

NATIONAL UNIVERSITY OF SINGAPORE
NUS Business School
Department of Strategy & Policy

BSP1702/BSP1702X/BSP1004/BSP1004X
-Legal Environment of Business

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Session : Semester I, 2019/2020

Course Objectives

This module is intended to equip students who will be future business managers with legal knowledge that is relevant to commercial transactions so that they can, not only understand the rights and obligations of a business, but also take appropriate actions, both before and after the problem arises – so as to reduce possible negative impact on the business or to advance the interests of the business. The module will also discuss the interaction between law and ethics and further some international (particularly Asian) comparisons and e-commerce issues will be addressed in order to prepare students for a world which is highly globalised and digitalised.

Course Outcomes

Being able to:

- (1) predict the legal outcomes for common problems that may arise in a typical business setting,
- (2) take appropriate measures (both law and non-law related) to deal with such problems before/after they arise and
- (3) articulate views relating to the subject at least in a class setting.

Course Overview

Part 1

The course starts off introducing the legal environment in which a business operates and topics covered include the relationship between business and law on one hand and ethics and law on the other.

In addition, the different commercial dispute resolution methods, including mediation and arbitration, will be highlighted, the latter being particularly significant in the

international business context.

Further, issues pertaining to legal advice, in particular, the importance of giving proper instructions and how otherwise, the interests of a business may be adversely affected, will also be addressed.

One of the first questions that an entrepreneur would face, namely, what sort of vehicle should he choose to run his business. The business structures covered are sole-proprietorships, partnerships, companies, limited liability partnerships, limited partnerships and joint ventures. A cost-benefit approach will be used to highlight the differences between these various structures.

Part III

A business would deal with a whole range of persons, including suppliers, bankers, financiers, distributors, marketers, insurers, transporters, warehousemen, landlords, contractors, franchisees, agents, employees and consumers. A business's relationship with all these parties is primarily governed by contract and it is estimated that nearly 85% of business disputes are contractual in nature. Thus it is crucial that a business has good understanding of how contracts work.

Topics covered include general contractual principles as well as contractual principles relating to specific situations such as those relating to the sale of products and services.

Part IV

Besides incurring liabilities or acquiring rights under a contract, a business may also incur liabilities or acquire rights on other grounds.

Topics covered encompass, negligence liability of a business, including that of manufacturers, distributors, importers, developers, contractors, employers, accountants, stockbrokers and bankers.

In addition, the business protection of intellectual property rights (such as passing off and trademarks) and confidential information will be examined.

These aside, some other regulations which may affect a business, such as those arising under the Competition Act and Personal Data Protection Act will also be examined.

Course Schedule

Week	Lecture Topic
1	Introduction to Law, Ethics and Dispute Resolution
2	Setting up a Business I
3	Setting up a Business II
4	Entering into a Contract
5	Understanding Terms of Contract
6	Avoiding Factors that may Affect the Contract
Recess Week	
7	Terminating the Contract
8	Suing for Breach of Contract
9	Dealing with Product Liability
10	Dealing with Business Torts (Negligence, Vicarious Liability)
11	Protecting Intellectual Property (Passing Off, Trade Marks, Confidential Information)
12	Avoiding Anti-Competitive Practices (E-Learning)
13	Wrap-Up

Reading List

A. Textbooks

Recommended Textbook:

Ravi Chandran: Introduction to Business Law in Singapore – 5th Edition
Or Benny Tabalujan: Singapore Business Law – 7th Edition

B. Reference Books

Walter Woon: Company Law
Andrew Phang: Law of Contract
PS Atiyah - The Sale of Goods

C. Cases

Various cases (from Lawnet.com) to read would be assigned as the course progresses.

Methods of Assessment

Group Assignment 1: 20%

Group Assignment 2: 20%

Individual Class Participation: 20%

Personal Reflection Paper: 10%

Final Examination: 30%

Further Details about Assessment:

As for the group assignment 1, each group would typically consist of 5 students. The group assignment (relating to learning outcomes (1) and/or (2)) and it will involve answering highlighted questions in the tutorial. There is no word limit, but marks may be deducted for irrelevant content. There will also be no presentation. The grading rubrics is available on LumiNUS.

This is a “group project” and hence there should be a collaborative effort. If it suspected that there is no collaborative effort (eg: the writing styles or approaches are very obviously different), marks may be deducted. In addition, there should be no free-riders. Hence if a group member/s has not contributed much to the project, please inform the instructor who will deal with it accordingly.

As for group assignment 2, this relates to weekly short in-class assignments (relating to learning outcome (1)).

As for class participation (relates to learning outcome (3)), this includes answering and asking questions in class. It is very crucial that you participate actively. This would make it more interesting for all. It forces you to think on the spot and also builds your confidence. Your participation will be monitored and taken note of on a weekly basis. I cannot emphasise enough the importance of this. However please approach this in a positive and friendly manner. Mere talking for the sake of it would not reflect well at all on the student and marks may be deducted. Similarly unhelpful behaviour such as over domination, aggressiveness or mocking at other students may also result in marks being deducted. Subject to that, for each session, the grading is as follows:

0	Does not participate or contribute in any meaningful way.
1	Some participation which has some value.
2	Significant participation which has good value.

Please note that participation in discussion forums or within groups or sending questions via email (though certainly encouraged) is not counted as class participation.

As for the personal reflection paper, it will largely relate to learning outcome (2) above, and the word limit is 500 words. It will be marked based on depth of understanding, maturity and perceptiveness. It will be due at the end of the course.

As for the final examination, it is an open-book examination and it will be based learning outcome (1) and possibly (2). It is likely to be an e-exam. You can bring in any relevant material which is not in breach of copyright law. Since it is an open book examination, the emphasis would not be on whether you have memorized certain topics. Rather the emphasis would be on your thinking/reasoning skills. The grading rubrics is available on LumiNUS.

Plagiarism

Academic integrity and honesty is essential for the pursuit and acquisition of knowledge. The University and School expect every student to uphold academic integrity & honesty at all times. Academic dishonesty is any misrepresentation with the intent to deceive, or failure to acknowledge the source, or falsification of information, or inaccuracy of statements, or cheating at examinations/tests, or inappropriate use of resources.

Plagiarism is 'the practice of taking someone else's work or ideas and passing them off as one's own' (The New Oxford Dictionary of English). The University and School will not condone plagiarism. Students should adopt this rule - You have the obligation to make clear to the assessor which is your own work, and which is the work of others. Otherwise, your assessor is entitled to assume that everything being presented for assessment is being presented as entirely your own work. This is a minimum standard. In case of any doubts, you should consult your instructor.

Additional guidance is available at:

<http://www.nus.edu.sg/registrar/adminpolicy/acceptance.html#NUSCodeofStudentConduct>

Online Module on Plagiarism:

<http://emodule.nus.edu.sg/ac/>

Contacting the Facilitator:

If you have any queries regarding the course, *do not hesitate* to contact your facilitator or use the discussion forum/e-mail.