

Northwestern

PRITZKER SCHOOL OF LAW

Master of Science in Law

2016-2017 Course Descriptions

Required Courses

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| Business Formation and Structure | 7-week session |
| Kate Litvak | 1.5 credits |
| <p>This course uses an economic approach to study law and legal institutions related to formation, governance, and structure of companies. Our goal is to understand common problems that people encounter when they form a company, learn a set of standard solutions to those problems, and develop techniques for devising customized structures for business associations. We will cover the basics of business associations law, including corporations, LLCs, limited partnerships, and general partnerships. The emphasis is on applying legal concepts to real-world transactions. Course materials include a mix of case studies, deal documents, statutes, legal opinions, and journal publications.</p> | |

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| Business Torts | 7-week session |
| Ellen Mulaney | 1.5 credits |
| <p>This course will provide an overview of tort law in general (redress for injury to another's body or damage to property) and will then focus on the application of tort principles in the business context. Liability of businesses for traditional torts such as fraud, misrepresentation, toxic torts, and product liability will be explored. The course will also cover specialized torts that result in interference with business and economic interests, such as unfair competition, trade disparagement, deceptive trade practices, and tortious interference with contracts or other business relationships. The course will highlight the areas where common law torts overlap with regulatory law.</p> | |

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| Contract Law and Design | 7-week session |
| Emerson Tiller & Chris Martin | 2 credits |
| <p>In this course, students learn the basic features of a contract. How is a contract formed? How are terms of a contract interpreted? When must a contract be in writing? What constitutes a "breach" of a contract? When is someone excused from a contract obligation because of events not within the control of the parties? What are the remedies for a breached contract? The course is blended – that is, there will be online content that supplements the in-class experience. In addition, the class will provide a drafting component where students will learn to translate the terms of a business deal into contract concepts and draft a logically-organized, precise, enforceable contract in plain English. Through this process, students will develop the skills necessary to read, analyze and critique contracts drafted by others.</p> | |

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| Ethics | 7-week session |
| Wendy Muchman & Mary Foster | 1.5 credits |
| <p>We live in a world where ethical and moral objectives, legal imperatives, and business concerns often collide. This course seeks to strengthen the ability of students to anticipate, analyze and appropriately respond to some of the critical ethical and social challenges that confront professionals in a global economy, with a particular emphasis on the context of science, medical and technology enterprises. Topics for class discussion will include ethical leadership and organizational culture, duties of loyalty, corporate social responsibility, privacy and technology, corruption, and compliance systems.</p> | |

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| IP Fundamentals | 7-week session |
| Chris Carani; Laura Pedraza-Fariña | 1.5 credits |
| <p>This course will introduce the laws that create and delimit property rights in intangible goods such as inventions, expressive works, brand identifiers, or information. Collectively, these laws are known as “intellectual property law,” an umbrella term which includes patent law, copyright law, trademark law, trade secret law, among other areas. The course will cover the fundamentals of several specific areas of IP law: the subject matter protected, the threshold requirements for protection, the rights granted to IP owners, the ways of enforcing those rights, and the many exceptions and limitations on IP protection. The course will emphasize both the commonalities and the contrasts among the various branches of IP. Students will learn about some of the specialized language of IP and the government and private institutions that are practically important in each area. Developing a familiarity with IP fundamentals—getting the lay of the land—is the main goal of the course. An important secondary goal is for students to see how IP law generates both constraints and opportunities from the perspective of business strategy.</p> | |

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| Legal and Regulatory Process | 7-week session |
| James Pfander and Daniel Rodriguez | 1 credit |
| <p>This course introduces students to the key elements of the U.S. legal system. We will look at the constitutional structure of government, the sources of lawmaking authority, and the manner in which Congress, the administrative state, and the judiciary collaborate in developing rules of applicable law. Along the way, we will study the judicial and lawmaking system, the regulatory design and implementation process, and, to some degree, mechanisms of dispute resolution. Given the unique focus of the MSL program, we will pay special attention to how the American legal system considers, evaluates, and negotiates matters involving science and technology.</p> | |

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| Research in Law, Business, and Technology | 7-week session |
| George Pike and Jesse Bowman | 1 credit |
| <p>This course will provide students with the necessary tools to conduct basic legal, business, and technology research and evaluate the quality of materials and documents encountered in each discipline. Legal research is a unique skill that involves identifying and assessing relevant cases, statutes, and administrative materials. Business research, meanwhile, focuses on locating company, industry, and consumer market information, as well as examining financial statements and the financial and funding marketplaces. Finally, technology research, particularly in the intellectual property arena, involves identifying owners, licensees, and assignees of intellectual property rights including patents, trademarks and copyrights, as well as identifying and evaluating similar intellectual property concepts and processes, such as research into “prior art” in patent law. The course will explore both commercial database resources and freely accessible Internet-based resources used in each of these fields of research, with special attention paid to the modern trend of utilizing big data and analytics.</p> <p>Assessment will be based on in-class exercises and projects as well as out-of-class individual and group assignments. Students will work on individual assignments and will be organized into working groups to work collaboratively on in-class exercises and a final project that will involve both a written work product and an oral presentation.</p> | |

Elective Courses

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| Business Combinations | 7-week session |
| Stephen Reed | 1.5 credits |
| <p>This course will focus on mergers and acquisitions from both a business and legal perspective. Students will learn the practical aspects of these so-called “change of control” transactions, from the initial motivations for business combinations and continuing through due diligence, negotiating the deal, and working towards the successful post-deal integration of management and operations. Along the way, the course will address state law requirements for mergers and acquisitions, approaches for contract negotiation and drafting, fiduciary duties of directors and business managers, antitrust concerns, and federal securities law requirements. Intellectual property is often a driver in business combinations and its place in these transactions will be a focus. The course will also explore strategies businesses use when trying to avoid hostile takeovers, and the inherent conflict between managers and business owners when considering possible business combinations. Throughout the course, students will be exposed to real-world deal documents and will learn about the different skills they will need, and roles they may serve, in acquisition transactions.</p> <p><i>Prerequisite: Business Formation & Structure</i></p> | |

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| Business Foundations of Design and Trademarks | 7-week session |
| David Orozco | 1.5 credits |
| <p>Consumers increasingly demand the most satisfying and engaging customer experiences and value expressed and captured through branding. Businesses must, therefore, differentiate in an already crowded space to provide a unique source of advantage and stay ahead of competitors from a marketing and customer experience perspective. To achieve these goals, managers must become experts in the art of marketing and business strategy to achieve market leadership and generate sustainable value. The legal system provides incentives and various means through which companies can achieve brand-based sources of differentiation and capture consumer's loyalty and mindshare.</p> <p>This course will assess cutting-edge practices companies engage the intellectual property system to invest in unique differentiators such as design, branding and effective messaging. Legal concepts will also be assessed in relation to the broader non-market strategy environment comprised of litigation, administrative proceedings, negotiations and ethics.</p> <p><i>Prerequisite: IP Fundamentals</i></p> | |

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| Business Strategy and Frameworks | 7-week session |
| Sarit Markovich | 1.5 credits |
| <p>Business strategy encompasses the set of policies that collectively determine how an organization operates. Over the term, students will be introduced to concepts and frameworks that can be used to analyze and formulate business strategies. Students will learn practical frameworks for diagnosing a firm's competitive position, identifying managerial issues, evaluating alternative plans of action, and anticipating the consequences of specific decision options. The course focuses on two main questions: (1) What allows certain firms in certain industries to succeed—that is, earn positive economic profits—while other firms fail? And, (2) Why can certain firms sustain their economic profits over long periods of time, while for other firms these profits quickly disappear? The concepts, skills, and analytical tools of this course rest on economic principles relating to underlying organizational objectives. While businesses exist to generate wealth for their owners, in accomplishing this, firms must often consider stakeholders beyond shareholders. Although the primary focus of this class will be the creation and capture of economic wealth, a variety of other objectives may be present. The concepts and tools learned in class can be used to formulate strategy for any objective.</p> <p><i>Prerequisite: Business Formation & Structure</i></p> | |

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| Business Taxation | 7-week session |
| Sarah Lawsky | 1.5 credits |
| <p>The course will provide an overview of taxation of businesses in the United States. We will begin with an overview of choice of entity from a tax perspective. Then we will look at taxation of C corporations (taxed as separate entities), S corporations (taxed as flow-throughs) and partnerships and LLCs. The course will also build on the Contract Law and Design course, as we will look at the tax provisions of business acquisition agreements. The course will proceed through a combination of lecture, problem sets, and discussion. Evaluation will be based on course participation and a 90-minute open-book final exam.</p> <p><i>Prerequisites: Contract Law & Design; Business Formation & Structure; Federal Income Taxation or permission of the instructor.</i></p> | |

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| Cases in New Venture Strategies | Compressed |
| Karl Muth | 1 credit |
| <p>In this course, we spend the first half-day seminar studying young companies (“new ventures”) that are trying to explain, exploit, and defend innovations and inventions that separate them from competitors. Many of the companies we study are raising capital or going through major transitions – they are generally not brand-name companies you will have heard of; hence, carefully studying the assigned companies and arriving for the Monday session prepared is crucial. This is a fast-paced course where students are asked to adapt, contribute, discuss, debate, and do research– the goal is for students to learn more than many people learn in a whole summer at a venture capital firm or in the private equity arm of a bank. A working knowledge of concepts of corporate finance, accounting, and venture capital is helpful, but not mandatory. The instructor will provide materials, though students will be expected to embark on independent research on the Internet and using other resources to better understand the companies studied. Assessment will be based on a presentation on Friday with teams of students asked to justify their perspectives and arguments through independent research on comparable companies, historical reference points, and competitors. Teammates will also be asked to grade each other for participation and contribution to the final project’s result.</p> | |

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| Communicating Scientific Information: Technical Professionals and Expert Witnesses | Bonus |
| Cole Fauver | 1 credit |
| <p>This workshop-style course will focus on how to present complex scientific information to a non-technical audience to maximize credibility and persuasive impact. Students will participate in a number of presentation exercises, some with ample preparation time and some with very little, to explore effective communication techniques. Hypothetical "audiences" for the presentations will range from high school students, to business executives, to potential investors and others.</p> <p>Special attention will be paid to role of an expert witness at trial. As the Court of Appeals for the Federal Circuit has noted, "the persuasiveness of the presentation of complex technology-based issues to lay persons depends heavily on the relative skill of the experts." The course will include a review of the applicable rules of evidence and procedure, and case studies illustrating effective and ineffective expert presentations. The course will culminate with the students giving expert testimony (both direct and cross examination) in a mock trial setting conducted by experienced lawyers. There are no formal prerequisites, but it is recommended that students have taken at least one litigation-focused course.</p> | |

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| Corporate Criminal Law | Compressed |
| Joshua Kleinfeld | 1.5 credits |
| <p>This course will outline the place of criminal law in the corporate context. Corporations that do business in the United States, even if foreign, can be criminally prosecuted as entities under U.S. law. Individuals can likewise be prosecuted for crimes committed in the course of their work for corporations. And a large and growing body of statutes criminalizes business-related activities that were formerly unregulated or civilly regulated. This course will discuss these entity liability rules, individual liability rules, and corporate and white-collar statutes. As much of the criminal control over corporations is exerted directly by the Dept. of Justice, this course will also examine internal DOJ policy on corporate crime. Yet the focus is not exclusively on U.S. federal law: corporate criminal law doctrine varies a great deal among jurisdictions, and this course will survey the diverse doctrinal options put forth by some of the world’s leading economies. Finally, this course will touch on core criminal law principles (e.g., what is the difference between criminal and civil law? how does criminal process differ from civil process?), in order both to illuminate corporate criminal law issues and to fill in what might otherwise be a missing piece of the legal puzzle for MSL students. The goal is to provide business and STEM professionals with a basic understanding of criminal law principles and familiarize them with the burgeoning body of criminal law that bears on their conduct.</p> | |

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| Data Privacy Management | Elective |
| REGLAW 920-0 | 7-week session |
| Tom Hayden | 1.5 credits |
| <p>This class will focus on the evolving data ecosystem within the existing legal and regulatory landscape, which is also evolving. It will: 1) explain the technology underlying the tracking, collection and aggregation of consumer data, 2) identify the first and third party data aggregators, and outline what they do, 3) explore how business uses consumer data, particularly for its marketing purposes, and 4) provide the legal and regulatory perspective toward the industry’s behavior and practices. The class will cover recent court cases and Federal Trade Commission enforcement actions as a way to understand the critical data privacy issues facing business. As part of the evaluation for the course, teams of 3-4 students will work on on a hypothetical situation with students forming interdisciplinary teams representing legal, tech and business operations. The project will require the launch of a new product (probably an app) incorporating a “privacy by design” approach and data governance best practices. Teams will demonstrate compliance with relevant statutes and regulations, and address the building of a corporate culture where business, legal and technology collaborate. The project will be assigned on day 1, so students will have the entire 6-7 weeks to complete it, with readings and class discussion supporting their efforts. Project deliverables include a brief “executive” team presentation, accompanied by a written plan and recommendations.</p> | |

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| Data Security and Breach: Identification, Investigation, Notification, and Defense | Compressed |
| Liisa Thomas | 1 credit |
| <p>This seminar will examine how corporate actors are required to respond and notify around a data breach incident. Students will explore the substantive and procedural requirements that arise from state and federal data breach notification laws, and the requirements placed on corporations to notify impacted individuals when there has been a breach of triggering information, as both of those terms are defined under the laws. Topics include determining the laws applicable to a</p> | |

particular corporate entity (Gramm-Leach-Bliley, HIPAA, state laws, etc.), deciding if an incident constitutes a breach where notice is legally required, practical considerations for investigating a breach within various types of corporate entities, steps required for providing legally-compliant notification, exposure and legal risks after notification, and considerations for providing notification even if not legally required to do so. This practical and hand-on seminar will use a text written by the professor, a practitioner who regularly counsels companies who have suffered a data breach. The grade is based on in-class participation, an in-class presentation, and a series of short reaction papers.

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| The Deal: Working with Contracts and Contract Language | 7-week session |
| Bruce Markell | 1 credit |
| <p>This course examines the connection between the law of contracts and the practice of contract law through the lens of particular agreements and their terms. Among the types of contracts we will examine will be letters of intent, merger and acquisition agreements, employment contracts, and non-disclosure agreements. Readings in contract law and theory will be supplemented by in-class simulations using the traditional elements of business deals: the close reading of contract language, the drafting of particular clauses, and the negotiation of business points among parties of equal, and sometimes unequal, bargaining power.</p> <p><i>Prerequisite: Contract Law & Design</i></p> | |

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| Design Thinking | 7-week session |
| Dan Brown | 1.5 credits |
| <p>Design Thinking will introduce students to the process of design-based inquiry and practices. Students will explore the research-based new knowledge synthesis space as a fundamental strategy for creating new, useful and competitive outcomes. The underlying theme of the course is the strategic vision of continuously seeking viable differentiators in commercial spaces, arising from traditional form and function, but also going beyond it. This purposeful and inventive strategy is very challenging, and this class focuses on providing the tools practitioners need to pursue novel solutions as designers in crowded spaces.</p> <p>A goal for the course will be for practitioners to develop a familiarity with new knowledge creation by design, both personally and in their organizations. This will include the examination of design strategies, with tangible real-world examples of successes and failures. Ultimately, this course will plant the seed of a creative design thinking culture, stimulating the awareness of the many, often unseen, opportunities beyond form and function for creating viable, protectable and new product and service outcomes that lead to competitive advantages in the marketplace. Readings include cases and articles selected by the professor. There will be a mid-term project and a final project on a topic of the student's choosing; both will require students to draw upon the lessons and skills of the class.</p> | |

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| Dispute Resolution Processes | 7-week session |
| Alyson Carrel | 1 credit |
| <p>Dispute Resolution Processes explores the many different processes lawyers and parties use to effectively resolve disputes, including: negotiation, mediation, arbitration, early neutral evaluation, settlement conferences and more. Each process has its own policies and procedures and we will thoroughly examine the strengths and weaknesses of each approach through readings, exercises, and role plays. The course will conclude with students assessing a scenario and choosing the most effective process given the unique variables involved. There will be a significant writing/feedback component to this class, which satisfies the MSL writing requirement.</p> | |

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| Effective Business Communication in Synchronous Settings | Compressed |
| Ram Ramanathan & Alex Ramanathan | 1 credit |
| <p>This class is structured to enhance the oral communication skills of participants in line with business outcome requirements in synchronous settings -- face-to-face, interactive communication settings between two or more people. The main purpose of all communication is to elicit the response one wishes. This in turn depends on both conscious and unconscious mind maps in perceiving one's environment and establishing expectations. This class covers the basic competencies of communication, including active listening, powerful questioning and direct communication, supplemented with techniques from neuro-linguistic programming and similar psychology-based approaches. The class will be interactive, discussion-based and interspersed with role plays and games.</p> | |

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| Employment Law | 7-week session |
| Susan Provenzano | 1.5 credits |
| <p>Employment law is designed to step in where other courses leave off. Equipped with strategies for managing intellectual property and business planning, you must consider how it will all work within the employment structure of your enterprise. Whether you plan to start your own business or work within an existing company, you will be faced with legal issues relating to human capital. To that end, this course will start with the legal consequences of how workers are classified, an issue central to running a business, managing others, and knowing your own rights. We will then talk about the risks and opportunities around granting and receiving job security through written contracts and other devices. After that, we will cover questions of utmost importance to you: employment-related intellectual property issues such as dealing with non-compete agreements, trade secrets, and employee inventions. We will end the course with the most significant employment laws in the U.S.—the employment discrimination statutes, which are crucial to risk management on the employer side and legal rights on the employee side. Our course materials will consist of short readings on employment law principles, select judicial opinions, and case studies. Assignments will be short drafting and analytical assignments, supplemented by in-class collaborative work. The capstone assignment, which you will deliver during the assessment week, will be a presentation and accompanying short paper. The assignment will be to select a future working role for yourself, to confront a set of employment-law problems in that role, and then propose actions to address those problems using what you have learned in the course.</p> | |

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| Entrepreneurial Finance and Venture Capital | Compressed |
| Darren Green | 1 credit |
| <p>This class will provide students with an introduction to raising funds for a new venture. Topics to be covered include debt versus equity, secured lending, demand for risk capital, the entrepreneur and the search for investment capital, the venture capital investor, the basic terms of an early stage venture capital deal, the more complex later stage financing deal, venture capital financing documentation (including purchase agreements, stock terms, stockholders' agreements, registration rights agreements, management stock and employment agreements, etc.), and deal process and closings. Relevant legal considerations will be examined, but the emphasis will be on the practical and market considerations involved in these deals.</p> <p><i>Prerequisite: Business Formation & Structure</i> <i>Recommended: Entrepreneurship Law</i></p> | |

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| Entrepreneurship Lab: Parts I & II | 7-week session |
| Jonathan Gunn | 2 credits |
| <p>The Entrepreneurship Lab exposes students to the entire innovation life cycle from ideation through to investor presentation, including prototyping, legal protection, and business plan development. Students will select a project for commercialization and work in teams to assess and refine its commercial viability, technical feasibility, and user impact. Students will work hands-on to transform their ideas into a marketable invention. They will undertake the necessary steps to plan for the commercial development of their inventions, including developing suitable legal protection for their ideas and addressing technology transfer issues. In this Spring 1 class, which is a continuation of the Fall 2 class, students will apply principles from patent, regulatory, and entrepreneurship law to their project to create the foundation necessary to move their technology into the market.</p> | |

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| Entrepreneurship Law | 7-week session |
| Esther Barron | 1 credit |
| <p>This course is designed to acquaint students with many of the legal challenges associated with launching and building an entrepreneurial venture. These include leaving a current employer, choice of entity, selection of a company name and trademark, venture capital and debt financing arrangements, protecting the intellectual property of the new company, employment and worker classification issues, and risk management. We will also discuss social entrepreneurs, including those who seek to establish and operate a not-for-profit organization and those who choose a for-profit model with a social impact. The objective is to give participants an introduction to the legal issues entrepreneurs face.</p> <p><i>Prerequisite: Business Formation & Structure</i></p> | |

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| Entrepreneurship Team Project (ENTP) | 7-week session |
| Darren Green | 1 credit |
| <p>The MSL Entrepreneurship Team Project (ENTP) class is designed to expose students to the business and legal ecosystems of a region of the US; this year’s focus will be on the Silicon Valley area. The class component will meet prior to and after the spring break trip during the Spring 2 term. In the class component, students will explore the legal and business issues they will encounter during the “field research” part of the course. They will also develop and prepare for the projects they will undertake during their field research. Over the Spring Break, students will participate in the field research component, during which they will participate in a variety of visits, activities, interviews, and discussions, and will do the background work that will enable them to execute their projects after the trip. After the field research, students will prepare and present a final project.</p> <p>Though a major part of the ENTP involves a week of travel and meetings in the Bay Area, the ENTP is a real class, with readings, assignments, obligations, and course credit. This is an active learning experience; during activities in the Bay Area, students are required to be interactive and engaged participants. In addition, this is a TEAM project; all participants must welcome collaborative learning and be committed to creating an effective team dynamic.</p> | |

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| Federal Income Taxation | 7-week session |
| Sarah Lawsky | 1.5 credits |
| <p>The course will provide an overview of U.S. federal income taxation. The course has three goals. First, we will study the basic structure of the federal income tax, as well as focusing on several specific topics, including, for example, business expenses, charitable deductions, and capital gains. Second, we will discuss policy issues that relate to the tax law we study. And, finally, the course will serve as an in-depth investigation of how to read a statute. The course will proceed through a combination of lecture, problem sets, and discussion. Evaluation will be based on course participation and a 90-minute open-book final exam.</p> | |

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| Focus and Awareness: Strategies for Professional Excellence | Bonus |
| Len Riskin | 0 credit |
| <p>The goal of this workshop is to teach a set of ideas, practices, and techniques that can help participants feel and perform better in their work as students and professionals. Mindfulness—the principal tool of awareness in this workshop—is a method of developing and sustaining present-moment awareness that can enhance wellbeing and performance by improving a person’s ability to focus, manage emotions, and deal with stress. With ancient roots in Asia, mindfulness is now widely used in many spheres in the West, including medicine, athletics, business, engineering, and education. The second tool of awareness is qigong (which resembles the better-known t’ai chi), an “internal energy art” that quickly and easily develops energy, focus, and clarity of mind and fosters wellbeing. It requires no athletic ability. The workshop provides instruction and practice in mindfulness and qigong and how to integrate them into your academic and professional life, including leadership and dealing with conflict.</p> <p><i>Students may attend one, two or all sessions. Those who attend all three sessions can have the course appear on their transcript.</i></p> | |

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| Food Policy and Regulation | 7-week session |
| Janice Nadler | 1 credit |
| <p>This course will explore the role of regulation and policy in the contemporary food system. We will examine the local, state, and federal regulation of food, and sample policy topics from selected health, safety, and social issues in the food system. Topics may include: food safety, labeling and marketing, local food, and urban agriculture. Individual papers and presentations will permit in-depth exploration of a topic of interest for each student. Evaluation will be based on class participation, a class presentation, and a paper. Readings and other materials will be compiled by the instructor</p> | |

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| Global Business Regulation and Risk Assessment | Compressed |
| Daniel Sokol | 1 credit |
| <p>Legal/regulatory compliance requirements have seen a sharp increase globally. This increase reflects the rather rapid development of normative values regarding compliance and business ethics of society at large. The proliferation of laws across the globe (and the evolution of existing laws) adds to the complexity of increased compliance requirements for business conduct in areas such as accounting, anti-bribery, antitrust, data privacy, and intellectual property; this impacts both emerging and established companies. Increased penalties for violations have become substantial and reputational damage to companies that result from liability has become significant. This course will provide the analytical tools necessary to understand the complexities of compliance as part of a business risk analysis and to use compliance in shaping business strategy.</p> | |

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| Health Care Law and Regulation | 7-week session |
| Sheva Sanders | 1 credit |
| <p>The delivery of health care items and services is a major commercial enterprise, with national health expenditures accounting for 17.5% of Gross Domestic Product in 2014. As a guardian of the public interest, the government is involved in regulating the delivery of health care, so as to protect patient rights, assure quality, and limit provider conflicts of interest. As the most significant source of payment for health care items and services, the government also has a compelling interest in cost transparency and containment. This course will provide an overview of some of the key state and federal laws that address these public policy goals, with reference to recent events, including, for example, news stories, enforcement actions, and shareholder suits. At the conclusion of the course, students should have sufficient familiarity with the legal landscape to enable them to be effective contributors to efforts to bring compliant health care products and services to market.</p> <p>This course will introduce students to state laws dealing with professional and facility licensing, CON, fee splitting and corporate practice, and to federal laws dealing with kickbacks, civil money penalties, open payments, and false claims. This course will explore the context, substance and purpose of these laws, with a view to identifying the imperatives, obstacles and opportunities that they create. At the conclusion of the course, you should have sufficient familiarity with the legal landscape to enable you to be an effective contributor to efforts to bring compliant health care products and services to market.</p> | |

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| Health Data: Classification and Compliance | Elective |
| REGLAW 945-0 | 7-week session |
| Satyender Goel | 1.5 credits |
| <p>This course will provide students with a basic understanding of health data and practical proficiency of its utility; it is important not only on a personal health level, but also as a lynchpin in seeking professional opportunities. It will cover various issues relevant to uses of data in healthcare, including healthcare informatics and big data analytics. Some other applications include government regulations in managing US healthcare, priorities of healthcare systems in enhancing research, big data challenges for medical device and pharma companies, and solving unique healthcare problems through data in start-up world. The course is distributed in 6 topics with several subtopics and structured to include lectures, cases, demonstrations, and expert appearances. The six topics are: Types of Health Data; Health Data Sources; Use and Accessibility of Health Data; Compliance: Health Data Security, Privacy, and Legal; Data Standards; and Interoperability and Data Sharing.</p> | |

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| Innovation Lab | |
| Esther Barron and Leslie Oster | 3 credits |
| <p>The Innovation Lab is an interdisciplinary course designed to expose students to the innovation process; it focuses on the legal, business, technical, teamwork, design, presentation, and other skills involved in that process. The primary goal is for students to understand and experience each of the steps required to identify a need, create a technology-based solution for that need, and bring that solution to market. This course will take a cross-disciplinary approach to understanding entrepreneurial thinking, innovation and the decision-making process, and the role of technology in problem-solving. A wide range of guest speakers, will address the class. The class is open to MSL, JD, JD-MBA and LLM students. This class runs through the entire spring semester (Spring 1, Spring 1 compressed, and Spring 2 terms).</p> <p>Student teams will focus on one sub-specialty area of law and work with an academic advisor to understand that area and to research unmet needs that exist in that area. The teams will sort through the identified needs, eventually settling on the need most worthy of their attention. Once that need is identified and defined, students will move to the solutions phase, and will work to devise a technology-based solution to address the unmet need. After a “prototype” is envisioned, students will work on a commercialization plan for their idea. At the conclusion of the course, students will present their idea in a business plan competition-style format.</p> <p><i>Prerequisite: Business Formation and Structure</i></p> | |

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| Integration of Science & Clinical Care | Saturday Class |
| Nancy Paridy | 0.5 credit |
| <p>Traditionally, health care has been delivered in two silos – the research realm and the clinical care/health care provider. Although the two may have recognized the importance of each other, they weren’t truly enmeshed. Innovative, cutting-edge organizations are breaking down those barriers while cross-fertilizing the two fields. The combination of these two areas has ultimately led to numerous scientific advances, as well as to a higher quality of care. With those walls being struck down comes fascinating challenges from a legal, regulatory and ethical perspective. This class is designed to not only help you recognize the issues but experience first-hand approaches for the future.</p> | |

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| IP in the Courts: The Making of Patent Law | Compressed |
| Richard Hoskins | 0.5 credit |
| <p>Except for the patent statute, patent law is made entirely in the courts, case-by-case, with general principles being announced in the opinion based on the facts of the specific case. Thus, it is impossible to understand patent law without the ability to read deeply and critically the leading cases that articulate the main doctrines. This course will consist of a careful reading, discussion, and interpretation of several leading patent law decisions of the U.S. Supreme Court and the Federal Circuit Court of Appeals, with emphasis on understanding their impact and why they are important.</p> <p><i>Prerequisite: Patent Law or permission of the instructor</i></p> | |

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| IP Investments and Capital Markets: A Global Perspective | 7-week session |
| Michael Friedman | 1 credit |
| <p>Developed world corporations today are focused on an innovation heavy, tangible asset-lite model while exporting manufacturing, a lower margin enterprise. The trend is demonstrated by increased levels of R&D in innovation-driven industries, a doubling of issued patents outstanding and material, concentrated changes in the underlying IP law. While IP valuation, implementation and technological trends are coming to dominate many forms of investing, optimal risk adjusted returns morph with levels in the equity and credits markets and changes in IP law. This course will review these trends, explain the range of IP investment types (liquid/illiquid, public/private, cash/derivative) and illustrate how insight into IP can drive investment and capital market decision making.</p> <p><i>Prerequisite: IP Fundamentals</i></p> | |

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| IP Strategy and Management | 7-week session |
| Paul Rodriguez | 1.5 credits |
| <p>This course covers strategies for identifying, protecting and managing intellectual property (IP) to provide a company with a sustainable competitive advantage. The course will focus on how to develop a plan to drive innovation and align IP strategy with Research & Development and new product development efforts. Students will learn how to analyze a company's development and business activities in order to identify what forms of IP may be available and to develop a strategy to protect such IP on a cost-effective basis. Through examples and experiential learning, students will explore how to conduct product and process clearances and trademark clearances to mitigate potential IP risks. The course will also address best practices for managing a company's IP portfolio, including what tools and services are available to assist in this process. Further, students will learn strategies for licensing or enforcing a company's IP to protect a company's competitive advantage, including the use of cost-benefit analyses to inform business decisions.</p> <p><i>Prerequisite: IP Fundamentals</i></p> | |

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| IP Valuation | 7-week session |
| Robert Goldman and Daniel McGavock | 1.5 credits |
| <p>MSL students stand at the intersection of law, business and technology, and are situated to play an active and leading role in advancing innovation, and commercializing ideas and technology. IP Valuation is the hands-on course that provides the theory, methods, and tools for estimating the value of IP, regardless of the technology, industry or business situation. Through a combination of in-class discussion and individual casework / problem sets, students will learn to use the valuation method(s) that are best for valuing IP in a variety of real-world contexts, including licensing, M&A, JVs and other collaborations, IP purchase/sale, investing, financing, and litigation. Students will learn to conduct due diligence using knowledge from other MSL courses and their own STEM backgrounds to identify situation-specific IP value-drivers and make better business decisions.</p> <p><i>Prerequisite: Intro to Accounting & Financial Statements or permission of the instructor</i></p> | |

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| International & Comparative IP | Compressed |
| Stefania Fusco and Edward Manzo | 1 credit |
| <p>This course will focus on the global IP system. It will examine the most important international agreements for copyright, patent and trademark. It will also cover aspects of national IP laws and address questions of territoriality, exhaustion and national treatment. Students will have an opportunity to explore various issues such as: filing and prosecuting patents around the world, acquiring copyrights in foreign countries, and the difference between trademarks and geographical indications which have become fundamental in our global economy. There are two components to the final grade. The first and primary component is a final exam (90%). The second component is class participation (10%).</p> <p><i>Prerequisite: IP Fundamentals</i></p> | |

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| International Team Project (ITP): Germany or Iceland | |
| Jesse Bowman (Iceland) and Alyson Carrel (Germany) | 2 credits |
| <p>The International Team Project (ITP) course is a semester-long course in which students study the legal system and institutions of another country, develop research proposals, and spend time in the country conducting field research. The ITP is essentially a comparative law course: students will compare the law and legal institutions, as well as the political, economic and cultural systems of the United States, to the corresponding institutions in the country they are studying. Both the classroom component of the ITP and the field research abroad provide a unique opportunity for collaborative learning between MSL students and JD/LLM students. MSL students will select a research issue related to their background and experience, conduct research both before and during the field research component, and compile a presentation on their topic as the final assessment for the course. Each ITP course is designed by students with the assistance of a faculty advisor. All include a comprehensive semester-long curriculum and an international field experience. This year two ITP courses are open to MSL students: Germany and Iceland.</p> | |

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| Introduction to Accounting and Financial Statements | 7-week session |
| Molly Mercer | 1 credit |
| <p>This course introduces the language and techniques used to evaluate company performance. The first half of the course provides an introduction to financial statements. Financial statements are often referred to as the “language of business,” because they are the primary method of communicating financial information to parties outside an organization. We will analyze several sets of real-world financial statements and learn how to interpret the various numbers included within them. The second half of the course provides an introduction to managerial accounting and time value of money. Managerial accounting encompasses techniques used to analyze financial information within a company. We will learn how to determine a product’s cost and the number of units of a product that a company needs to sell to break even or to meet certain profit targets. Finally, we will discuss time value of money and learn how to calculate present values and futures. Time value of money is an important topic underlying valuation of assets, including intellectual property.</p> <p><i>Special Notes: This course provides introductory overviews of a number of important business topics, and, as such, is intended for students who have not taken prior coursework in accounting or finance. The class meets for only 5 weeks in the Fall 2: Seven-Week Session.</i></p> | |

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| Introduction to IP Licensing | Compressed |
| Pamela Cox | 1 credit |
| <p>This course will cover the structure and function of license agreements with a focus on what a business professional needs to understand about licensing. Group exercises will be performed on how to use a term sheet in a negotiation of a license. While patent rights will be the dominant IP right used for the examples, we will briefly explore how the license terms change if you are licensing copyrights, trade secrets, trademarks and/or tangible materials. The course will conclude with the students drafting a term sheet for a license based on a set of real-world facts.</p> <p><i>Prerequisite: IP Fundamentals</i></p> | |

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| Judgment and Decision-Making | Compressed |
| Jay Koehler | 0.5 credit |
| <p>Busy professionals make judgments and decisions every day. What is the chance that my company will prevail in this legal dispute if it goes to trial? How should I invest my retirement money? Should I hire the potentially excellent but high-risk job candidate, or settle for the solid low-risk candidate? This class will explore human judgment and decision making with an eye toward understanding (a) how and why our judgments and decisions are more fallible and less rational than we might suppose, and (b) the extent to which our judgments and decisions can be improved. Regarding point (a), we will examine how various psychological forces, in combination with compelling intuitive heuristics (simple strategies), can lead to bad judgments and choices. We will cover such classic phenomena as anchoring, framing, the base rate fallacy, the illusion of control, memory distortions, confirmation bias, hindsight bias, and social pressure. Regarding point (b), we will talk about strategies that you can use to overcome – or at least minimize – the damaging effects of biases in various decision contexts.</p> | |

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| Legal and Regulatory Issues in Emerging Industries: Cannabis | Compressed |
| Charles Bachtell | 0.5 credit |
| <p>Thirty states, plus Puerto Rico and Guam, have legalized medical cannabis; an additional 8 states have legalized adult-use; and an additional 15 states have enacted CBD-only laws (cannabis containing less than .3% THC) – in total 95% of the U.S. population lives in a state where there is some form of legal cannabis. The legalized cannabis markets produced approximately \$7.2B in sales in 2016 and that number is expected to surpass \$24B in 2025. Yet, cannabis remains federally illegal – the federal government providing only superficial guidance to states on how they can choose to enforce cannabis laws within their state (but only within their state because the federal government will not allow the product to cross state lines) – presenting some of the most unique legal and regulatory issues that any industry has seen.</p> <p>This course is designed to acquaint students with the legal and regulatory challenges present in the emerging cannabis industry. We’ll take a look at the very interesting history of cannabis and cannabis legalization/illegalization in the U.S., the current state of federal law and the various state laws and the unique business issues that such conflicting federal/state laws present; we’ll review a case study of a company developing a multi-state operation; and we’ll look at the various directions that this industry is likely to go in the future.</p> | |

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| Litigation Operations and eDiscovery | Compressed |
| Matt Gasaway and Phil Goodin | 1 credit |
| <p>This course focuses on the operational and logistical side of litigation, from the perspective of a corporation’s senior management and its in-house legal department. In today’s legal landscape, the amount that a corporation spends litigating a case can rival, or even exceed, the amount at stake at trial. A well-functioning Litigation Operations team allows the corporation to efficiently and effectively defend its rights in court - putting the corporation in the most advantageous legal position, while preserving its resources. This course will examine the challenges faced by litigants in the digital age, focusing on the growing importance (and cost) of electronic discovery. This will cover four general topics: a) the optimized roles and responsibilities of the various stakeholders (the corporation, its outside law firm, and litigation services companies); b) the importance of well-defined process and project management principles in coordinating a response to litigation; c) cost management in the inherently unpredictable process of identifying and sorting through "big data"; d) litigation technology that can be deployed to respond to the needs of the litigation. The discussion will focus on the requirements of the Federal Rules of Civil Procedure and the body of “best practices” established by field practitioners for reducing risks and mitigating costs.</p> | |

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| Negotiation Skills and Strategies | Compressed |
| Lynn Cohn | 1.5 credits |
| <p>In the Negotiation Skills and Strategies Workshop, students will have the opportunity to understand various approaches to conflict and how to manage difficult issues effectively. From there the Workshop will provide students with a theoretical framework for approaching negotiations in both the deal and the dispute contexts and will provide ample opportunities for putting the skills to practice in simulations. In addition, specific modules on working with lawyers and managing the process, substance and emotional components of a negotiation will be included. This is a highly interactive and fast-paced course.</p> | |

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| Open Data: Implications for Government, Law, and Society | Saturday Class |
| Hudson Hollister | 0.5 credit |
| <p>In 2014, Congress unanimously passed, and President Obama signed, the most sweeping government management reform in a quarter-century. The Digital Accountability and Transparency Act, or DATA Act, directs the executive branch to transform all of its spending information from disconnected documents into open, standardized data. The DATA Act is part of a global move toward standardizing and publishing many domains of government information beyond just spending, a shift referred to as the open data movement. Current and proposed open data policies implicate such varied domains of government information as weather, geography, transportation, financial services, and recreation. Open data promises to change the way citizens interact with their government by improving the breadth and depth of information available to voters. The transition from documents to data also promises to improve government management: as public-sector leaders gain access to searchable data on spending and operations, it becomes easier to deploy analytical tools to inform decisions.</p> <p>However, the most economically consequential (and still mostly theoretical) impact of the open data movement will be to streamline interaction between government and business. In the shorter term, the adoption of standardized data formats for regulatory reports will allow software to automate the creation and submission of those reports. In the longer term, further efficiencies will be realized when laws and regulations are themselves expressed in standardized data formats, either replacing or supplementing conventional document-based publication. Some jurisdictions, and several technology companies, are experimenting with data formats for policy directives. The transformation of laws and regulations into open data could allow business and financial systems to automatically conform a company's operations to governing policies, systematize cost-benefit analyses in administrative law, and reduce the burden of administrative compliance. The open data movement has mainly focused on government information that is legally public, but as incentives multiply for governments to standardize more comprehensively, privacy and security concerns will grow.</p> <p>This course will summarize the first decade of the open data movement in the United States and elsewhere, outline significant information domains where the shift from documents toward data has gained momentum, consider potential challenges in security and privacy, and zero in on the current and theoretical consequences for the relationship between government and business.</p> | |

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| Patent Preparation and Prosecution Workshop | 7-week session |
| Nancy Gamburd | 1 credit |
| <p>The Patent Preparation and Prosecution Workshop is focused practically on preparing and obtaining issued patents having both broad coverage and sufficient detail for contingencies which may arise at the patent office, in licensing, and in litigation. Students will participate, in small groups of 2-3 students, in conducting invention disclosure sessions with university scientists and engineers, generally within the students' technical or scientific fields. Using information from the invention disclosure session and other materials provided by the inventors, each group of students will then apply the core applicable laws and regulations in preparing an actual patent application. The course will focus on how to "engineer" a patent application within the legal "structural" constraints, including patent claim drafting, patent claim mechanics and legal interpretation, preparation of a patent specification (written description, enablement, best mode), amendments and responses to office actions from the USPTO, additional foreign requirements for international protection. If time permits, we will review new approaches for preparing software patents in light of new US patent office guidelines and recent precedent. Drafts of sections (claims, specification) of each group's patent application will be submitted at regular intervals, with opportunities to meet with and receive feedback from the professor and revise the application accordingly. Regular and much shorter assignments will also include claim drafting and brief specification drafting from inventions provided in class, which will be submitted by each student, reviewed in class, and reviewed individually. Students will also meet regularly in small groups with the professor for individualized feedback on course assignments and drafts of their actual patent applications.</p> <p>Evaluation will be based on each group's patent application prepared during the course, along with individual class participation, class presentations, and regular course assignments.</p> <p><i>Prerequisite: Patent Law</i></p> | |

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| Patent Law | 7-week session |
| Chris Miller; David Schwartz | 1.5 credits |
| <p>This course provides an introduction to the basic principles of U.S. patent law. We will cover the function of the U.S patent system; subject matter eligible for patenting; the requirements for obtaining a patent; patent entitlements and remedies for patent infringement; and current debates in patent law, including the patentability of software and the problem of non-practicing entities. Course instruction will be conducted through a combination of lectures, including guest lectures from practicing patent attorneys, and team exercises designed to simulate problems likely to arise in patent law practice.</p> <p><i>Prerequisite: IP Fundamentals</i></p> | |

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| Privacy Law and Regulation | 7-week session |
| Liisa Thomas | 1 credit |
| <p>Privacy is becoming a more and more important topic for organizations. How can companies legally use personal information? What disclosures do they need to make? Are there restrictions on the type of information that can be collected? Can information be combined? How are “big data” and digital tracking activities regulated? This course will provide a global framework of privacy laws. We will examine laws that impact corporate actors with respect to the collection, combination and sharing of personal information. Grading in this practical, hands-on seminar will be based on interactive in-class exercises and a final paper. Readings will be from a treatise being prepared by the professor.</p> | |

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| Public Persuasion | 7-week session |
| Jason DeSanto | 1.5 credit |
| <p>How is it that innovative ideas become institutionalized as policies? How do organizations clearly communicate their visions, both within their halls and around the world? And how do leaders galvanize and spur others to action, particularly during the most chaotic and anxious times? The answer, in each case, is public persuasion.</p> <p>This course is an intensive workshop in how to develop policy ideas, powerfully articulate them, and secure commitment and action on their behalf. It develops the sensibilities and skills crucial to maximizing personal influence, both in writing and speaking, particularly in situations where technical knowledge meets multiple stakeholders (including lawyers) and business imperative. We focus on: (1) locating key personal convictions, which are crucial to persuading others; (2) employing strategies and techniques for approaching multiple audiences; (3) developing crystal-clear organization of pointed messages; (4) powerful use of language, data, and stories; (5) transformation of technical concepts into impactful ideas; (6) the ability to persuasively employ shared organizational values and experiences; and (7) tangible advice for effective public speaking. This course satisfies the MSL writing requirement.</p> | |

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| Regulation: Environment and Energy | Compressed |
| Robert Graham | 1 credit |
| <p>This course explores the legal and policy issues involved in the regulation of energy and the environment, though the lens of the topic of climate change. The course will focus on the interplay between the U. S. Congress, the Executive branch, and the courts in the development of climate change law. Special attention will be given to the Clean Air Act, the National Environmental Policy Act, and relevant energy laws, particularly with respect to their impact upon efforts to develop new and alternative energy sources. Students will be expected to review selected published opinions and related materials involving climate change issues and will then be asked to apply what they have learned by participating in case studies developed from real life situations. An overriding theme of the course will be the continuing and evolving relationship among nature, science, and the law.</p> | |

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| Regulation: Medicine and Health | 7-week session |
| Jerzy Wojcik | 1 credit |
| <p>This course explores the legal and policy topics in the U.S. regulation of drugs, biologics and medical devices, with reference to equivalent international regulations. The course will cover basic statutory provisions, regulations, and relevant case studies. Topics to be covered include overview of federal regulations, certifications and non-federal requirements, advertising and promotion, quality system requirements and processes, inspections, recalls and consent decrees.</p> <p><i>Prerequisite: Regulatory Strategy & Communication</i></p> | |

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| Regulation: Tech & Telecom | Saturday Class |
| James Speta | 0.5 credit |
| <p>This course, which will be taught on a compressed, one-Saturday schedule, will focus on the major competition and regulatory issue that has faced telecommunications in recent decades: the issue of network neutrality, or, without the jargon, whether the law should apply a rule that prevents broadband networks from discriminating among content and applications providers. We will divide our time on net neutrality fairly equally into three parts: (1) understanding the fundamental Internet technologies that enable broadband services and that frame the policy issue; (2) discussing the fundamental business and economic principles that bear on the relationship between carriers and content providers; and (3) addressing the design of regulatory institutions that might address any competition problems. Although we will focus on telecommunications and Internet services, we will draw analogies to other utility and transportation markets based on common economic and regulatory principles. We will also draw analogies to other high-technology markets, such as software and Internet search that have confronted similar challenges.</p> | |

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| Regulatory Compliance at Universities | Compressed |
| Ann Adams and Lane Campbell | 0.5 credit |
| <p>Like all businesses, higher education is subject to an array of laws and regulations. This course will highlight the regulatory environment in higher education, considered by some to be one of the most heavily regulated businesses. Included in this discussion will be an overview of the regulatory scheme in higher education and how colleges and universities structure themselves to manage their compliance obligations.</p> | |

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| Regulatory Compliance: Global and Life Cycle Issues | 7-week session |
| Sharon Ayd and Zoe Hoepner | 1.5 credits |
| <p>In this course, students will learn what happens once a regulation is made, and corporations must now comply. We will explore the regulatory compliance process for development and lifecycle management of products relative to global political, environmental, and economic drivers. Through the lens of biopharmaceutical product development, students will examine the complexities and regulatory challenges with bringing a new product to market and contrast this with compliance challenges in other highly regulated industries such as energy and technology. As part of an intensive course project students will also learn about the regulatory ambiguity for products when considering lifecycle management options such as line extension, geographic expansions, or product/process changes. They will have to evaluate business trade-offs and the impact of each to maintain compliance while ensuring sustainable supply to meet demand.</p> <p>At the end of this course students should have: a thorough understanding of the global regulatory landscape for life science product development; an appreciation for the global PESTLE factors impacting a corporation's ability to achieve and maintain compliance and the trade-offs that must be made; and a toolkit of decisions processes that can be utilized when making trade-off decisions.</p> <p><i>Prerequisite: Regulatory Strategy & Communication</i></p> | |

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| Regulatory Strategy and Communication | 7-week session |
| Michael Barsa | 1.5 credits |
| <p>This class will examine the legal and business aspects of understanding and complying with regulations, communicating with regulators, communicating with internal and external audiences concerning regulatory activities, developing regulatory goals and strategies, and understanding and developing strategies for addressing regulatory failures. The course will use a case study approach with students reviewing and analyzing recent instances of regulatory successes and failures. Case studies may include examples of product failures and recalls, bringing new products or drugs to market, introduction of new technologies, oil spills or hazardous materials clean ups, and financial regulation and bank failures.</p> <p><i>Prerequisite: Legal and Regulatory Process</i></p> | |

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| Regulatory Strategy and Communication | 7-week session |
| Nancy Loeb | 1.5 credits |
| <p>In this course, students will learn what happens once a regulation is made, and corporations must now comply. We will explore the regulatory compliance process for development and lifecycle management of products relative to global political, environmental, and economic drivers. Through the lens of biopharmaceutical product development, students will examine the complexities and regulatory challenges with bringing a new product to market and contrast this with compliance challenges in other highly regulated industries such as energy and technology. As part of an intensive course project students will also learn about the regulatory ambiguity for products when considering lifecycle management options such as line extension, geographic expansions, or product/process changes. They will have to evaluate business trade-offs and the impact of each to maintain compliance while ensuring sustainable supply to meet demand.</p> <p>At the end of this course students should have: a thorough understanding of the global regulatory landscape for life science product development; an appreciation for the global PESTLE factors impacting a corporation's ability to achieve and maintain compliance and the trade-offs that must be made; and a toolkit of decisions processes that can be utilized when making trade-off decisions.</p> <p><i>Prerequisite: Regulatory Strategy & Communication</i></p> | |

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| Statistics and Probability | 7-week session |
| Jay Koehler | 1 credit |
| <p>This lecture and discussion course introduces MSL students to statistical ideas and techniques that have relevance for legal decisions. Topics include chance, descriptive statistics, data collection, hypothesis testing, confidence intervals, statistical significance, elementary probability, selection bias, base rates, error rates, Bayesian reasoning, correlation, and causation. Application areas include discrimination claims, trademark studies, racial profiling proof, DNA evidence, medical malpractice cases, and epidemiological evidence. We will also examine the impact of expert statistical testimony on jurors. Reading materials (e.g., chapters, cases, newspaper articles, portions of Appellate opinions, etc.) will be posted as PDFs online. Students will work through some problems, participate in an original group project, and present their work to the class. There will also be a 75 minute test (notes and reading materials may be used).</p> | |

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| Technology Standards: Strategic and Antitrust Considerations | 7-week session |
| Anne Layne-Farrar and Justus Baron | 1.5 credit |
| <p>Technology standards permeate the modern economy, from WiFi and mobile phones to complex medical equipment to smart thermostats and electric cars. These standards would not exist but for the voluntary, cooperative efforts of numerous companies – often from what would at first appear to be far-flung industries. This course will discuss pivotal business strategies related to technology standards, including whether a firm may want to join a cooperative effort or whether instead it may prefer to try for a proprietary solution on its own. We will consider the fundamentals of participating in cooperative standard setting organizations, the strategies that firms employ in such participation, and how participation can affect a firm’s intellectual property acquisition and licensing decisions – most importantly related to patenting. Finally, we will discuss the basic elements of how firms compete in the multifaceted world of technology standards and will review the primary antitrust risks that come hand-in-hand with aggressive competition.</p> <p>The initial classes will be traditional lecture/discussion and will focus on foundational issues. We anticipate that two classes will be devoted to in-depth interviews with industry practitioners discussing how their firms make strategic decisions regarding standard participation. Another two classes will involve students participating in a simulated standard setting exercise; for this, students will assess the opportunities relating to an emerging standard for their assigned “company,” deciding on their optimal strategy and attempting to win other “companies” over to their side. Assessment will be based on in-class preparedness and participation (10%), an in-class presentation (45%, includes both a group and an individual contribution score), and an out-of-class writing assignment (an antitrust risk assessment for a company, including a first draft and a final draft) (45%).</p> | |

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| Transactional Skills: Basic Training | 7-week session |
| Vanessa Bachtell | 1.5 credits |
| <p>This course will emphasize a realistic, hands-on approach to basic transactional practice skills and principles, including identifying and communicating business issues/objectives, effectively translating those issues/objectives into appropriate contractual provisions and then using those drafts as a continuing basis for efficient negotiation. It is designed to provide meaningful preparation and perspective based on actual experience – a peek behind the curtain at what really happens when trying to get an agreement or deal done – and to equip students with useful, practical insight and a solid foundation of professional skills upon which to build. Students will leave the course with valuable real-world context, giving them a leg up for successful participation in a transactional role or context. There will be a significant writing component and substantive feedback, with an emphasis on the anatomy of a contract and effective contract drafting, but also on written communication in a business/legal context more generally. This course satisfies the MSL writing requirement.</p> | |