

Course Title	<b>Comparative Forms of Business and Social Enterprise</b>
Instructor	SUTTER, A. J.
Credit	2 Credits
Course Number	LPX3901

#### ■Course Objectives

To consider the various forms of business and social organizations around the world.

#### ■Course Contents

Do entrepreneurs have more flexibility to set up a company in other countries than in Japan? How about to set up an NPO? Or suppose someday your boss asks you to create a subsidiary overseas – what would you do? In this course we'll take a "big-picture" view of the forms of companies around the world, including US, France, Germany, Italy, EU, China, and SE Asia. The goal is for you to get a feeling for their similarities and differences, not to memorize details of specific countries' laws. We'll consider not only the for-profit economy, but also the "social economy" of NPOs, associations, cooperatives, and other entities.

I base this course on my roughly 30 years of experience in the business world. So regardless of whether you want to work as a 会社員 (office worker), or else to create your own company or NPO someday, you can be assured that the course material is very practical. Our purpose will be both to learn about doing overseas business, and to think about how Japan's laws might be improved. We'll also see how business and social issues are not so easily separated from legal ones.

IMPORTANT NOTE: The course schedule listed below is typical of the past, but actual contents vary from year to year. As in all my courses, contents may change so that we can discuss any important events in the news that relate to the subject matter of the course. Typical classes are lecture, but many have some in-class group exercises.

#### ■Course Schedule

1. Introduction
2. Overview of civil & common law legal traditions
3. Unincorporated business organizations (UBOs): Legal personality; Sole proprietorships; General partnerships
4. UBOs: Limited liability; Limited partnerships
5. UBOs: Asset segregation; Partnership management and accounting
6. UBOs: Transfer of ownership interests; Hybrid organizations
7. Corporations: Introduction
8. Corporations: Stock and securities
9. Corporations: "Piercing the veil" and doing business overseas
10. Corporations: Capital requirements (for formation and dividends)
11. Fiduciary duties; Corporate social responsibility
12. Alternative enterprises: Foundations and associations
13. Alternative enterprises: Non-profit organizations (NPOs and NGOs)
14. Alternative enterprises: Cooperatives; Summary and conclusion

#### ■Study Required Outside of Class

You should be comfortable listening and reading about serious subjects in English. This is a law class, NOT a class in English conversation or reading practice. However, it's OK if you don't speak perfect English or read it as quickly as a native speaker. You will be allowed to read the final exam at least 24-48 hours before taking it, so don't worry if you read English slowly. It is recommended that you have already studied civil law, corporate law or both, but this is not required. Students from outside the College of Law and Politics, such as in business or management studies are welcome.

#### ■Evaluation

Written Exam (100%)

Good attendance will be weighted up to 30% of the final grade.

#### ■Textbooks

No textbook: professor's handouts only. All materials will be made available on CHORUS. It is your responsibility to check this class's Notices and Materials sections of CHORUS before class.

Course Title	<b>Space Law</b>
Instructor	SUTTER, A. J.
Credit	2 Credits
Course Number	LPX3901

#### ■Course Objectives

To get a general understanding of the methods of law and legal systems, through the example of outer space.

#### ■Course Contents

No one lives permanently yet in outer space, but already there's a lot of law that applies to it. Space is a microcosm (a "mini-universe") of the types of legal issues that we encounter here on earth. International law, national laws and even the laws of subnational units such as states and provinces all are relevant to it.

Some questions we'll consider include: Just where does space begin, anyway? Airplanes need permission to fly over countries, but what about satellites? What are the legal consequences when debris from one country's spacecraft, such as a chip of metal or paint, smashes into another country's satellite -- or astronaut -- at a speed 5 or 6 times faster than a bullet from a gun? Can space be used for military purposes? If you want to start a space tourism business, what are some legal issues you will face? Can private companies mine the Moon and asteroids, and then sell the products back on Earth?

This course uses space as an example of how laws and legal systems work and interact. Our emphasis will be on general principles, such as the importance of definitions in law, the idea of liability, and the relationship between public international law and other types of law. Of course, we'll also touch on topics from business, politics and science. Maybe you believe that law is boring, but I hope this course will change your thinking.

IMPORTANT NOTE: This is still a relatively new course. The course schedule listed below is roughly what we covered in the past, but actual contents may vary as I try to improve the course. As in all my courses, contents may change so that we can discuss any important events in the news that relate to the subject matter of the course. Typical classes are lecture, but many have some in-class group exercises.

#### ■Course Schedule

1. Introduction
2. Where is the legal boundary between space and the sky?
3. Launch, Suborbital & Space Tourism 1
4. Launch, Suborbital & Space Tourism 2
5. Launch, Suborbital & Space Tourism 3
6. Orbits and the Satellite Business 1
7. Orbits and the Satellite Business 2
8. Orbits and the Satellite Business 3
9. Space Garbage: The Threat of Orbital Debris
10. Open topic
11. Re-Entry and Remote Sensing
12. Militarization of Outer Space
13. Who owns the Moon (and beyond)?
14. Can Mars declare independence? Conclusion and Summary

#### ■Study Required Outside of Class

You should be comfortable listening and reading about serious topics in English. This is a law class, NOT a class in English conversation or reading. However, it's OK if you don't speak perfect English or read it as quickly as a native speaker. The final exam is short answer, and you will be allowed to read it at least 48 hours before taking it. So don't worry if you read English slowly. Students from outside the College of Law and Politics are welcome.

#### ■Evaluation

Written Exam (100%)

Good attendance will be weighted up to 30% of the final grade.

#### ■Textbooks

No textbook: professor's handouts only. All materials will be made available on CHORUS. It is your responsibility to check this class's Notices and Materials sections of CHORUS before class.

#### ■Readings

I will suggest you read "An Astronaut's Guide to Life on Earth" by Chris Hadfield. This is available in both English and Japanese, in print and e-book. I may make additional materials available on CHORUS from time to time.

Course Title	<b>Seminar</b> <Leading Cases in American Law>
Instructor	SATO, C.
Credit	2 Credits
Course Number	LPX4910

#### ■ Course Objectives

By reading some of the leading cases in American law, the students will learn the basis of the U.S. law and achieve the skill of critically analyzing and debating the legal issues.

#### ■ Course Contents

Each time we will read one judicial precedent and discuss it. Judicial precedents to be dealt with in this course are leading cases in the United States that should be called classics. In addition to accurately reading judicial precedents, we will gain an understanding of their historical background and the society of the United States. Furthermore, we will discuss together the reasons why these leading cases are so famous. Once the participants adapt to the progress of the seminar, discussions in English will be incorporated into this course. I would like students who are thinking about studying abroad and those who have come back to Japan from studying abroad to attend this seminar. I also welcome the participation of students who have no such experience. I myself did not hold a passport when I was a university student. In addition, this seminar will deal with cases related to those to be dealt with in this year's course "Anglo-American Law 2." Because students can expect a synergistic effect if they take this course with Anglo-American Law 2, I recommend students to take both. But it is not a prerequisite for this seminar to take "Anglo-American Law 2."

#### ■ Course Schedule

1. Introduction
2. Contract Law: Hamer v. Sidway / Mills v. Wyman: the doctrine of consideration
3. Contract Law II: Drennan v. Star Paving Co.: promissory estoppel
4. Tort Law I: Greenman v. Yuba Power Products, Inc.
5. Tort Law II: Knitz v. Minster Machine Co.
6. Trust Law: Fletcher v. Fletcher
7. Corporate Law I: Revlon, Inc. v. MacAndrews & Formes Holdings, Inc.
8. Corporate Law II: Revlon, Inc. v. MacAndrews & Formes Holdings, Inc.
9. Civil Procedure: Ashcroft v. Iqbal:
10. Jury System: Apprendi v. New Jersey:
11. Constitutional Law I: National Federation of Independent Business v. Sebelius
12. Constitutional Law II: Dred Scott Case [Scott v. Sandford]
13. Constitutional Law III: New York Times Co. v. United States
14. Conclusion

#### ■ Study Required Outside of Class

Since printed judicial precedents will be distributed in advance (if some of the judicial precedents are too long, we will use summaries), students are required to prepare for each class. I am planning to have students enter their questions on CHORUS beforehand.

#### ■ Evaluation

Attendance (30%); Contribution to discussion (70%)

#### ■ Readings

樋口範雄ら編、2012、『アメリカ法判例百選』、有斐閣 (ISBN:9784641115132)

Course Title	<b>Seminar on Law and Politics</b> <Legal Argument Making>
Instructor	PRICE, S. M.
Credit	2 Credits
Course Number	LPX2911

#### ■ Course Objectives

To learn how to make persuasive legal arguments

#### ■ Course Contents

Students will examine various legal topics such as US gun laws, Article 9 of the Constitution of Japan and the Kyoto Protocol on global warming with the aim of learning how to assess and make arguments for and against the current laws and positions in each area.

#### ■ Course Schedule

1. Introduction
2. Legal reasoning and argument making. How to analyse an argument, construct an argument and, therefore, make persuasive essays and presentations.
3. US gun laws (Part 1): Overview
4. US gun laws (Part 2): Arguments for and against current laws
5. US gun laws (Part 3): Discussion
6. Kyoto Protocol on global warming (Part 1): Overview
7. Kyoto Protocol on global warming (Part 2): Arguments for and against current laws
8. Kyoto Protocol on global warming (Part 3): Discussion
9. Article 9, Constitution of Japan (Part 1): Overview
10. Article 9, Constitution of Japan (Part 2): Arguments for and against current laws
11. Article 9, Constitution of Japan (Part 3): Discussion
12. Open Topic (Part 1): Arguments for and against current laws
13. Open Topic (Part 2): Discussion
14. Test

#### ■ Study Required Outside of Class

To be announced in class.

#### ■ Evaluation

Final Test (40%); Mid-term assessments (30%); Attendance and participation (30%)  
Do not take this class if you do not want to learn.

Course Title	<b>Seminar on Law and Politics</b> <Introduction to Strategic Alliances>
Instructor	SUTTER, A. J.
Credit	2 Credits
Course Number	LPX2911

#### ■Course Objectives

To explore types of strategic alliances, and how to negotiate them. Emphasis is on understanding how business issues are related to legal issues.

#### ■Course Contents

The term "strategic alliance" might sound very mysterious. But the principle is simple: almost no company can do everything well by itself. Companies need to work together to develop new products, or to sell their products in new countries, or to do other innovative things. Many of the same ideas also apply in the non-profit area.

This seminar is designed to help you understand these important relationships. In this field, legal issues and business issues are deeply mixed together. I want to help you learn to think like a business person.

The principles we will discuss apply in many industries, including consumer electronics, fashion, automobiles, publishing, Internet, entertainment, etc. However, each year I adjust the topics to be relevant to areas that interest students in the seminar. We'll talk first about markets and about business models – the possible shapes that a business relationship can take. Next, we'll consider some key questions about alliances that connect business issues to issues that would be described in a contract. Then we'll move on to some specific types of alliance, such as intellectual property licenses, marketing agreements, product development agreements and/or joint ventures. This seminar uses a lot of exercises in small groups, including some negotiation practice.

IMPORTANT NOTE: The course contents listed below are typical of the past, but actual contents vary from year to year. Most classes are a mix of lecture and group exercises.

#### ■Course Schedule

1. Introduction; What is a Strategic Alliance
2. Markets and business models
3. Markets and business models
4. Markets and business models
5. Markets and business models
6. Key questions for alliances
7. Key questions for alliances
8. Key questions for alliances
9. Specific alliance types
10. Specific alliance types
11. Specific alliance types
12. Specific alliance types
13. Specific alliance types; Final take-home test distributed
14. Final take-home test handed in; Summary and concluding remarks

#### ■Study Required Outside of Class

If you have taken EX683, that will be a help, but it isn't necessary. Please be aware though that this isn't a course in English conversation -- it's a class about international business deals, which is taught in English. (In exercises, students can talk among themselves in Japanese.) You will need to be able to understand new concepts described in English. If you are comfortable reading English and listening to it, you can enjoy this course.

#### ■Evaluation

Class participation (50%); Final take-home test (50%)

#### ■Textbooks

No textbook; professor's handouts only. All materials will be made available on CHORUS. It is your responsibility to check this course's Notices and Materials sections of CHORUS before class.