



Rotman Commerce UNIVERSITY OF TORONTO

Course Outline

RSM 325H1S

Legal Environment of Business II

Winter 2015

Course Meets: –Thursday 6:30-8:30pm – WO 25

Instructor: Jaclyn Seidman
E-Mail: jseidman@goodmans.ca
Webpage: <http://portal.utoronto.ca>
Office Hours: To advise at first class.

Course Description and Objectives

This course builds on the legal principles developed in Legal I and canvasses other areas of law that impact a business entity. The course deals with agency law, employment law and other relevant business related topics, including the *Personal Property Security Act* and the rights of the secured creditor. [24L]

Prerequisite: RSM225H1/MGT393H1

Course Objectives

The course is designed to provide students with a basic working understanding of various elements of Canadian "business law". The course will canvas a variety of legal topics that were not covered in RSM 225. As RSM 225 is a prerequisite course, **it is expected that students will be familiar** with business entity law, contract and tort law and will be in a position to integrate this legal knowledge into other areas of law, such as employment law.

The course is designed to be "general" in nature and consequently provides students with an overview of several topics. We anticipate that the course will provide a relevant legal background that will enable students to function more effectively in a commercial environment (e.g. accounting, banking, marketing, not-for-profit etc.).

Required Texts

- Smyth, Soberman & Easson, , **The Law and Business Administration in Canada**, 13th. edition (2012) – Pearson Education. [SSE] ;
- Students will be required to obtain various Ontario Statutes during the term from the Province of Ontario Website <http://www.e-laws.gov.on.ca/tocStatutes E.asp?lang=en>

Determination of Grades:

▪ Term test (in class – February 12, 2015)	30%*
▪ Assignment**	10%
▪ Attendance/Active Participation	10%
▪ Final Examination	<u>50%</u>
	100%

* There is no additional class during the week in which the term test is held.

** One assignment will be issued in the latter part of the course.

Requirements and Criteria

Mid-Term Test

Students may miss a midterm test due to illness or domestic affliction without academic penalty providing the appropriate documentation is received and approved in a timely manner.

In such cases students must notify the Rotman Commerce Office (see below) on the date of the missed midterm and a medical certificate or other supporting evidence must be submitted to the Rotman Commerce Office within 48 hours of the due date of the test date. Students who do not provide the Rotman Commerce Office or the instructor appropriate or sufficient supporting documentation will be given a grade of 0 (zero) for the assignment or test.

Conflicts with respect to the term test time must be discussed with the instructor within the first three classes.

Assignment(s)

1. The assignment must be handed in at the beginning of class when due. **Late submissions will be penalized a deduction of 20% for each day, including the day required for submission.**
2. The assignment will be provided in class. One assignment will be issued after the mid-term. Details with respect to the assignment will be detailed on the actual assignment or discussed in-class. The assignment must be completed in a group.

If an assignment due date is missed for medical reasons and the documentation procedures have been satisfied, this component of the assessment may be modified, substituted or amended at the instructor's discretion.

Learning to work together in teams is an important aspect of your education and preparation for your future careers. That said, project-based teamwork is often new to students and you are therefore reminded of the following expectations with respect to behaviour and contributions to your team project.

1. Read the document entitled, “Working in Teams: Guidelines for Rotman Commerce Students” which is available on the RC portal under the Academic Services tab.

2. When working in a team, Rotman Commerce students are expected to:

- Treat other members with courtesy and respect;
- Honour the ground rules established by the team;
- Contribute substantially and proportionally to the final project;
- Ensure enough familiarity with the entire contents of the group project/assignment so as to be able to sign off on it as original work;
- Meet the project timeline as established by the team.

3. Resolving conflicts:

Conflicts are part of the team’s process of learning how to work together effectively and when handled well can generate creativity and bring-multiple perspectives to the solution.

Student teams are collectively expected to work through their misunderstandings as soon as they arise (and prior to submission of the final project). In cases where teams are unable to arrive at a solution that works for all members, the team must meet with the Rotman Commerce Team Coach** as soon as possible. The Coach will listen to the team and help develop options for improving the team process. All members of the project team must commit to, and, utilize their action plans.

** For an appointment with a Rotman Commerce Team Coach, please contact Nikoleta Vlamis at nikoleta@nikoletaandassociates.com or Elaine Zapotoczny at elaine@nikoletaandassociates.com. Nikoleta and Elaine are highly skilled at facilitating team dynamics and collaboration. Note that the Team Coach’s role is to provide guidance, support and advice on team matters – not to formally evaluate or assess teamwork for academic purposes.

Attendance and Active Participation

Participation is graded on a scale from 1 through 10. The grade is determined based on the following criteria:

- Demonstrates excellent preparation: has analysed readings exceptionally;
- Offers analysis, synthesis, and evaluation of case material;
- Contributes significantly to ongoing discussion; and
- Demonstrates ongoing active involvement.

POLICY AND PROCEDURE

Missed Tests and Assignments (including midterm examinations)

Students who miss a test or assignment for reasons entirely beyond their control (e.g. illness) may submit a request for special consideration. Provided that notification and documentation are provided in a timely manner, and that the request is subsequently approved, no academic penalty will be applied.

In such cases, students must notify Rotman Commerce on the date of the missed test (or due date in the case of course work) and submit supporting documentation (e.g. [Verification of Student Illness or Injury form](#)) to the Rotman Commerce Program Office within **48 hours** of the originally scheduled test or due date. Students who do not provide Rotman Commerce or the instructor with appropriate or sufficient supporting documentation will be given a grade of 0 (zero) for the missed test or course deliverable.

Note that the physician's report must establish that the patient was examined and diagnosed at the time of illness, not after the fact. Rotman Commerce will not accept a statement that merely confirms a report of illness made by the student and documented by the physician.

Midterm Make-up essay	10%
Midterm (submitted as an assignment)	10%
Assignment	15%
Final exam	65%
TOTAL	<u>100%</u>

Remarking requests for term tests & assignments

Requests to have mid-term tests and assignments remarked will be considered if the following conditions are met:

- a) the test/assignment is submitted to the instructor no later than two weeks after the marked test/assignment has been returned to the student;
- b) the student submits with his request a written explanation as to why and where (s)he believes (s)he is entitled to more marks; and
- c) the instructor has no reason to believe the student has made any changes subsequent to the test/assignment being returned.

Students should be aware of the following:

- Several tests/assignments are randomly photocopied before being returned,
- Items submitted for remarking may be remarked in their entirety and the mark awarded may increase, decrease, or remain the same.

Accessibility Needs

The University of Toronto is committed to accessibility. If you require accommodations for a disability, or have any accessibility concerns about the course, the classroom or course materials, please contact Accessibility Services as soon as possible: disability.services@utoronto.ca or <http://www.accessibility.utoronto.ca/>.

Academic Integrity

Academic Integrity is a fundamental value essential to the pursuit of learning and scholarships at the University of Toronto. Participating honestly, respectfully, responsibly, and fairly in this academic community ensures that the UofT degree that you earn will continue to be valued and respected as a true signifier of a student's individual work and academic achievement. As a result, the University treats cases of academic misconduct very seriously.

The University of Toronto's Code of Behaviour on Academic Matters

<http://www.governingcouncil.utoronto.ca/policies/behaveac.htm> outlines the behaviours that constitute academic misconduct, the process for addressing academic offences, and the penalties that may be imposed. You are expected to be familiar with the contents of this document. Potential offences include, but are not limited to:

In papers and assignments:

- Using someone else's ideas or words without appropriate acknowledgement.
- Submitting your own work in more than one course without the permission of the instructor.
- Making up sources or facts.
- Obtaining or providing unauthorized assistance on any assignment (this includes collaborating with others on assignments that are supposed to be completed individually).

On test and exams:

- Using or possessing any unauthorized aid, including a cell phone.
- Looking at someone else's answers
- Misrepresenting your identity.
- Submitting an altered test for re-grading.

Misrepresentation:

- Falsifying institutional documents or grades.
- Falsifying or altering any documentation required by the University, including (but not limited to), medical notes.

All suspected cases of academic dishonesty will be investigated by the following procedures outlined in the *Code of Behaviour on Academic Matters*. If you have any question about what is or not is permitted in the course, please do not hesitate to contact the course instructor. If you have any questions about appropriate research and citation methods, you are expected to seek out additional information from the instructor or other UofT resources such as College Writing Centres or the Academic Success Centre.

Email

At times, the course instructor may decide to communicate important course information by email. As such, all UofT students are required to have a valid UTmail+ email address. You are responsible for ensuring that your UTmail+ email address is set up AND properly entered on the ROSI system. For more information please visit <http://help.ic.utoronto.ca/category/3/utmail.html>

Forwarding your utoronto.ca email to a Hotmail, Gmail, Yahoo or other type of email account is not advisable. In some cases, messages from utoronto.ca addresses sent to Hotmail, Gmail or Yahoo accounts are filtered as junk mail, which means that important messages from your course instructor may end up in your spam or junk mail folder.

Blackboard and the Course Page

The online course page for this course is accessed through Blackboard. To access the course page, go to the UofT Portal login at <https://portal.utoronto.ca/> and log in using your UTORid and password. Once you have logged in, look for the My Courses module where you'll find the link to all your course websites. If you don't see the course listed here but you are properly registered for the course in ROSI, wait 48 hours. If the course does not appear, go to the Information Commons Help Desk in Robarts Library, 1st floor, for help, or explore the Portal Information and Help at www.portalinfo.utoronto.ca/students and review the Frequently Asked Questions.

Recording Lectures

Lectures and course materials prepared by the instructor are considered by the University to be an instructor's intellectual property covered by the Canadian Copyright Act. Students wishing to record a lecture or other course material in any way are required to ask the instructor's explicit permission, and may not do so unless permission is granted (note: students who have been previously granted permission to record lectures as an accommodation for a disability are, of course, excepted). This includes tape recording, filming, photographing PowerPoint slides, Blackboard materials, etc.

If permission is granted by the instructor (or via Accessibility Services), it is intended for the individual student's own study purposes and does not include permission to "publish" them in anyway. It is absolutely forbidden for a student to publish an instructor's notes to a website or sell them in any other form without formal permission.

Standard of Conduct in this Course

Since this course is part of a degree designed to give you a broad understanding of the world of business, we aim to run the course in a way which will be consistent with the world of business - where many of you will spend your working lives. We strive to provide accurate information, quality materials and good service, consistent with our obligations to maintain the high academic standards of the Rotman Commerce Program.

In return we expect that you will conduct yourself in a way that prepares you for the world of work.

1. We start on time, so please do not arrive late and disrupt others.
2. Leaving class early is also disruptive to your colleagues and will not be permitted unless you

have made prior arrangements with the instructor.

3. Turn off your cell phone, pager, and watch alarm.
4. Keep up to date. Make sure that you know the class schedule. Check on the course web page for updates and posted materials.
5. During the class, respect the learning opportunities of others. Don't distract others by chatting to your neighbour. Our hope is that you will not only contribute in class to your own learning, but also to that of others.

**PLEASE BE AWARE OF THE LAST DAY TO DROP THE COURSE WITHOUT PENALTY
(March 8) – REFER TO THE FACULTY OF ARTS AND SCIENCE COURSE CALENDAR**

DETAILED COURSE OUTLINE -

EMPLOYMENT & OTHER RELATIONSHIPS

January 8, 2015 - Class One

Agency and Franchising

Basic concepts, application and responsibilities

Readings: SSE - Chapter 17

January 15, 2015 - Class Two

Employment Law

Overview of the law governing employment including wrongful dismissal.

Readings: SSE - Chapter 18

Selected Extracts: - *Employment Standards Act*
- *Human Rights Code*

CREDITOR RELATIONSHIPS AND PROPERTY

January 22, 2015 - Class Three

Intellectual Property

Trademarks, patents, trade secrets and other intellectual property

Readings: SSE - Chapter 20

January 29, 2015 - Class Four

Secured Transactions – Part 1

The nature of being a secured creditor.
Security Agreements
Overview of the PPSA.

Readings: SSE - Chapter 28

Selected extracts - *Personal Property Security Act*

February 5, 2015 - Class Five

Secured Transactions – Part 2

Creditors' Rights

An overview of elements of the *Bankruptcy and Insolvency Act*

Readings: SSE - Chapter 29 (as directed)

February 12, 2015 - Class Six

MIDTERM

February 26, 2015 – Class Seven

Real Property Law and Mortgages

Overview of the law dealing with interests in land and related mortgages

Readings: SSE - Chapter 21 and 23

GOVERNMENT RELATIONSHIPS

March 5, 2015 - Class Eight

Charter of Rights and Constitution

Readings: SSE - Chapter 1
Handout

March 12, 2015- Class Nine

Government Regulation – Competition Law

Government Regulation - Consumer Protection Legislation

Government Regulation – International Business

Protection for the buyer and remedies for the seller.

Readings: SSE - Chapter 30 and 31
Selected Extracts - *Sales of Goods Act*
- *Consumer Protection Act*
- *Extracts – Competition Act (RSC)*

March 19, 2015 - Class Ten

Administrative Process

Fairness and natural justice in the administrative process - overview of administrative law;

Readings: Class handout

Extracts: Statutory Powers and Procedures Act

March 26, 2015 - Class Eleven

Remedies for Breach

General review of the nature of damages and remedies.

Readings: SSE - Chapter 13

April 2, 2015 Class Twelve

Insurance

Landlord and Tenant

Readings: SSE - Chapter 16 and 22

Possible topics:

Electronic Commerce or alternate topic assigned in class. (Instructor to advise)

Readings: SSE – Chapter 32