

COURSE SYLLABUS
SOUTHERN ILLINOIS UNIVERSITY SCHOOL OF LAW
LAW 559.03, **International Business Transactions** (3 Credit and Lecture Hours), Spring 2020.
TR 9-10.15 a.m., Lesar Hall 103

Instructor Contact Information

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1. Course Description and Outcomes

This course exposes students to the intricacies of international law pertaining to private business transactions, including the dynamics of business transactions between private citizens and corporations in different countries, what benefits these citizens and corporations seek to gain when they engage in international trade and investment, along with the risks they face and what they can do to minimize those risks. Multiple topics covered in the course include: (i) international sale of goods; (ii) sales contract; (iii) letters of credit; (iv) merits and demerits of various forms of doing business overseas, such as direct sales, agencies and distributorships, licensing agreements, franchising, joint ventures, and establishing branches or subsidiaries; (v) foreign direct investment; (vi) protecting intellectual property rights; (vii) dispute resolution; and (viii) corporate social responsibility.

Through it all, in 28 meetings within 15 weeks (6 in January, 8 in February, 7 in March, and 7 in April, see **Course Schedule** below), we will examine governmental regulations of these private transactions domestically and internationally, compare the US's legal system and business environment with those of other nations and regions, and, to the extent that time permits, wrestle with many practice problems drawn from the course text. A key highlight of this course will be the practical opportunity it affords students to build their interest and the potential for future careers in international business, through the negotiation and drafting of an actual business contract.

The American Bar Association's standards for accrediting law schools contain a formula for calculating the amount of work required to earn one hour of law school credit. Based on this formula, each credit hour reasonably approximates one hour of in-class instruction and at least two hours of out-of-class work per week for the 15 weeks in the academic semester. Accordingly, for this three-credit-hour class, plan on spending approximately three hours weekly *in* class and at least six hours weekly *outside* the classroom preparing for class or immersed in activities related to this course.

Upon successfully completing this course, students will, in no particular order, realize these outcomes:

(i) become familiar with matters relating to international business transactions within the canvas of the instructional universe spelled out in the first paragraph above and at the cognitive skills appropriate for this upper-level course, namely, apply, analyze, evaluate, and create, consistent with the taxonomy of learning domains set forth by Benjamin Bloom;

(ii) become familiar with many of the primary legal rules and institutions, municipal as well as international, including judicial tribunals, associated with the regime of international business transactions.

(iii) become sensitized to the political and policy calculations by states and international organizations embedded in those legal rules and institutions; and

(iv) get their hands proverbially dirty in practice working through numerous problems, capped by the crafting of an international business instrument.

2. Required Textbook

Daniel C.K. Chow & Thomas J. Schoenbaum, *International Business Transactions: Problems, Cases, and Materials* (Wolters Kluwer, 2015), ISBN 978-145 4849414

3. Supplementary Readings

Along with this syllabus, supplementary readings related to this course, should they become necessary in any of the eight organizational units of this course (see first paragraph of the course description) will be identified and posted by the instructor on The West Education Network (TWEN) which, by these comments, every student enrolled in this course is advised to check regularly, meaning at least once a week, for possible instructional materials.

4. Assessment Instruments

- (i) Drafting an International Business Agreement (20%). More details related to this requirement will be provided to you as the semester goes on. This assignment is due on the last day of class.
- (ii) Midterm Exam (35%). Take home.
- (iii) Final Exam given as take home (40%). Take home.
- (iv) Attendance and class participation (5%).

5. Plagiarism

Plagiarism is academic misconduct, an act of fraud, that will *not* be tolerated in this course. Plagiarism occurs or is present when the plagiarist takes someone else's work and/or idea and passes it off as his or her own, rather than give due credit to the rightful owner or receive the owner's consent beforehand. SIU Law's Honor Code defines plagiarism as "passing off another's ideas, words, or work as one's own, including written, oral, multimedia, or other work, either word for word or in substance, unless the student author credits the original author and identifies the original author's work with quotation marks, footnotes, or other appropriate designation *in such a way as to make clear the true author of the work*" (emphasis added).

There are four types of this (mal)practice that some writers identify: *direct*, *self-plagiarism*, *mosaic*, and *accidental*. *Direct plagiarism* occurs when the plagiarist transcribes word for word a section of someone else's work, without attribution and without quotation marks. *Self-plagiarism* occurs when the plagiarist submits his or her own previous work, or mixes parts of previous works, without permission from the professors involved. This would be the case, for example, when a student submits the same piece of work for assignments in different classes without previous permission from the different professors. *Mosaic plagiarism*, also known as "patch writing," occurs when the plagiarist paraphrases another's work without using quotation marks or finds synonyms for the plagiarized language while staying with the general structure and meaning of the original. Last but not least is *accidental plagiarism*. This brand of plagiarism takes place when the plagiarist neglects to cite his or her sources or misquotes the sources, or unintentionally paraphrases a source by using similar words, groups of words, and/or sentence structure without attribution. The lesson from this brand of plagiarism is that students must learn how to cite their sources properly and to conduct their research in a painstaking manner, bearing in mind that lack of intent does not absolve them from responsibility for plagiarism. In other words, cases of accidental plagiarism are taken as seriously as any other plagiarism and are subject to the same range of consequences as those others.

6. Course Policies¹

(a) *Attendance*. The university has an attendance policy that I will do my best to help enforce as an instructor. I will take attendance at every class meeting, using an attendance sheet for that purpose that will be circulated for signature. So please make sure you sign the attendance sheet each time we meet. Please still come to class if you did not do your reading and are therefore unprepared for class. Under the policy of this law school, you are entitled to six (6) absences; more than six (6) absences could result in your being withdrawn from this course. Another reason to attend is because attendance and class participation count for 5% of your grade in this course. Please don't call this miniscule as every point adds up when it comes to building the grades that you need to successfully complete your program in law school.

(b) *Emergency Procedures*. This university is committed to providing a safe and healthy environment for study and work. Because some health and safety circumstances are beyond our control, this university wants you to familiarize yourself with the SIUC Emergency Response Plan and Building Emergency Response Team (BERT) program. Emergency response information is available on posters in buildings on campus, on BERT's website at www.bert.siu.edu, the Department of Safety's website at www.dps.siu.edu (disaster drop down), and in Emergency Response Guideline pamphlet. Know how to respond to each type of emergency. Instructors will provide guidance and direction to students in the classroom in the event of an emergency affecting your location. Please follow these instructions and stay with your instructor during an evacuation or sheltering emergency. The Building Emergency

¹ Please keep in mind that this is a sample that does not exhaust the list of possibilities. There are several other issues like the inappropriate use of cell phones and computers inside the classroom not covered here that I hope we don't have to deal with in this course but I brace myself to address appropriately on a case by case basis, should they occur.

Response Team will provide assistance to your instructor in evacuating the building or sheltering within the facility.

(c) *Policy Relating to Disability Accommodation.* Disability Support Services (DSS) provides the required academic and programmatic support services to students with permanent and temporary disabilities. DSS provides centralized coordination and referral services. To utilize DSS services, students must come to the DSS to open cases. Accessible at <http://disabilityservices.siu.edu/>, the process involves interviews, reviews of student-supplied documentation, and completion of Disability Accommodation Agreements. Upon completing a Disability Accommodation Agreement with DSS, students should bring the agreement to the School of Law Registrar's Office to enable the law school to provide the proper classroom and examination accommodations.

(d) *Saluki Cares.* The purpose of Saluki Cares is to develop, facilitate and coordinate a university-wide program of care and support for students in various type of distress—physical, emotional, financial, or personal. By working closely with faculty, staff, students and their families, this university seeks to display a culture of care which demonstrates to our students and their families that they are an important part of the community. More details about this program is available on the university's website at <http://salukicare.siu.edu/index.html>, via email at siucares@siu.edu, or by phone at (618) 453-5714. Within the School of Law, you may also contact Assistant Dean Judi Ray by email at judiray@siu.edu, or by phone at 618-453-313, to help you access university resources.

7. Course Schedule²

Week	Dates	Reading	Comment, if any
One	January 14, 16	Housekeeping; and Introduction to this Course, Chap. 1	
Two	January 21, 23	Sale of Goods, 1st of 2 Readings, Chap. 2, pp. 49-128 (end of Part I)	
Three	January 28, 30	Sales of Goods, 2nd of 2 Readings, Chap. 2, pp. 128 (beginning of Part II)-164.	
Four	February 4, 6	Sales Contract, 1st of 2 Readings, Chap. 3, pp. 165-205.	
Five	February 11, 13	Sales Contract, 2nd of 2 Readings, Chap. 3, pp. 206-224.	
Six	February 18, 20	Letters of Credit, Chap. 4.	
Seven	February 25, 27	Multiple Forms of Doing Business Overseas, 1st of 2 Readings, Chap. 5, pp. 283-321.	

² Subject to adjustment, when necessary, consistent with supplementary and related materials.

Eight	March 3, 5	Multiple Forms of Doing Business Overseas, 2nd of 2 Readings, Chap. 5, 322-347.	
Nine	March 10, 12	Spring Break—No Classes	No reading assigned
Ten	March 17, 19	Foreign Direct Investment, Chap. 6.	
Eleven	March 24, 26	Protecting Intellectual Property Rights, 1st of 2 Readings, Chap. 7, pp. 525-552	
Twelve	March 31	Protecting Intellectual Property Rights, 2nd of 2 Readings, Chap. 7, pp. 553-585.	
Thirteen	April 2	Dispute Resolution, 1st of 2 Readings, Chap. 8, pp. 587-619 (after Notes and Questions)	
Fourteen	April 7, 9	Dispute Resolution, 2nd of 2 Readings, Chap. 8, pp. 619 (under Part III on Litigation)-712.	
Fifteen	April 14, 16	Corporate Social Responsibility, Chap. 9.	
Sixteen	April 21, 23	Revisions for Final Exam	