

**WILLIAM S. RICHARDSON SCHOOL OF LAW  
UNIVERSITY OF HAWAI‘I AT MANOA**

2-3 Credits

LAW 520B: Selected Topics in Business Law  
Fall Term 2023  
In-Person: CR1  
Tuesdays 3:20 pm – 5:00 pm

**COURSE DESCRIPTION AND REQUIREMENTS**

**1. Course Teachers**

Prof. Garrett Halydier ghalydie@hawaii.edu

Office Hours: By appointment. [Use my link](#) or send me an email!

**2. Course Description**

This course familiarizes students with the foundational business concepts and associated legal issues that all lawyers need to understand, including: (1) The basics of business strategy, funding, and operations; (2) The financial and regulatory landscape in which businesses operate; (3) Business valuations and performance metrics; (4) Risk management; and (5) Issues of internal management and corporate governance. The overall aim of the course is to help law students better appreciate the broader business context of legal decision-making. These topics are valuable for any lawyer that will interact with businesses in their course of practice, whether during corporate representation, civil litigation, non-profit management, government oversight, divorce asset divisions, or criminal fraud prosecution and defense.

The course is a combination of case studies, lectures, a business simulation competition, and talks from business leaders and attorneys.

Students may choose to take the class for two or three credits. Students who take the class for three credits must help the instructor prepare and moderate an in-class activity later in the course to satisfy the criteria for the additional credit.

All students will be graded on class participation in the activities, performance in the competition, interaction with guest speakers, and performance on relevant mini-assignments. All students will choose a topic and provide a short presentation to educate the class on that topic.

**3. Goals of the Course and Student Learning Outcomes**

This course covers substantive topics in business law, business management, and corporate operations. At the end of the course, students will be able to:

- a. Synthesize the knowledge gained from life experience, news and other sources of corporate information, legal knowledge, and insight into stakeholder interests to understand and show how the various pieces of corporate strategy, and a lawyer's role in that strategy, fit together.
- b. Understand the structure of the corporate environment – inside the corporation, in the marketplace, and macro economically; use core business terminology to engage with corporate stakeholders; know the various roles that a general counsel plays in a corporation; and interpret common corporate finance documents.
- c. Use the core concepts and analytical tools necessary to evaluate a company's external industry environment and appreciate the sources of power in an industry, the major underlying causes of industry change, and the factors needed by companies to be strategically successful.
- d. Think strategically about a company, its present business position, its long-term direction, its resources and competitive capabilities, the caliber of its present strategy, and its opportunities for gaining sustainable competitive advantage and maximizing shareholder value.
- e. Display evidence of hands-on experience in reviewing/crafting risk-management and compliance strategies, and related policy documents, related to general business strategy, crises management, security, human resources, marketing, intellectual property, and corporate consolidations.
- f. Spot legal and ethical issues in corporate governance and develop strategies to address them.

#### **4. Course Materials**

The text for the course will be Gitman, et al, Introduction to Business (2018), available for free under a creative common license [at this link](#).

You will be required to enroll and purchase relevant materials at [www.capsim.com](http://www.capsim.com). DO NOT PURCHASE YET. Details will be provided in class. The cost for the materials and participation is \$39.99 for the simulation and \$10.00 for the Business Law Inbox.

**The course will also make weekly use of materials posted to Lulima under the “Lessons” tab.** Please check Lulima regularly for emails, announcements, and resources.

The course text and outlines are intended to be sufficient for the course. However, if you think that you need to consult other resources, please consider:

- a. Robert J. Rhee, Essential Concepts of Business for Lawyers
- b. Topic Specific Practice/Practical Guides on LexisNexis or Westlaw (go to the practice section and search for any particular week's topic and you'll likely find a practice guide and examples)
- c. Podcasts
  - i. Counsel, A Podcast for In-House Lawyers,  
<https://www.counselpodcast.com/episodes>
  - ii. In-House Outliers Podcast,
  - iii. <https://brightflag.com/legal-operations-podcast/>

It is **highly** recommended that you keep your own glossary of terms, strategies, and ideas as you go through the course.

## 5. Course Requirements

All classes will be held in CR1.

This course has been created to integrate the knowledge gained from substantive lectures into a number of simulated experiences. To get the most out of our live sessions, especially since we only meet once per week, it is very important that you prepare the assigned readings before class, engage with assigned activities, and bring your questions so that you will be able to actively participate in and learn from the practice each class period.

We will discuss in our first few classes how to effectively use the textbook and other course materials to best prepare for classes and activities.

A tentative list of the Class Assignments is listed below and on Laulima and will be updated as necessary throughout the semester. Read the list of assignments carefully. You will be expected to check Laulima regularly for updates and amendments to the schedule.

## 6. Grading Criteria

- a. Capsim Business Simulation Scored Rounds (6) 40%  
While teams are competing against each other in the same simulation to be the most successful company, grades are awarded to each team based on their own improving performance on relevant industry metrics over time, rather than on their performance compared to others.
- b. Short industry analysis and strategic plan prior to the scored Capsim rounds 20%  
Based on provided examples, this will be a *short*, 10 pages (preferably 5 pages) or less, document with your own industry analysis and strategic plan based on your performance/experience in the practice rounds.
- c. Peer reviews of team performance (1 not graded in Week 7, 1 graded in Week 12) 5%  
Using provided examples and course material on human resources best practices, team members will formulate individual performance reviews and provide feedback on team

member performance. An important element of this course is working with your teammates, managing disagreements in a positive manner, and learning how to improve each other to the benefit of the company

- d. 5-minute presentations on a business/business law topic of your choice 20%

In Week 10, students will select an assorted business topic (of their own choosing or from a provided list). In Week 13, students will provide a brief (5-minute) presentation teaching the class about that aspect of business, business law, or the role of a general counsel in a specific situation.

- e. Completion of the Business Law Inbox exercise 5%

Each student, on their own, will engage for ~1 hour to complete a simulated exercise as general counsel of a corporation. The student is expected to ~20-60 minutes reviewing the feedback generated by the exercise.

- f. Class participation in all class activities 10%

Ya know, talk... Be respectful of differing viewpoints – especially during exercises where you are asked to take opposing sides on an issue or situation. Read the assignments so you have something to say. Ask questions. That’s the whole point.

Examples, models, and/or templates for all deliverables will be provided.

**For those taking the course for three credits, failure to engage/contribute to your additional assignments will negatively affect your course grade.**

## Assignments & Course Schedule

**All assignments for a given week are due at the beginning of class that week.**

- **For example, all of the assignments under “Week 3, Aug. 30 – Sep. 5, Class on Sep. 5” are due at the beginning of class on Sep. 5.**
- **Capsim simulation deadlines will vary slightly as indicated below and in Lulima**

### **Week 1, Aug. 21 – Aug. 22, Class on Aug. 22**

- Read Syllabus on Lulima
- Read example strategic plans/SMART approach/SWOT analysis documents from Lulima
- For 3cr folks, pick an exercise to help with

### **Week 2, Aug. 23 – Aug. 29, Class on Aug. 29**

- Read *Using Financial Information*, Textbook Chapter 14
- Read Capsim instructions/materials
- Join a team

**Week 3, Aug. 30 – Sep. 5, Class on Sep. 5**

- Read *Forms of Business Ownership*, Textbook Chapter 4

First Capsim Practice Round due Sun., Sep. 3, at 11:59 pm

**Week 4, Sep. 6 – Sep. 12, Class on Sep. 12**

- Read *Understanding Economic Systems & Business*, Textbook Chp. 1

Second Capsim Practice Round due Sun, Sep. 10, at 11:59 pm

**Week 5, Sep. 13 – Sep. 19, Class on Sep. 19**

- Read *Creating Products and Pricing Strategies to Meet Customers' Needs*, Textbook Chp. 11
- Read *Distributing and Promoting Products and Services*, Textbook Chp. 12
- Short Strategic Plan/SWOT/SMART due

**Week 6, Sep. 20 – Sep. 26, Class on Sep. 26**

- Read ReFi case study materials on Laulima

First Capsim Competitive Round due Sun, Sep. 24, at 11:59 pm

**Week 7, Sep. 27 – Oct. 3, Class on Oct. 3**

- Read *Human Resources and Labor Relations*, Textbook Chp. 8
- Read example HR policies on Laulima
- Read example performance review on Laulima

Second Capsim Competitive Round due Sun, Oct. 1, at 11:59 pm

**Week 8, Oct. 4 – Oct. 10, Class on Oct. 10**

- Read *Operations Management*, Textbook Chp. 10
- Read relevant corporate policy examples on Laulima

Third Capsim Competitive Round due Sun, Oct. 8, at 11:59 pm

**Week 9, Oct. 11 – Oct. 17, Class on Oct. 17**

- Read *Management and Leadership in Today's Organizations*, Textbook Chp. 6
- Read *Designing Organizational Structures*, Textbook Chp. 7

Fourth Capsim Competitive Round due Sun, Oct. 15, at 11:59 pm

**Week 10, Oct. 18 – Oct. 24, Class on Oct. 24**

- Read *Making Ethical Decisions and Managing a Socially Responsible Business*, Textbook Chp. 2
- Read relevant Corporate Governance Workshop materials on Laulima

Fifth Capsim Competitive Round due Sun, Oct. 22, at 11:59 pm

**Week 11, Oct. 25 – Oct. 31, Class on Oct. 31**

- Complete Business Law Inbox Activity
- Read relevant crises management materials on Laulima

Sixth Capsim Competitive Round due Sun, Oct. 29, at 11:59 pm

**Week 12, Nov. 1 – Nov. 7, Class on Nov. 7**

- Take a break, review your performance in the Capsim Business Simulation, compare your performance to your strategic plan, be prepared as a team to discuss with the class your strategy, progress, and results
- Prepare to make your 5-min presentations

**Week 13, Nov. 8 – Nov. 14, Class on Nov. 14**

- Make your 5-min presentations

**Week 14, Nov. 15 – Nov. 21, Class on Nov. 21**

- Read relevant Wells Fargo case study material from Laulima

**Week 15, Nov. 22 – Nov. 28, Class on Nov. 28**

- Read relevant Laulima wrap-up class materials

**There is no final exam.**

## **Title IX Policy**

Please refer to the Law School Student Handbook for detailed information on the Law School and campus Title IX policies. Here is the contact information for the UHM and Law School Title IX coordinators if you have a concern about sexual discrimination, sexual harassment, or sexual violence involving yourself or other Law School students, faculty, or staff:

(a) Title IX Coordinator for UH Mānoa **Dr. Dee Uwono** Director and Title IX Coordinator  
Hawai'i Hall 124 2500 Campus Road Honolulu, HI 96821 Phone: 956-2299 Email:  
t9uhm@hawaii.edu

(b) Deputy Title IX Coordinator for UH Manoa:  
**Dr. Dee Uwono**, Director and Title IX Coordinator  
Hawaii Hall 124 2500 Campus Road Honolulu, HI 96822  
Phone: (808) 956-2299 Email:t9uhm@hawaii.edu

The William S. Richardson School of Law recognizes the inherent dignity of all individuals and promotes respect for all people. Sexual misconduct will NOT be tolerated. If you have been the victim of sexual misconduct, we encourage you to report this matter promptly. As a faculty

member, I am interested in promoting a safe and healthy educational environment, and should I learn of any sexual misconduct I must report the matter to the Title IX Coordinator, who oversees the University's centralized review, investigation, and resolution process for reports of sexual misconduct, and also coordinates the University's compliance with Title IX.

If you want **direct services** offered by confidential resources within the University, you are encouraged to contact the following resources:

University Health Services Mānoa   808.956.8965   1710 East-West Road Counseling & Student Development Center   808.956.7927   2600 Campus Road QLCSS 312 Office of Gender Equity   808.956.9977   2600 Campus Road QLCSS 210
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These are only a few of the many resources available. For a more comprehensive list, please see the Student Handbook and the following link: <http://manoa.hawaii.edu/genderequity/resources/>

**Content Warning:** Some of the materials covered in this course might remind you of upsetting experiences that you, or a friend or family member, have gone through. If you would like to talk to someone, please know that there are University resources available to you, such as the Counseling Center.

If you would like to discuss a need for reasonable accommodations, please contact Associate Dean for Student Services Trisha Nakamura.