

# LEB - Legal Environment of Business

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## Legal Environment of Business: LEB

### Lower-Division Courses

### Upper-Division Courses

#### LEB 320F. Foundations of Business Law and Ethics.

Restricted to non-McCombs School of Business majors. Not open to law students. Introduction to the legal problems confronting businesses in the global environment. Three lecture hours a week for one semester. Only one of the following may be counted: Legal Environment of Business 320F, 323, and 323H. Prerequisite: Forty-five semester hours of college coursework.

#### LEB 323. Business Law and Ethics.

Restricted to students in the McCombs School of Business. An investigation of the role of law in society; introduction to legal reasoning, dispute resolution, judicial process, constitutional law, agency, torts, government regulations; business ethics; study of contracts. Three lecture hours a week for one semester. Only one of the following may be counted: Legal Environment of Business 320F, 323, 323H. Offered on the letter-grade basis only.

#### LEB 323H. Business Law and Ethics: Honors.

Restricted to students admitted to the McCombs School of Business Honors Program. An investigation of the role of law in society; introduction to legal reasoning, dispute resolution, judicial process, constitutional law, agency, torts, government regulations; business ethics; study of contracts. Three lecture hours a week for one semester. Only one of the following may be counted: Legal Environment of Business 320F, 323, 323H. Offered on the letter-grade basis only. Prerequisite: Senior standing, Accounting 312H, and credit or registration for Business Administration 324H.

#### LEB 334M. Healthcare Law and Policy.

Introduces the legal and political environment in which the U.S. health care system operates. Three lecture hours a week for one semester. Legal Environment of Business 334M and 370 (Topic: Healthcare Law and Policy) may not both be counted. Offered on the letter-grade basis only. Prerequisite: Upper-division standing.

#### LEB 140S, 240S, 340S, 440S, 540S, 640S, 740S, 840S, 940S. Topics in the Legal Environment of Business.

This course is used to record credit the student earns while enrolled at another institution in a program administered by the University's Study Abroad Office or by the school's BBA Exchange Programs. Credit is recorded as assigned by the study abroad adviser in the Department of Business, Government, and Society. University credit is awarded for work in an exchange program; it may be counted as coursework taken in residence. May be repeated for credit when the topics vary.

#### LEB 361. Law of Business Organizations.

Restricted to students in a business major. Study of basic legal principles of business organizations and operations, including practical comparison and assessment of advantages and disadvantages of different types of organization. Three lecture hours a week for one semester. Prerequisite: Thirty semester hours of undergraduate coursework, or consent of instructor.

#### LEB 363. Real Estate Law.

An examination of law pertaining to estates and interests in land, conveyances and mortgages, brokers, easements, contracts, default and foreclosure. Three lecture hours a week for one semester. Legal Environment of Business 363 and 170 (Topic 13), 270 (Topic 13), 370 (Topic 13) may not both be counted. Prerequisite: Thirty semester hours of undergraduate coursework.

#### LEB 366. Commercial Transactions.

Restricted to students in a business major. Applied business transactions, with emphasis on the Uniform Commercial Code; emphasis on bailments, sales of goods, commercial paper, bank-customer relationships, creditor security devices, and bankruptcy. Three lecture hours a week for one semester. Prerequisite: Thirty semester hours of undergraduate coursework, or consent of instructor.

#### LEB 372T. Topics in the Legal Environment of Business.

Selected topics on legal constraints affecting managerial decision making and business behavior. Three lecture hours a week for one semester. May be repeated for credit when the topics vary. Prerequisite: Thirty semester hours of undergraduate coursework; additional prerequisites vary with the topic.

**Topic 1: Social and Ethical Responsibility of Business.** Same as Business, Government, and Society 325. Restricted to students in a business major. Examine ethical aspects of the decision-making processes of managers and employees. Explore the responsibility of firms to society and other constituencies. Three lecture hours a week for one semester.

**Topic 2: Name, Image, and Likeness.** Legal Environment of Business 370 (Topic: Name Image and Likeness) and 372T (Topic 2) may not both be counted.

**Topic 3: Contracts and Real Property.** Restricted to students pursuing the energy management minor or business and public policy minor. Focus on general real property interests, including land, mineral, and riparian interests. Discuss duty of landowners, nonpossessory interest in real property, fixtures, liens, co-ownership of real property, the real estate contract, the broker's listing agreements, deeds, and mortgages. Only one of the following may be counted: Legal Environment of Business 363, 370 (Topic 13), 372T (Topic 3).

**Topic 4: Oil and Gas Law.** Restricted to students pursuing the energy management minor or business and public policy minor. Explore ownership interests in the oil and gas mineral estate. Focus on conveyance and partition of the mineral estate, trespass and third party claims, and oil and gas lease provisions.

**Topic 6: Intergenerational Wealth Transfer.** Restricted to students in a business major. Explore planning and management of wealth and estates through the use of wills, trusts, and gifts; intestacy, guardianships, marital property systems, and prenuptial agreements. Legal Environment of Business 370 (Topic 16) and 372T (Topic 6) may not both be counted.

**Topic 7: Electricity Systems.** Legal Environment of Business 370 (Topic 17) and 372T (Topic 7) may not both be counted.

**Topic 8: Energy Law and Policy.** Legal Environment of Business 370 (Topic 18) and 372T (Topic 8) may not both be counted.

**Topic 9: Behavioral Economics, Energy, and Sustainability.** Legal Environment of Business 370 (Topic 19) and 372T (Topic 9) may not both be counted.

#### LEB 179, 379. Independent Research in the Legal Environment of Business.

Restricted to students in a business major. Conference course. Only one of the following may be counted: Accounting 379C, Business Administration Honors 379, Business, Government, and Society 379, Finance 379C, International Business 379C, Legal Environment of

Business 379, Management 379C, Management Information Systems 379, Marketing 379C, Operations Management 379, Risk Management 379. Prerequisite: Eighteen semester hours of coursework in business and economics, six of which must be upper-division; Legal Environment of Business 323 or 323H with a grade of at least C-; consent of instructor; and written approval before the first meeting of the course from the department chair's office, on forms provided for that purpose.

## Graduate Courses

### **LEB 180, 380. Topics in the Legal Environment of Business.**

Selected topics on legal constraints affecting managerial decision making and business behavior. One or three lecture hours a week for one semester. May be repeated for credit when the topics vary. Prerequisite: Graduate standing.

**Topic 2: Antitrust Law and Economics.** Legal regulation of anticompetitive market structures and business practices, including political, economic, and historical factors. Monopolies, mergers, horizontal and vertical restraints of trade, and price discrimination.

**Topic 3: Law of Commercial Real Estate Finance and Development.** The legal framework of commercial real estate finance and development, including basic real estate law concepts, legal aspects of financing techniques and instruments, subdivision land-use controls, environmental regulation of real estate development, and other topics.

**Topic 4: Legal and Ethical Environment of Finance.** Covers all aspects of securities regulation, including the legal responsibilities and liabilities of investment bankers, stock analysts, hedge fund managers, auditors, and other securities industry professionals; corporate disclosure requirements; public offering rules; insider trading; mergers and acquisitions; shareholder rights; and relevant ethical and global implications.

**Topic 5: The Law and the Multinational Corporation.** Study of the legal environment in which the multinational enterprise operates, including negotiation and drafting of international contracts, international dispute resolution, expropriation, international investment regulation, letters of credit, tax havens, and cultural and ethical issues.

**Topic 6: Intellectual Property and Antitrust.** Relationships and tensions between laws designed to encourage competitive markets (antitrust laws) and those that grant limited monopolies (patents, copyrights, and trademarks).

**Topic 7: Corporation Law.** Legal framework for the formation and operation of partnerships and corporations, including limited liability partnerships and limited liability corporations; introduction to securities regulation concepts such as insider trading, mergers, and acquisitions.

**Topic 8: Legal Environment of Business.**

**Topic 9: Law of the Entertainment Business.** Legal aspects of management in the entertainment industry, including contractual and financing arrangements, licensing, and copyright.

**Topic 10: Law of Wills, Trusts, and Estates.** Planning and management of estates through the use of wills, trusts, and gifts; intestacy, guardianships, marital property systems, and prenuptial agreements.

**Topic 11: Environmental Dispute Resolution.** Theoretical and practical study of the prevention, management, and resolution of environmental disputes, such as those involving protection of endangered species, wetlands preservation, natural resource conservation, and liability for environmental damage and clean-up.

**Topic 12: Legal Regulation of Unfair Competition.** Competitive actions that violate state or federal law, such as intentional interference with the contractual relations of others, defamation in business contexts, and misappropriation of trade secrets. Ethical and international dimensions are included where appropriate.

**Topic 13: Commercial Transactions.** A comprehensive study of the legal framework for business transactions, including bailments, sales of goods, commercial paper, lender liability, bank-customer relationships, secured transactions, creditor rights, and bankruptcy.

**Topic 14: Intellectual Property.** Legal aspects of protecting intellectual property, including patents, trade secrets, trademarks, and copyrights; the contractual licensing of these property rights and other legal aspects of technology.

**Topic 16: Legal Aspects of Marketing.** State and federal laws on consumer protection, pricing (including price fixing and price discrimination), packaging, advertising, distribution, dealer control, and related topics. Ethical and international dimensions are included where appropriate.

**Topic 17: Legal and Ethical Environment of Accounting.** State and federal regulations and tort and contract law principles that constrain accountants and create potential liability. Ethical and international dimensions are included where appropriate.

**Topic 18: Products Liability.** Public policy, economics, and legal rules regarding liability for the manufacture or sale of defective products. Ethical and international dimensions are included where appropriate.

**Topic 19: Employment Law.** State and federal laws on hiring, supervising, disciplining, and terminating employees: wrongful discharge law, discrimination law, workers' compensation and employee safety laws, and several related topics. Ethical and international dimensions are included where appropriate.

**Topic 20: Creating and Enforcing Contracts.** Legal rules and practical policies on creating, monitoring, and enforcing contractual rights in a wide variety of business settings. Ethical and international dimensions are included where appropriate.

**Topic 21: Environmental Issues in Real Estate Transactions.** Federal and state environmental regulations affecting commercial real estate transactions, including the Comprehensive Environmental Response, Compensation, and Liability ("Superfund") Act, the Clean Water Act, the Endangered Species Act, wetlands regulation, and other related topics. Ethical and international dimensions are included where appropriate.

**Topic 22: Law of Corporate Finance and Governance.** Legal rules and regulations applicable to a broad range of corporate financial issues, including agency theory, limited liability, valuation, bondholder rights, dividend policy, accountant and investment banker liability, and capital structure and leverage. Ethical and international dimensions are included where appropriate.

**Topic 23: Law of Corporate Mergers and Takeovers.** Legal rules, policies, and economics of mergers, acquisitions, hostile takeovers, leveraged buyouts, and related topics. Ethical and international dimensions are included where appropriate.

**Topic 24: Law of Real Estate Finance.** Federal and state regulation of real estate finance. Topics include creation, transfer, and discharge of mortgagor's and mortgagee's interests; mortgage substitutes; foreclosures; priority of liens; bankruptcy; and government intervention in the private mortgage market. Ethical and international dimensions are included where appropriate.

**Topic 25: Bankruptcy Law and Debtor-Creditor Relations.** The legal framework governing the rights and duties of companies, and their owners, creditors, and other stakeholders, in times of severe financial distress. Includes liquidation and reorganization proceedings in bankruptcy as well as alternatives to bankruptcy. Ethical and international dimensions are included where appropriate.

**Topic 26: Law for Entrepreneurs.** Legal issues and principles affecting the business entrepreneur, including those related to formation of the appropriate type of business organization, capitalization, protection of personal assets from business liabilities, protection of innovative ideas, hiring key personnel, and related topics. Ethical and international dimensions are included where appropriate.

**Topic 27: Cyberlaw.** Highly focused coverage of intellectual property law (copyright, trade secret, patent, trademarks, and related topics) as it relates to computer hardware and software; substantial coverage of hardware and software licensing; Internet-related legal issues; antitrust issues in the computer industry; and other topics as time permits, such as encryption, privacy, and computer-system vendor liability.

**Topic 29: Business and Public Policy.** Study of the nonmarket environment and its considerable effects on business organizations. Review of business strategies for influencing legislatures, the executive branch, court decisions, and the media.

**Topic 30: Legal Environment of Business for MPA Students.**

Introduction to the legal system, with particular emphasis on its applications to the accounting profession. Additional prerequisite: Admission to the Master in Professional Accounting program.

**Topic 32: E-Commerce: Law, Policy, and Strategy.** The responsibilities of the strategist for choosing, developing, and managing an overall e-business firm strategy in uncertain legal, market, technology, and policy environments.

**Topic 33: The Legal Life Cycle of a Technology Start-up.**

Comprehensive coverage of the legal issues faced by a technology start-up firm, including choice of an organizational form, employee compensation issues, negotiating real estate leases, protecting intellectual property, raising capital, and taking the firm public.

Additional prerequisite: Admission to the Master of Business Administration program.

**Topic 37: Financial Crisis and Restructuring.** Studies the business and legal issues of corporate financial crises. Includes crisis simulation, moot court participation, and guest lectures by restructuring and insolvency professionals.

**Topic 38: Energy Law: Regulating Energy Production.** Examination of the federal, state, and local regulatory regimes governing the production of energy in the United States, including the licensing regimes for electric generation (renewable, nuclear, and fossil-fueled) and the regulation of fossil fuel extraction. Discussion of the statutory regimes regulating coal mining, oil and gas production, fossil-fueled electricity generation, nuclear power plants, hydroelectric plants, and utility-scale wind and solar farms. Covers related issues, including policies aimed at hastening the decarbonization of the electricity sector in an increasing number of states and municipalities, and policy conflicts associated with the growth of hydraulic fracturing to produce oil and gas. Legal Environment of Business 180, 380 (Topic 31) and 180, 380 (Topic 38) may not both be counted.

**Topic 39: Energy Law: Regulating Energy Markets.** Examination of the regulatory regimes governing the sale and delivery of energy in American energy markets, with focus on the economic regulation of electricity, natural gas, and oil markets. Discussion of how federal and state regulatory commissions regulate price and competition in interstate markets under the Federal Power Act and the Natural Gas Act, respectively, and in intrastate markets under analogous state laws. Covers related issues, including the effects of the rapid growth in renewable generation, the move toward increasing competition and market pricing, legal rules governing the siting of natural gas and electric transmission lines, the pricing of transmission services, rules governing the development of LNG terminals, and disputes over the pricing and regulation of distributed energy resources (such as rooftop solar or demand response). Legal Environment of Business 180, 380 (Topic 31) and 180, 380 (Topic 39) may not both be counted.

## **LEB 181, 281, 381. Managing Legal and Regulatory Risk for Executives.**

Restricted to students in the Executive MBA Program. Examine how organizations manage legal and regulatory risks, as well as an organization's responsibilities to society. For each semester hour of credit earned, one lecture hour a week for one semester. Offered on the letter-grade basis only. Prerequisite: Graduate standing.

## **Professional Courses**

### **LEB 280C. Legal Environment of Business.**

Two lecture hours a week for one semester. Prerequisite: Graduate standing.