

# GESM120g: Are Corporations People?

Spring 2019

**Class Location:** THH 106

**Class Time:** 9:30-10:50am Tuesday/Thursday

**Instructor:** Dr. Kenneth Silver

**Email:** [kmsilver@usc.edu](mailto:kmsilver@usc.edu)

**Office:** Mudd Hall of Philosophy, basement room B5C

**Office hours:** Friday, 11am-1pm, or by appointment

## Course Description

We often hear the slogan in the news and on placards, “Corporations are not people!” Corporations don’t breathe or bleed, so, in one sense this sounds obvious. But then, what’s all of the fuss about? The question is: Just what is it to be a person? And what does it take to merit the rights and privileges to which people are entitled? In this class, we will explore the foundation of our rights as people, as citizens, and as humans. This will help us to get a better grip on who we are and why we take ourselves to be morally significant. Ultimately, thinking deeply about what makes us persons will help us arrive at a more informed opinion concerning whether or not there is a relevant sense in which corporations *are* people as well.

## Course objectives

- 1) Come to a deeper understanding of what makes something a person, and apply this understanding to critical questions in politics, economics, and the law.
- 2) Develop analytical skills through critical reading and clear writing.
- 3) Cultivate speaking and listening skills through in-class discussion.

## Prerequisites

There are no prerequisites for this course.

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## Books needed for the course

None. We will primarily be reading articles that can be obtained from the university’s online catalogue.

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## Paper and Exam Dates

Short Argument Paper opportunities Sundays at 5pm after every week

Long Paper Assignment due Wednesday, May 1<sup>st</sup> at 5pm

Exam on Tuesday, May 7<sup>th</sup> 8-10am

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## Schedule of readings and lectures

Make sure to do all of the readings listed for a day before that class.

### Week 1

Tues. Jan. 8<sup>th</sup>

**Reading:** No reading.

Lecture: Introduction to the topic and philosophical methodology

Thurs. Jan. 10<sup>th</sup>

**Reading:** Winkler, A. (2018). *We the Corporations*. **Read: Chapter 2.**

Lecture: Recognizing trends in corporate rights cases

### Week 2

Tues. Jan. 15<sup>th</sup>

**Reading:** *Citizens United v. Federal Election Comm'n*, 558 U.S. No.08-205 (2010) (Stevens, J.).

**Read: Introduction, 28-41, 75-83.**

Lecture: A closer look at the opinions in *Citizens United*

Thurs. Jan. 17<sup>th</sup>

**Reading:** *Citizens United v. Federal Election Comm'n*, 558 U.S. No.08-205 (2010) (Scalia, J.).

Lecture: Continued discussion of the reasoning in *Citizens United*

**You must have completed one of your Short Argument Papers by this Sunday.**

### Week 3

Tues. Jan. 22<sup>nd</sup>

**Reading:** Jensen, M. & Meckling, W. (1976) "Theory of the Firm: Managerial Behavior, Agency Costs and Ownership Structure," *Journal of Financial Economics*, 3: 305-360. **Read pp. 305-313.**

Lecture: The firm as a legal fiction and agency costs

Thurs. Jan. 24<sup>th</sup>

**Reading:** Phillips, M. (1992) "Corporate Moral Personhood and Three Conceptions of the Corporation," *Business Ethics Quarterly*, 2(4): 435-459.

Lecture: The relation between corporations and groups

#### Week 4

Tues. Jan. 29<sup>th</sup>

**Reading:** Frankfurt, H. (1971) "Free Will and the Concept of a Person," *The Journal of Philosophy*, 68(1): 5-20.

Lecture: Persons, desires, and freedom

Thurs. Jan. 31<sup>st</sup>

**Reading:** Dennett, D. (1976) "Conditions of Personhood" in *The Identities of Persons*, ed. Rorty, R. Berkeley: University of California Press. pg. 175-196. **Read 175-185, bottom of 191-194.**

Lecture: Persons, consciousness, and self-consciousness

#### Week 5

Tues. Feb. 5<sup>th</sup>

**Reading:** French, P. (1979) "The Corporation as a Moral Person," *American Philosophical Quarterly*, 16: 207-15.

Lecture: Are corporations people? A direct discussion

Thurs. Feb. 7<sup>th</sup>

**Reading:** Velasquez, M. (1983) "Why Corporations Are Not Morally Responsible for Anything They Do," *Business & Professional Ethics Journal*, 2: 1-18.

Lecture: Against corporate responsibility

#### Week 6

Tues. Feb. 12<sup>th</sup>

**Reading:** Manning, R. (1984) "Corporate Responsibility and Corporate Personhood," *Journal of Business Ethics*, 3(1):77-84.

Lecture: The difference between a person and an agent

Thurs. Feb. 14<sup>th</sup>

**Reading:** Werhane, P. (1980) "Formal Organizations, Economic Freedom and Moral Agency," *The Journal of Value Inquiry*, 14(1): 43-50.

Lecture: Responsibility without agency

**You must have completed the second of your Short Argument Papers by this Sunday.**

## Week 7

Tues. Feb. 19<sup>th</sup>

**Reading:** Pettit, P. (2017) "The Conversable, Responsible Agent" in Orts & Smith (Eds.), *The Moral Responsibility of Firms* (pp.15-33).

Lecture: Conversable agents and the discursive dilemma

Thurs. Feb. 21<sup>st</sup>

**Reading:** Copp, D. (2006) "On the Agency of Certain Collective Entities: An Argument from 'Normative Autonomy,'" *Midwest Studies of Philosophy*, 30: 194-221. **Read pp.194-200, 206-207, 211-220.**

Lecture: Arguments for and against corporate agency

## Week 8

Tues. Feb. 26<sup>th</sup>

**Reading:** Rönnegard, D. (2013) "How Autonomy Alone Debunks Corporate Moral Agency," *Business & Professional Ethics Journal*, 32(1-2): 77-106. **Read 81-97.**

Lecture: Corporate freedom: Against

Thurs. Feb. 28<sup>th</sup>

**Reading:** Hess, K. (2014) "The Free Will of Corporations (and Other Collectives)," *Philosophical Studies*, 168(1): 241-260.

Lecture: Corporate freedom: For

## Week 9

Tues. March 5<sup>th</sup>

**Reading:** Tollefsen, D. (2008) "Affectivity, Moral Agency, and Corporate-Human Relations," *APA Newsletter on Philosophy and Law*, 7(2):9-13. And French's response to Tollefsen. **Read pp.9-13, 16-18.**

Lecture: Corporate emotions

Thurs. March 7<sup>th</sup>

**Reading:** Hess, K. & Björnsson, G. (2016) "Corporate Crocodile Tears? On the Reactive Attitudes of Corporate Agents," *Philosophy and Phenomenological Research*, DOI: 10.1111/phpr.12260.

Lecture: Do corporations have reactive attitudes?

### Week 10

Tues. March 19<sup>th</sup>

**Reading:** Hasnas, J. (2012) "Reflections on Corporate Moral Responsibility and the Problem Solving Technique of Alexander the Great," *Journal of Business Ethics*, 107: 183-195.

Lecture: Is it worth holding corporations morally responsible?

Thurs. March 21<sup>st</sup>

**Reading:** Sepinwall, A. (2017) "Blame, Emotion, and the Corporation." In Orts, E. W. & Smith, N. C. (Eds.), *The Moral Responsibility of Firms* (pp. 143-166). Oxford University Press.

Lecture: Is it even *possible* to hold corporations morally responsible?

**You must have completed the third of your Short Argument Papers by this Sunday.**

### Week 11

Tues. March 26<sup>th</sup>

**Reading:** MacLachlan, A. (2015) "'Trust Me, I'm Sorry': The Paradox of Public Apology," *The Monist*, 98: 441-456.

Lecture: The paradox of public apologies.

Thurs. March 28<sup>th</sup>

**Reading:** Koehn, D. (2013) "Why Saying 'I'm Sorry' Isn't Good Enough: The Ethics of Corporate Apologies," *Business Ethics Quarterly*, 23(2): 239-268.

Lecture: Corporate apologies.

### Week 12

**Reading:** Jaworska, A. & Tannenbaum, J. (2013) "The Grounds of Moral Status," *The Stanford Encyclopedia of Philosophy*, Edward N. Zalta (ed.), URL = <<https://plato.stanford.edu/archives/sum2013/entries/grounds-moral-status/>>.

Lecture: When is something worthy of moral consideration?

Thurs. April 4<sup>th</sup>

**Reading:** Kittay, E. (2005) "At the Margins of Moral Personhood," *Ethics*, 116(1): 100-131. **Read 100-101, 109-131.**

Lecture: Factors beyond mental capacities necessary for personhood

### Week 13

Tues. April 9<sup>th</sup>

**Reading:** Jaworska, A. (2007) “Caring and Full Moral Standing,” *Ethics*, 117: 460–497. **Read pp. 460-464, 476-494.**

Lecture: The importance of caring and emotions

Thurs. April 11<sup>th</sup>

**Reading:** Hess, K. (2013) “If You Tickle Us...?: How Corporations Can Be Moral Agents Without Being Persons,” *Journal of Value Inquiry*, 47, pg. 319-335.

Lecture: Are corporations vulnerable enough to matter?

### Week 14

Tues. April 16<sup>th</sup>

**Reading:** Sepinwall, A. (2015) “Denying Corporate Rights and Punishing Corporate Wrongs,” *Business Ethics Quarterly*, 25(4): 517-534.

Lecture: Are corporations vulnerable enough to matter?

Thurs. April 18<sup>th</sup>

**Reading:** No reading.

Lecture: Catch-up on material.

### Week 15

Tues. April 23<sup>rd</sup>

**Reading:** Silver, K. (forthcoming) “Can a Corporation Be Worthy of Moral Consideration?” *Journal of Business Ethics*.

Lecture: Are corporations moral patients?

Thurs. April 25<sup>th</sup>

**Reading:** Hasnas, J. (forthcoming) “Should Corporations Have the Right to Vote? A Paradox in the Theory of Corporate Moral Agency,” *Journal of Business Ethics*, DOI: 10.1007/s10551-016-3172-0.

Lecture: Corporate rights run amuck?

**You must have completed the fourth of your Short Argument Papers by this Sunday.**

**Long Paper Assignment: Wednesday, May 1<sup>st</sup> 5pm**

**Final Exam: Tuesday, May 7<sup>th</sup> 8-10am**

### **Course requirements**

1. Regular attendance and participation at lectures. This counts for 15% of the course grade.
2. Unannounced in-class 10 minute quizzes on the reading assigned for that class session. This counts for 10% of the course grade.
3. Four Short Argument Papers. If you do a fifth paper, then I will only grade your best four. This counts for 35% of the course grade. They are graded out of 20 points.
4. One Long Paper Assignment. This counts for 20% of the course grade.
5. An essay final examination. This counts for 20% of the course grade.

### **Grading Scale**

Course final grades will be determined using the following scale

A	93-100
A-	90-92
B+	87-89
B	83-86
B-	80-82
C+	77-79
C	73-76
C-	70-72
D+	67-69
D	63-66
D-	60-62
F	59 and below

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## **Course policies**

### **Paper submission, deadlines and format**

Please submit your papers through Blackboard. Please format your papers as follows: 12-point font, double-spaced, at least one inch margins all around, your name on the top right-hand corner of the first page. Do not include your student ID number or any other possibly sensitive identifying information on your papers or any other correspondence with instructors.

Late papers, if accepted, will have their grade reduced by 1/2 of a grade for each day beyond the due date.

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### **Classroom protocol**

During quizzes or examinations: All books, notes, and screened devices (including laptop computers, tablets, smartphones, and smartwatches) must be stowed away. If you do not have the means to stow these materials out of sight (e.g. in a backpack or other bag, or under a sweater, etc.) you may bring them to the front of the classroom and retrieve them at the end of the writing exercise. Additionally, no earphones may be worn during the period of the writing exercise. Violations of these prohibitions constitute an academic integrity violation.

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### **Communication**

I will strive to respond promptly to your e-mail inquiries, comments, etc. Given the volume of e-mail I receive, it will help us if you will begin the subject line of your messages with 'Business Ethics'. Examples: 'Business Ethics request for a meeting' or 'Business Ethics question'.

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### **Students with disabilities**

Any student who has registered with the office of Disability Services and Programs (DSP) and who has been certified by DSP as needing specific accommodations will gladly be afforded those accommodations. Please meet with the instructor as early as possible in the semester to discuss the best ways of providing these accommodations. I am very glad to work with you to tailor the course requirements to your specific needs subject to considerations of general fairness for all students in the class.

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### **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" <https://policy.usc.edu/student/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>.

Discrimination, sexual assault, intimate partner violence, stalking, and harassment are prohibited by the university. You are encouraged to report all incidents to the *Office of Equity and Diversity/Title IX Office* <http://equity.usc.edu> and/or to the *Department of Public Safety* <http://dps.usc.edu>. This is important for the health and safety of the whole USC community. Faculty and staff must report any information regarding an incident to the Title IX Coordinator who will provide outreach and information to the affected party. The sexual assault resource center webpage <http://sarc.usc.edu> fully describes reporting options. Relationship and Sexual Violence Services <https://engemannshc.usc.edu/rsvp> provides 24/7 confidential support.

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## **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](http://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](http://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](http://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](http://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](http://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](http://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](http://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](http://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](http://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](http://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](http://dps.usc.edu)