help received.
- 7) Cadets enrolled in ECBU courses may not share electronic files with other cadets, unless authorized in writing by the professor of that course. Any electronic file generated as part of an individual assignment must originate with the cadet responsible for the assignment or with the professor. Cadets may not use a template of an assignment created by another cadet, unless specifically authorized in writing by the professor.
- 8) If the cadet's Help Received statement is not detailed and specific, as required in the Institute's Work for Grade Policy (see item (2) below), the professor may assume that the help was total and may grade accordingly.

In all written work for grade, the cadet must include the words "HELP RECEIVED" conspicuously on the document. He or she must then do one of two things: (1) state "none," meaning that no help was received except as documented in the work; or (2) explain in detail the nature of the help received. In all oral work for grade, the cadet must make the same declaration before beginning the presentation. Admission of help received may result in a lower grade but will not result in prosecution for an honor violation. Specifically, statements such as "Help Received from Cadet \_\_\_\_\_." are not acceptable.



COL Jeffrey S. Smith  
Department Head and Professor

**Standards of Conduct and Appearance**  
**Department of Economics and Business**  
**August 2023**

The Department of Economics and Business expects cadets to observe established standards of conduct and appearance. Cadets are expected to show respect to each other as well as to the faculty and staff. They are expected to display the same good manners in the classrooms and hallways as they are expected to show toward visitors to the Institute.

1) Specifically, cadets are expected to:

- a) Come prepared each class period with books and other required materials.
- b) Maintain proper decorum by being attentive in class and by being courteous to the professor and all members of the class.
- c) Utilize laptops, tablets, cell phones during class only as allowed by the professor.
- d) Leave classrooms in proper order after evening study. Do not rearrange classroom furniture. Do not obstruct the view into the classroom from the hall.
- e) Dispose of trash and turn out lights when exiting a classroom or other study area.

2) With regard to the uniform and appearance, cadets are expected to:

- a) Wear serviceable uniforms to class (e.g., not dirty, ripped or frayed).
- b) Keep shoes clean and shined.
- c) Maintain a regulation haircut.
- d) Adhere to personal grooming standards (e.g., male cadets are clean-shaven)
- e) Only wear uniforms specifically authorized for class attendance.
- f) Remove their covers upon entering Scott Shipp Hall.

The policy of the department is to give cadets the opportunity to demonstrate appropriate behavior and good manners. For example, it would be ill-mannered to eat or use tobacco products in the classroom, or to sleep or be inattentive in class. It would be ill-mannered to use language that is mean-spirited, disrespectful, or degrading to another person. It would be both ill-mannered and disrespectful to leave the classroom without permission or specific authorization. **NOTE: Faculty members do not have the authority to excuse you from class—please do not ask.**

Classrooms contain audio-visual equipment. This equipment is for instructional rather than entertainment purposes. Abusing this equipment or damaging classroom furnishings will have serious consequences (e.g., loss of access to ECBU study spaces).

Cadets are expected to always conduct themselves professionally, especially in an academic building. The faculty will consider cadets to be honorable and well-behaved unless proven otherwise by the cadet's own actions.



COL Jeffrey S. Smith  
Department Head and Professor

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# Virginia Military Institute

## BU 316 - Legal Environment of Business

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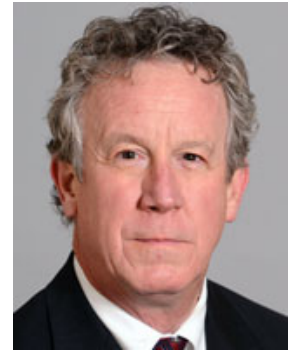
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Syllabus



Roscoe B. Stephenson, III

### Spring 2024 Schedule

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**Tuesdays and Thursdays**

**08:00-09:15 - SSH 268**

| <u>Date</u>                              | <u>Topics</u>   | <u>Links</u>                                   |
|--|---|--|
| Now                                      | There are various supplemental materials in your assignments. You can download them one-by-one as we go along, or you can download the complete compilation at the link to the right. | <a href="#">Link to Supplemental Materials</a> |
| <b><i>UNIT 1 - <u>FOUNDATION</u></i></b> |   |  |
| January                                  |   |  |
| 16                                       | Introduction/Administrative Details   |  |
| 18                                       | Chapter 1 Introduction to Law   |  |

|                 |   |  |
|-----------------|---|--|
| 23              | Chapter 3 Civil Dispute Resolution - from beginning of chapter through p. 53.   |  |
| 25              | Finish Chapter 3.   |  |
|                 | <b><i>UNIT 2 - <u>TORTS</u></i></b>   |  |
| 30              | The Doctrine of <i>Respondeat Superior</i> - External and Unplanned Liability<br>Chapter 29 - pp. 621-623 (Beginning with "Vicarious Liability of Principal for Unauthorized Acts of Agent" and including the <i>Rubin</i> case).<br><b><u>Also:</u></b> <i>Gina Chin &amp; Associates v. First Union Bank</i> (click link to right). | <a href="#">Link to Gina Chin &amp; Associates</a>       |
| <b>February</b> |   |  |
| 6               | Chapter 7 Intentional Torts - beginning of chapter to p. 138 (ending at "Invasion of Privacy")  |  |
| 8               | Finish Chapter 7  |  |
| 13              | Chapter 8 Negligence and Strict Liability beginning of chapter to p. 164 (ending at Defenses to Negligence )  |  |
| 15              | Finish Chapter 8  |  |
| 20              | Negligent Hiring and Retention<br>Chapter 29 - pp. 618-621 (Beginning with "Tort Liability of the Principal" and ending at "Vicarious Liability of Principal for Unauthorized Acts of Agent")<br><b><u>Also:</u></b> <i>Blair v. Defender Services, Inc.</i> (click link to right).   | <a href="#">Link to Blair</a>                            |
| TBA             | 8:00 p.m. - Review Session for First Test   | _____  |
| 22              | First Test  |  |
|                 | <b><i>UNIT 3 - <u>CONTRACTS</u></i></b>   |  |
| 27              | Chapter 9 Introduction to Contracts - beginning of chapter to p. 186 (ending at "Promissory Estoppel"); and<br>Chapter 10 - Mutual Assent beginning of chapter to p. 207 (ending at Acceptance of Offer )<br><b><u>Skip over:</u></b> <i>Catamount Slate Products, Inc. v. Sheldon</i> on p. 198 (save it for later).                 |  |
| 29              | Finish Chapter 10.<br><b><u>Include:</u></b> <i>Catamount Slate Products, Inc. v. Sheldon</i> on p. 198.<br><b><u>Disregard:</u></b> <i>Norcia v. Samsung Telecommunications America, LLC</i> on p. 208.<br><b><u>Substitute:</u></b> <i>Osprey v. Kelley-Moore Paint Co.</i> (click link to right).                                  | <a href="#">Link to Osprey v. Kelley-Moore Paint Co.</a> |

|                                      |  |  |
|--------------------------------------|--|--|
| <b>March</b>                         |  |  |
| 5                                    | Chapter 12 Consideration beginning of chapter to p. 247 (ending at Bargained-for Exchange )<br><b><u>Disregard:</u></b> <i>Vanegas v. American Energy Services</i> on p. 241.<br><b><u>Substitute:</u></b> <i>Pearsall v. Alexander</i> (click link to right).   | <a href="#">Link to Pearsall v. Alexander</a>  |
| 7                                    | Finish Chapter 12 except for the section on Promissory Estoppel, p. 248 to end of chapter (to be covered in next lecture).   |  |
| 12                                   | Equitable Contract Doctrines: Promissory Estoppel, Quasi Contract, and Restitution.<br><br>Chapter 9, beginning at p. 186 "Promissory Estoppel" to end of chapter;<br><b><u>Also:</u></b> Chapter 12, beginning at p. 248 "Promissory Estoppel" to end of chapter.<br><br><b><u>Add:</u></b> <i>Skebba v. Kasch</i> (click link to right).<br><br><b><u>Disregard:</u></b> <i>In re APA Assessment Fee Litigation</i> on p. 189.<br><b><u>Substitute:</u></b> <i>Musgrove Construction Co. v. Young</i> (click link to right). | <a href="#">Link to Skebba v. Kasch</a><br><br><a href="#">Link to Musgrove Construction Co.</a> |
| 14                                   | Chapter 14 Contractual Capacity<br>Beginning of chapter through p. 286 (ending at "Liability for Misrepresentation of Age"); and<br>Page 288 to end of chapter (beginning with "Incompetent Persons" to end of chapter).<br><br><b><u>Also:</u></b> <i>Gaddy v. Douglas</i> pp. 599-600.   |  |
| 19                                   | Chapter 15 Contracts in Writing<br>Beginning of chapter to p. 308 (ending at "Parol Evidence Rule").<br><br><b><u>Disregard:</u></b> <i>Mackay v. Four Rivers Packing Co.</i> on p. 301.<br><b><u>Substitute:</u></b> <i>Iocono v. Lyons</i> (click link to right).  | <a href="#">Link to Iocono v. Lyons</a>  |
| 21                                   | Chapter 17 Performance, Breach, and Discharge<br><b><u>Disregard:</u></b> <i>McDowell Welding &amp; Pipefitting, Inc. v. U.S. Gypsum Co.</i> on p. 347.<br><b><u>Substitute:</u></b> <i>Associated Builders, Inc. v. Coggins</i> (click link to right).  | <a href="#">Link to Associated Builders</a>  |
| TBA                                  | 8:00 p.m. - Review Session for Second Test   | _____  |
| 3/22 - 4/1                           | Spring Break   |  |
| <b>April</b>                         |  |  |
| 2                                    | Second Test  |  |
| <b><i>UNIT 4 - <u>AGENCY</u></i></b> |  |  |
| 4                                    | Chapter 28 Relationship of Principal and Agent   |  |
|                                      |  |  |

## **UNIT 5 - BUSINESS ORGANIZATIONS**

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| 11   | Chapter 30 Formation and Internal Relations of General Partnerships - from beginning of chapter to p. 648 (ending with "Partnership Capital and Property")   |   |
| 16   | Finish Chapter 30;<br>Chapter 33 Nature and Formation of Corporations<br>Beginning of chapter to p. 722 (ending with "Formation of a Corporation"); and<br>Pages 725-726 (the section titled "Formalities of Incorporation").  |   |
| 18   | Chapter 35 - Management Structure of Corporations<br>Beginning of chapter to p. 769 (ending with "Enforcement Rights of Shareholders");<br>and<br>Pages 774 to end of chapter (beginning with "Role of Directors and Officers")<br><br><b>Disregard:</b> <i>Beam v. Stewart</i> on p. 786.   |   |
| 23   | Chapter 32 Limited Partnerships and Limited Liability Companies<br>We will cover only pp. 696-708, having to do with Limited Liability Companies.  |   |
| TBA  | 8:00 p.m. - Review Session for Third Test  | _____   |
| 25   | Third Test   |   |
| <b><u>UNIT 6 - DUTY OF LOYALTY IN EMPLOYMENT</u></b> |  |   |
| 30   | V. John Ella, <i>The Lurking Menace of Duty of Loyalty Claims</i><br><br><i>Community Counseling Service, Incorporated v. Reilly</i> , 317 F.2d 239 (4th Cir. 1963)  | <a href="#">Link to Ella article</a><br><br><a href="#">Link to Reilly</a>  |
| May  |  |   |
| 2  | Review 18.2-499 and 18.2-500 of the <i>Code of Virginia, 1950</i> , as amended. <u>Read these before reading the Feddeman case.</u><br><br><i>Feddeman &amp; Company, C.P.A., P.C. v. Langan Associates, P.C., et al.</i> , 260 Va. 35 (2000)<br><br><i>Today Homes, Inc. v. Williams</i> , Virginia Supreme Court, September 15, 2006<br><br>Discussion of ethics and review of duties of agent to principal.<br><br>Instructor evaluation. | <a href="#">Link to 18.2-499</a><br><br><a href="#">Link to 18.2-500</a><br><br><a href="#">Link to Feddeman</a><br><br><a href="#">Link to Today Homes, Inc.</a> |
| <b><u>FINAL EXAM SCHEDULE</u></b>                    |  |   |

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| 4   | 9:00 a.m. - Review Session for Final Exam | _____ |
| TBA | BU316-01 Final Exam                       |       |