

USC Gould

School of Law

INTERNATIONAL BUSINESS TRANSACTIONS Fall 2018

LAW-764 | Section 3470 | Units: 3

SYLLABUS

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8:00 a.m. – 9:15 a.m., Mondays & Wednesdays, Room 1

COURSE DESCRIPTION:

This course is an introduction to the legal principles and practices involved in private business transactions that are international in character (i.e., the parties have their places of business in different nation-states or the transactions involve the movement of goods, services, capital, knowledge or technology across the boundaries of different nations). Included among the areas covered will be (1) import-export transactions, (2) licensing and distribution arrangements, and (3) foreign-direct investments.

The course is intended to provide a broad overview for those planning to engage in general commercial practice, as well as a foundation for further study for those planning to specialize in the field of international business transactions.

TEXTBOOK:

The assigned textbook for the course is *International Business Transactions: Problems; Cases; and Materials*, by Daniel C. K. Chow and Thomas J. Schoenbaum, 3rd Edition, published by Aspen Publishers.

COURSE GRADING:

100% of the student's final grade will be determined by performance on a final exam (in-class) at the end of the semester.

INTERACTIVE ACTIVITIES (non-graded):

In addition to regular in-class discussions from assigned readings, there may be other in-class activities such as interaction with guest speakers, student presentations, and mock skills activities (deal negotiations, contract clause drafting, etc.). These discussions and activities will not form part of the student's final grade, but are intended to provide value to the student by enhancing the student's practical legal and business skills and knowledge regarding international business transactions.

COURSE SCHEDULE: (Subject to change)

| Class | Suggested Reading |
|--------------|---|
| 1. | Welcome: Course Overview, Policies, and Intro (no suggested reading) Monday, August 20 |
| 2. | Introduction to International Business Transactions (Chapter 1, pp.1-47) Wednesday, August 22 |
| 3. | Introduction to International Business Transactions (<i>continued</i>) (Chapter 1, pp. 1-47) Monday, August 27 |
| 4. | International Sale of Goods: Overview of the International Sales Transaction (Chapter 2, pp. 49-67) Wednesday, August 29 |
| 5. | USC HOLIDAY (No class) Monday, September 3 – Happy Labor Day |
| 6. | International Sale of Goods: Export Trade Matters (Chapter 2, pp. 128-134) Wednesday, September 5 |
| 7. | International Sale of Goods: Import Trade Matters (Chapter 2, pp. 134-164) Monday, September 10 |
| 8. | International Sale of Goods: Import Trade Matters (<i>continued</i>) (Chapter 2, pp. 134-164) Wednesday, September 12 |
| 9. | The Sales Contract (Chapter 3, pp. 165-224) Monday, September 17 |
| 10. | The Sales Contract (<i>continued</i>) (Chapter 3, pp. 165-224) Wednesday, September 19 |
| 11. | Letters of Credit (Chapter 4, pp. 225-281) Monday, September 24 |
| 12. | Letters of Credit (<i>continued</i>) (Chapter 4, pp. 225-281) Wednesday, September 26 |

Class Suggested Reading

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| 13. | Non-Establishment Forms of International Business: Agency/Distributorship, Technology Transfer/Licensing, and Business Format Franchising (Chapter 5, pp. 283-347) |
| | Monday, October 1 |
| 14. | Non-Establishment Forms of International Business: Agency/Distributorship, Technology Transfer/Licensing, and Business Format Franchising (<i>continued</i>) (Chapter 5, pp. 283-347) |
| | Wednesday, October 3 |
| 15. | Foreign Direct Investment: Overview, Global Trends, International Investment Law, and the U.S. Foreign Corrupt Practices Act (Chapter 6, pp. 365-423) |
| | Monday, October 8 |
| 16. | Foreign Direct Investment in the European Union (Chapter 6, pp. 423-457) |
| | Wednesday, October 10 |
| 17. | Foreign Direct Investment in China (Chapter 6, pp. 457-491) |
| | Monday, October 15 |
| 18. | Foreign Direct Investment in Brazil (Chapter 6, pp. 492-523) |
| | Wednesday, October 17 |
| 19. | Foreign Direct Investment in the U.S. (no suggested reading) |
| | Monday, October 22 |
| 20. | Protecting IP Rights: Commercial Piracy (Chapter 7, pp. 525-552) |
| | Wednesday, October 24 |
| 21. | Protecting IP Rights: TRIPS (Chapter 7, pp. 553-566) |
| | Monday, October 29 |
| 22. | Protecting IP Rights: Gray-Market Goods and Parallel Imports (Chapter 7, pp. 566-585) |
| | Wednesday, October 31 – Happy Halloween |
| 23. | Dispute Resolution: Introduction (Chapter 8, pp. 587-593) |
| | Monday, November 5 |

| Class | Suggested Reading |
|--------------|---|
| 24. | Dispute Resolution: Arbitration (Chapter 8, pp. 593-619) Wednesday, November 7 |
| 25. | Dispute Resolution: Litigation (Chapter 8, pp. 619-712) Monday, November 12 |
| 26. | Dispute Resolution: Litigation (<i>continued</i>) (Chapter 8, pp. 619-712) Wednesday, November 14 |
| 27. | Dispute Resolution: Litigation (<i>continued</i>) (Chapter 8, pp. 619-712) Monday, November 19 |
| 28. | Corporate Social Responsibility (Chapter 9, pp. 713-737): Stop reading at the end of "A Guide for the Perplexed" (Do not read "III. Exporting Hazard" or "IV. Liability for Industrial Accidents") Tuesday, November 20 – Happy Thanksgiving *USC SCHEDULING NOTE: During Thanksgiving week, USC requires all Wednesday classes to meet on Tuesday, instead of Wednesday. Please note this unique week/date in your personal calendars. |
| 29. | <u>Review Session:</u> Review of Chapters 1-4 Monday, November 26 |
| 30. | <u>Review Session (continued):</u> Review of Chapters 4-9 Wednesday, November 28 |
| 31. | <u>Final Exam:</u> Monday, December 3 9:00 am, In-Class |

See the following page for the USC Statement on Academic Conduct & Support Systems.

**University of Southern California
Statement on Academic Conduct and Support Systems**

Academic Conduct:

Plagiarism – presenting someone else's ideas as your own, either verbatim or recast in your own words – is a serious academic offense with serious consequences. Please familiarize yourself with the discussion of plagiarism in *SCampus* in Part B, Section 11, "Behavior Violating University Standards" policy.usc.edu/scampus-part-b. Other forms of academic dishonesty are equally unacceptable. See additional information in *SCampus* and university policies on scientific misconduct, <http://policy.usc.edu/scientific-misconduct>.

Support Systems:

Student Counseling Services (SCS) – (213) 740-7711 – 24/7 on call

Free and confidential mental health treatment for students, including short-term psychotherapy, group counseling, stress fitness workshops, and crisis intervention. engemannshc.usc.edu/counseling

National Suicide Prevention Lifeline – 1 (800) 273-8255

Provides free and confidential emotional support to people in suicidal crisis or emotional distress 24 hours a day, 7 days a week. www.suicidepreventionlifeline.org

Relationship and Sexual Violence Prevention Services (RSVP) – (213) 740-4900 – 24/7 on call

Free and confidential therapy services, workshops, and training for situations related to gender-based harm. engemannshc.usc.edu/rsvp

Sexual Assault Resource Center

For more information about how to get help or help a survivor, rights, reporting options, and additional resources, visit the website: sarc.usc.edu

Office of Equity and Diversity (OED)/Title IX Compliance – (213) 740-5086

Works with faculty, staff, visitors, applicants, and students around issues of protected class. equity.usc.edu

Bias Assessment Response and Support

Incidents of bias, hate crimes and microaggressions need to be reported allowing for appropriate investigation and response. studentaffairs.usc.edu/bias-assessment-response-support

The Office of Disability Services and Programs

Provides certification for students with disabilities and helps arrange relevant accommodations. dsp.usc.edu

Student Support and Advocacy – (213) 821-4710

Assists students and families in resolving complex issues adversely affecting their success as a student EX: personal, financial, and academic. studentaffairs.usc.edu/ssa

Diversity at USC

Information on events, programs and training, the Diversity Task Force (including representatives for each school), chronology, participation, and various resources for students. diversity.usc.edu

USC Emergency Information

Provides safety and other updates, including ways in which instruction will be continued if an officially declared emergency makes travel to campus infeasible. emergency.usc.edu

USC Department of Public Safety – UPC: (213) 740-4321 – HSC: (323) 442-1000 – 24-hour emergency or to report a crime.

Provides overall safety to USC community. dps.usc.edu