

INTERNATIONAL BUSINESS TRANSACTIONS (IBT)
UNIVERSITY OF LA VERNE COLLEGE OF LAW
SPRING SEMESTER 2019

Professor: R. Gipson
Class: Room 204, Mondays and Wednesdays 8:30pm-10:00pm
Office: Room 231
Office Hours: Tuesdays and Thursdays, 4:00- 5:00pm; Mondays and Wednesdays 6:30pm-7:30pm; and By Appointment.
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Course webpage: The course webpage is accessible through TWEN:
<<http://lawschool.westlaw.com/twen/>>

COURSE DESCRIPTION:

IBT-- This course explores issues pertaining to private business enterprises that produce and market their goods and services in the international marketplace; national and supranational regulation of the activities of such businesses; expropriation and political risks; and policy issues relating to the conduct of international commerce.

ABA STANDARD 310

This course is designed to satisfy the requirements of ABA Standard 310. Standard 310 requires that for each hour of in-class time, students spend two hours preparing for class (reading or completing class assignments or assessments).

COURSE OBJECTIVES:

Upon completion of the IBT course, you should attain competency in the following areas:

- Students will be able to comprehend the significance of different sources of law [public & private international law] affecting transnational businesses and be able to discern which sources to rely upon to properly advise clients;
- Demonstrate understanding of concepts endemic to the field of transnational business law; and
- Demonstrate an understanding of the lawyer's role in counseling businesses operating across borders in transactional matters and in effective dispute resolution.

COURSE PROCEDURES:

Attendance and class participation: As a student seeking a professional degree, you are expected to come to class prepared. This means that you have all necessary texts and handouts with you and that you have completed assigned readings *prior* to the start of each class session. Class attendance is mandatory, and you will receive no credit for this course if you miss more than 10% of the class sessions or three (3) classes. I reserve the right to mark you absent ***if you are late or unprepared for a class.*** If you are absent, then you and you alone are responsible for finding out about announcements made in class and obtaining competency in the material covered during the class you missed.

Class participation is mandatory. When questions are posed to the entirety of the class, students shall refrain from giving responses before being recognized to speak. Side conversations while the professor is speaking or during times when other students are presenting cases are disruptive to the learning process. This behavior is unprofessional and will not be tolerated because it deprives other students of a learning opportunity. Questions in class are encouraged about the legal concepts and doctrines explored in the course. However, I reserve the right to postpone/defer/decline answering a question in class that I deem will detract from adequately covering the topics set forth in the syllabus.

Announcements: Important announcements, including those elaborating on or modifying assignments, are sometimes made only in class—i.e., those announcements are sometimes not broadcast via email, TWEN, or by any other means. It is your responsibility to be aware of announcements made in class.

Electronics use policy: The use of electronic devices (i.e. computers, tablets, etc.) are allowed during class. However, you are not permitted to use technology for purposes unrelated to class. You are not permitted to use any recording devices (audio or video) in class.

Recording notice: Classrooms are equipped with cameras and microphones that can record video and audio from the entire room. At my discretion, I will make use of this recording capability to support our learning objectives. Therefore, this syllabus serves as notice that your voice and/or image may be captured in these recordings. No additional notice about the use of the recording system will be required or provided.

Disability Accommodations:

Any student eligible for and requesting academic accommodations due to a documented disability (or a suspected disability) should contact the College of Law, Director of Student Affairs and Americans with Disability Act Compliance Officer, Akita Mungaray, J.D. by email at amungaray@laverne.edu or by phone at 909.460.2017. Ms. Mungaray's office is located on the first floor of the College of Law, Office #102. You can also contact Cindy Denne at the University of La Verne Disabled Student Services office at 909.448.4938, and her office is located at 2215 "E" Street. In order to be approved for accommodations, disabilities must be documented and the proper medical evaluations must be submitted **prior to** the administration of the accommodation.

COURSE TEXTS:

1. Ralph H. Folsom, International Business Transactions (West Academic 12th ed. 2015).
2. Convention on the International Sale of Goods (CISG) Supplement

FINAL GRADE:

Your IBT grade (3 credits) will be based upon the following:

1. The Midterm Exam (20%);
2. Final Exam/ADR Moot problem (70%); and
3. Class participation which consists of 100 points is worth ten percent (10%) of your final grade. Class participation points are earned through attendance*; case presentations from the assigned readings; and submission of the assigned paper on a topic in international business transactions law.

WEEKLY READING AND ASSIGNMENT SCHEDULE

All readings are required and come from the Folsom casebook and postings on TWEN. Some of the material in the reading provides background information that will not be reviewed in class; however, you remain responsible for the content in the assigned reading. To ensure that you benefit from class instruction (which may include reading quizzes), *you should complete the reading designated below before class*. Note that the schedule of readings may be modified, and supplementary exercises may be distributed in class or posted on TWEN as needed.

Week #	Reading/Class Topics
1 Jan. 7th **Problem**	International Business Transactions Background, Benetint Problem, & the UCC Review. Assignment: Read pp. 11-26, 27-34, & McGarry article uploaded on TWEN
2 Jan. 14th	International Sales Transaction—Basics. Assignment: Read pp.37-63, 69-79
3 Jan. 21st	International Sales Transaction (con't). Assignment: Read pp. 84-103, 104-136
4 Jan. 28th	Force Majeure, Admiralty Law & BOLs. Assignment: Read pp. 139-168, 215-224, 235-241
5 Feb. 4th	Letters of Credit. Assignment: Read pp. 253-262, 353-360, 371-380, 388-401
6 Feb 11th **Problem**	Protection from Import Competition. Assignment: Read pp. 571-597, 621-638
7 Feb 18th **Topic Paper Assigned**	Exports, Foreign Corrupt Practices Act. Assignment: Read pp. 645-661, 715-730, 734-737, 741-748
8 Feb. 25th	Foreign Investment (FI), FI & Int'l Human Rights, Expropriation. Assignment: Read pp. 911-943, 1052-1054, 1064-1065, 1070-1073, 1082-1085, 1085-1091
Mar. 4th	Spring Break

* Each absence results in a five point deduction from a student's total participation points.

Spring Break	
9 Mar. 11th Mid-Term Exam	Foreign Sovereign Immunity Act of 1976. Assignment: Read pp. 1093-1100
10 Mar. 18th **Topic Paper Due**	Int'l Disputes, Forum Non Conveniens. Assignment: Read pp. 1139-1171, 1184-1189.
11 Mar. 25th	Extra Territorial Jurisdiction & Discovery, Enforcement of Judgments. Assignment: Read pp. 1195-1213, 1257-1267
12 April 1st	Drafting Int'l Dispute Resolution Clauses; Foreign Arbitral Awards. Assignment: Read pp. 1268-1280; 1289-1306
13 April 7th	Introduction of ADR Moot Problem
14 April 15th	ADR Moot Problem/Review
Make-up Days April 22, 23, 24	
Final Exam	TBD

Disclaimer:

The professor reserves the right to make corrections, changes, and other alterations to the syllabus, course requirements, and other elements contained herein. Such changes will be communicated to the students either in a regular class session or other appropriate means (e.g., email or TWEN). All matters pertaining to student rights and responsibilities as outlined in the ULV catalog and the MAPP are adopted herein.

University of La Verne Mission and Values

It is the mission of the University of La Verne to provide opportunities for students to achieve their educational goals and become contributing citizens to the global community.

The University of La Verne shares four core values that promote a positive and rewarding life for its students through fostering a genuine appreciation and respect for:

1. **Values Orientation.** The University affirms a philosophy of life that actively supports peace with justice, the health of the planet and its people. Therefore, in light of this affirmation, it encourages students to become reflective about personal, professional, and societal values. It also encourages values-based ethical behavior.
2. **Community and Diversity.** The University promotes the goal of community within a context of diversity. Therefore, it encourages students to understand and appreciate the diversity of cultures that exists locally, nationally, and internationally. It also seeks to promote appreciation and preservation of biodiversity by helping students understand the impact/dependence of human beings on their environment.
3. **Lifelong Learning.** The University commits itself to promoting education that facilitates lifelong learning. Therefore, it teaches students how to learn, to think critically, to do constructive research, and to access and integrate information in order to prepare them for continued personal and career growth.
4. **Community Service.** The University believes that personal service is a primary goal of the educated person. Therefore, it encourages students to experience the responsibilities and rewards of serving the human and ecological community.

University of La Verne College of Law Vision, Mission, and Values

VISION

La Verne Law is an incubator for innovation in legal education, thought, and advocacy for individuals passionate about serving their communities and promoting access and justice.

MISSION

The mission of La Verne Law is to guide our students in the discovery of law and self as they prepare for the practice of law or other professional careers. Our faculty of scholars and teachers is committed to creating an innovative, collaborative learning environment designed to develop the knowledge and skills relevant to achieving individual and professional success.

Our mission encompasses educating, as well as enhancing the professional lives of, the members of the local, regional, national, and international communities we encounter – students, faculty, staff, administrators, alumni, members of the bench and bar, and others who pursue social justice.

Our mission is grounded in the core values of the University of La Verne – life-long learning, ethical reasoning and decision-making, diversity & inclusivity, and community & civic engagement.

Difference-making is our legacy.

CORE VALUES

University Values: As a College within the University of La Verne we adopt and endorse the University core values of Lifelong Learning, Diversity and Inclusivity, Community Engagement, and Ethical Reasoning.

College of Law Core Principles and Values: As an institution dedicated to teaching and training the next generation of lawyers and leaders, we operate institutionally and individually on the principles of professionalism, innovation, ethics, student centeredness and community enhancement. In our actions and interactions, we are and seek to be affirming, respectful, humble, accountable, committed, inclusive, empathetic, responsive, passionate, and positive.

University of La Verne College of Law Program Objectives

- A. Upon completion of the program of legal education, students will possess the skills and knowledge to enable them to pass any bar examination of their choosing.
- B. Upon completion of the program of legal education, students will possess those skills to participate as respected members of the legal profession.
- C. Upon completion of the program of legal education, students will model ethical, responsible, and professional behavior.
- D. Upon completion of the program of legal education, students will embrace cultural differences and civic and community engagement.

American Bar Association Standard 302: LEARNING OUTCOMES

A law school shall establish learning outcomes that shall, at a minimum, include competency in the following:

- (a) Knowledge and understanding of substantive and procedural law;
- (b) Legal analysis and reasoning, legal research, problem-solving, and written and oral communication in the legal context;
- (c) Exercise of proper professional and ethical responsibilities to clients and the legal system; and
- (d) Other professional skills needed for competent and ethical participation as a member of the legal profession.

In compliance with ABA Standard 302, the University of La Verne College of Law has established the following.

University of La Verne College of Law Program Learning Outcomes

1. Students shall demonstrate knowledge and understanding of substantive and procedural law.
2. Students shall demonstrate competence in legal analysis and reasoning.
3. Students shall demonstrate competence in conducting legal research.
4. Students shall demonstrate competence in problem-solving.
5. Students shall demonstrate competence in written and oral communication.
6. Students shall be able and motivated to exercise proper professional and ethical responsibilities to clients, the legal system, and the wider community.
7. Students shall demonstrate competent litigation skills.
8. Students shall demonstrate competent transactional skills.
9. Students shall apply cultural competency while exercising their legal skills.
10. Students shall demonstrate competence in answering bar-style multiple-choice, essay, and performance test questions.