

MSL Course Descriptions

2023-2024

Northwestern

PRITZKER SCHOOL OF LAW

Master of Science in Law

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Fall 1: Residential Classes

Business Formation & Structure, Section 1

BUSCOM 901-0-1	Required – FT
Stephen Reed	1.5 credits
<p>This course covers the law of business organizations, including corporations, limited liability companies and partnerships. We will take a practical approach, focusing on real world aspects of business formation, structure and governance, along with transaction planning. By the end of the course, students will understand basic matters of business associations law, will be able to identify how and when fiduciary duty, business judgment rule and other key corporate law issues arise, and will have a solid foundation for subsequent MSL classes in business and transactional law. Students will be evaluated based on class participation, a midterm written assignment, and a self-scheduled final exam.</p>	

Contract Law

BUSCOM 906-0	Required
Jeffrey Carter-Johnson	1.5 credits
<p>Many business activities involve agreements that are formed between and among people and business entities. Successful negotiation, management, and performance of these agreements requires understanding of what terms can/should be included, what those terms mean, whether they are legally enforceable, and what happens if the terms of the agreement are not performed. This course presents the basics of contract law. Through a variety of readings, lectures, and exercises, students will learn: what is required to form an enforceable contract; how to understand the meaning of contract terms; when is a contract breached; and what remedies may be sought for a breached contract.</p>	

IP Fundamentals

INTPROP 901-0	Required
Peter DiCola	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>	

Legal & Regulatory Process

REGLAW 901-0	Required
Zachary Clopton & Ari Glogower	1.5 credits
<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.</p>	

Research in Law, Business, & Technology

LAWSTUDY 950-0	Required
George Pike and Lisa Winkler	1 credit
<p>This course will provide you with the necessary tools to conduct basic legal, business, and technology research and evaluate the quality of materials and documents you encounter in each discipline. Legal research is a unique skill in and of itself and is distinct from other forms of research in that it involves identifying and assessing relevant cases, statutes, and administrative materials so that you can develop, evaluate, and review legal concepts and theories. Business research, meanwhile, focuses on business dealings, practices and negotiations, corporate structure, locating company, industry, and consumer market information, as well as examining financial statements and the financial and funding marketplaces. Finally, technology research will focus primarily on the intellectual property arena, involves identifying owners, licensees, and assignees of intellectual property rights including patents, trademarks, and copyrights, as well as the identification and evaluation of 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, and special attention will be given to utilizing data analytics and artificial intelligence.</p>	

Fall 1: Online Classes

Business & Corporate Strategy in Action

BUSCOM 908-0	Elective
Amy Shuen	1.5 credits
<p>This course covers strategy in business and corporations, including industry analysis and competitive advantage, value chain analysis and distinctive capabilities, competitive dynamics and blue ocean strategy, as well as digital and on-demand platform business models. We will practice our strategic thinking and strategy toolbox by competing in teams in a realistic strategy online simulation game. Like a strategy “escape-the-room-game”, teams must make time-constrained strategic decisions to build their high-performance company and adapt to their virtual world market and competition. By the end of the course, students will have analyzed and gained new strategic insight into real world cases, while testing their strategic and implementation skills in bringing their own company from zero to profitable virtual world domination. Students will be evaluated by individual class participation, worksheets and a take-home essay exam as well as team performance, lab report and final presentation.</p> <p>Prerequisite: Business Formation & Structure</p>	

Contract Law

BUSCOM 906-0	Required
Emerson Tiller	1.5 credits
<p>Many business activities involve agreements that are formed between and among people and business entities. Successful negotiation, management, and performance of these agreements requires understanding of what terms can/should be included, what those terms mean, whether they are legally enforceable, and what happens if the terms of the agreement are not performed. This course presents the basics of contract law. Through a variety of readings, lectures, and exercises, students will learn: what is required to form an enforceable contract; how to understand the meaning of contract terms; when is a contract breached; and what remedies may be sought for a breached contract.</p>	

Effective Professional Communication

LAWSTUDY 956-0	Required
Alexandra Franco	1.5 credits
<p>This course focuses on communication skills; its goal is to ensure that MSL graduates are clear, confident, and skilled communicators in their professional environments. The course addresses both written and oral communication and emphasizes the importance of structure and organization of ideas, understanding audience, considering multiple arguments and viewpoints, and drafting and revising work. The course will explore techniques for getting one’s point across most effectively, whether the goal is to inform, explain, influence, persuade, or achieve a particular result.</p>	

Entrepreneurship Law

BUSCOM 965-0	Elective
Esther Barron	1.5 credits
<p>This course is designed to acquaint students with many of the legal challenges associated with launching and building an entrepreneurial venture, including leaving a current employer, forming an entity, selection of a company name, venture capital and debt financing arrangements, protecting the trademarks and other intellectual property of the new company, employment and worker classification issues, building a team, creating a company culture and risk management. We will also discuss social entrepreneurship, including not-for-profit organizations and for-profit businesses launched with the purpose of having a social impact. These issues will be approached from a practical perspective, which will include one or more guest speakers together with several hands-on exercises. The goal is for students, upon completion of the course, to be well acquainted with, and have certain basic tools to address, the wide spectrum of issues that confront most early-stage businesses.</p> <p>Prerequisite: Business Formation & Structure</p>	

IP Fundamentals

INTPROP 901-0	Required
Jeffrey Carter-Johnson	1.5 credits
<p>Intellectual property is the body of law that deals with creations of human intellect – protecting a wide variety of creations such as machinery, literary works, product brands, and computer programs. Intellectual property encompasses a wide array of types, including patents, trademarks, copyrights, and trade secrets. The explosive growth of many ‘high-tech’ industries relies in large part on intellectual property. Biotechnological methods are commonly protected by patents and as trade secrets. Patents, copyrights, and trademarks may be used to protect equipment innovations such as computer guided farm machinery. Software applications are often protected by copyright. Knowledge of these types of intellectual property allows for protection of innovations as well as revenue generation through litigation and licensing.</p> <p>This course provides an introduction to the breadth of U.S. intellectual property law. The course will approach the topic through the reading of leading intellectual property cases that illustrate the application of the law. By the end of the course, you should be able to (1) recognize the types of intellectual property implicated in a given fact pattern, (2) apply the law related to that intellectual property, and (3) understand how the structure of the various intellectual property laws promote innovation.</p>	

Legal & Regulatory Process

REGLAW 901-0	Required
Daniel Rodriguez	1.5 credits
<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</p>	

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.

Quantitative Reasoning in the Law

LAWSTUDY 905-0	Elective
Jay Koehler	1.5 credits
<p>This course introduces MSL students to quantitative ideas and techniques that arise in the courtroom through expert testimony. No mathematical background is needed. Topics include chance, descriptive statistics, data collection, hypothesis testing, confidence intervals, statistical significance, elementary probability, selection bias, base rates, error rates, Bayesian reasoning, causation, legal studies, and the standards for admitting quantitative evidence. Application areas include discrimination claims, trademark studies, racial profiling proof, DNA evidence, medical malpractice cases, and epidemiological evidence. Grades will be based largely on several weekly analyses, a group project, and a short test.</p>	

U.S. Regulation: Design, Implementation & Enforcement

REGLAW 902-0	Elective
David Dana	1.5 credits
<p>This class explores the different modes of regulation that have been used in the United States to tackle a range of issues, including pollution control, energy production, climate change, food and drug safety, and shareholder protection. We consider the advantages and disadvantages of various modes of regulation, including: prescriptive "command and control" regulation (e.g., drug warning label requirements), market-based regulation (e.g., carbon taxes and tradable pollution permits as a way to mitigate climate change), informational regulation (e.g., mandatory disclosure of toxic releases and impact assessments), and regulation through common law liability (e.g., tort suit judgments in products liability cases). One focus of the class is the complicated relationships among the federal, state and local governments in the U.S. regulatory system, including federal preemption of state and local regulation and federal/state cooperation in regulatory implementation and enforcement. We also explore the legal issues surrounding the different kinds of enforcement actions companies can face (administrative, civil, and criminal), and the role of whistleblowers and citizen suits in regulatory enforcement. Finally, the role of lawyers and the attorney-client privilege in regulatory compliance and enforcement will be considered, with particular reference to federal regulation of public corporations under the Sarbanes-Oxley Act. Students will be assessed based on their participation in discussion each week, as well as a final paper.</p>	
Prerequisite: Legal & Regulatory Process	

Fall 1: Weekend Classes

Biometric Technologies, Law & Policy

REGLAW 906-0	Elective
Alexandra Franco	0.5 credits
<p>In this course, students will learn the legal and policy developments and considerations as applied to contemporary applications of biometric-enabled technologies. Students will also understand the current state of the legal and regulatory landscape applicable to biometric technologies in both the U.S. Federal and state levels as well as in the private and public sectors. Students will understand the background context and evolution of the development and applications of biometric-enabled technologies from their early days as used in the law enforcement settings to the current state of hypercommercialization of the technologies, as well as the privacy and security concerns that arise as a result of insufficient regulation of the technology in its commercial applications. By the end of the course, students will understand the current and prospective challenges in achieving comprehensive regulation of biometric-enabled technologies, the current privacy and security concerns that these technologies present and the potential legal and regulatory paths to address these issues in the future.”</p>	

Dynamics of the Cannabis Industry: Past, Present & Future

REGLAW 990-0	Elective (CR/NCR)
Charlie Bachtell	0.5 credits
<p>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. That said, 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>	

Fall 1: Power Week Classes

Advanced Contracts: Practical Aspects

BUSCOM 962-0	Elective (CR/NCR)
Darren Green	0.5 credits
<p>This course will emphasize a realistic, hands-on approach to basic contract drafting, contract negotiations and transactional practice skills generally. 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. We will focus on the ins-and-outs surrounding real world contracts and provisions rather than contract theory and purpose. Students will leave the course with valuable real-world context, giving them a leg up for successful participation in a transactional role or context.</p> <p>Prerequisite: Contract Law</p>	

Data in Society

REGLAW 924-0	Elective (CR/NCR)
Hudson Hollister	1 credit
<p>Technological advances are making data easier to generate, share, access, and use. Many of these new applications are beneficial. With better data, organizations can run more efficiently, governments can make better decisions, and individuals can take advantage of free services. Some of these new applications are troubling. It is so easy to generate and share data that individuals constantly do so without realizing it. Data in Society seeks to introduce the technologies that are speeding the flow of data and explore the applications of these technologies for management, government, daily life, and the law.</p>	

Entrepreneurship Law

BUSCOM 965-0	Elective (CR/NCR)
Esther Barron	0.5 credits
<p>This course is designed to acquaint students with many of the legal challenges associated with launching and building an entrepreneurial venture, including leaving a current employer, forming an entity, selection of a company name, venture capital and debt financing arrangements, protecting the trademarks and other intellectual property of the new company, employment and worker classification issues, building a team, creating a company culture and risk management. We will also discuss social entrepreneurship, including not-for-profit organizations and for-profit businesses launched with the purpose of having a social impact. These issues will be approached from a practical perspective, which will include one or more guest speakers together with several hands-on exercises. The goal is for students, upon completion of the course, to be well acquainted with, and have certain basic tools to address, the wide spectrum of issues that confront most early-stage businesses.</p> <p>Prerequisite: Business Formation & Structure</p>	

The Litigation Process: Digital Evidence and Data Governance

BUSCOM 950-0	Elective (CR/NCR)
Phil Goodin and Matt Gasaway	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. Students will be assessed based on an in-class open-note final exam that includes both multiple choice and essay questions.</p>	

Negotiation Skills & Strategies

LAWSTUDY 901-0	Elective (CR/NCR)
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> <p><i>Note: Enrollment in this course is limited and will be by permission number only.</i></p>	

Fall 2: Residential Classes

Business Strategy & Frameworks

BUSCOM 905-0	Elective
Justin Lenzo	1.5 credits
<p>Business strategy is the set of objectives and policies that collectively determine how a firm generates profit for its owners. Throughout the course, we will introduce concepts and frameworks that are grounded in microeconomic reasoning and that one can use to evaluate and formulate business strategies. We will examine analytical techniques for diagnosing a firm's competitive position, identifying managerial issues, evaluating alternative plans of action, and anticipating the consequences of specific decisions. The course will focus on two main questions: (1) What allows certain firms in certain industries to succeed (i.e. 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? Grading for this course will be based on a take-home final exam, group case assignments, and class participation.</p> <p>Prerequisite: Business Formation & Structure</p>	

Corporate Criminal Law

LAWSTUDY 930-0	Elective
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>	

Effective Professional Communication

LAWSTUDY 956-0	Required
Alexandra Franco	1.5 credits
<p>This course focuses on communication skills; its goal is to ensure that MSL graduates are clear, confident, and skilled communicators in their professional environments. The course addresses both written and oral communication, and emphasizes the importance of structure and organization of ideas, understanding audience, considering multiple</p>	

arguments and viewpoints, and drafting and revising work. The course will explore techniques for getting one's point across most effectively, whether the goal is to inform, explain, influence, persuade, or achieve a particular result.

Entrepreneurship Lab: Part I

BUSCOM 935-0	Elective
Jonathan Gunn, Steve McPhilliamy, and Alisa Rantanen	1 credit
<p>The Entrepreneurship Lab introduces students to the entire innovation life cycle from ideation to investor presentation. The course will cover needs identification, value proposition development, legal protection, navigation of regulatory issues, and business plan presentation. Students will select a project for commercialization and work in teams to assess and refine its commercial viability, technical feasibility, and user impact. Teams 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 the Fall 2 class, students will define an unmet market need, understand the key stakeholders, and assess the legal and technical risk factors in commercializing a solution. In the 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>	

Federal Income Taxation

BUSCOM 907-0	Elective
Sarah Lawsky	1.5 credits
<p>Federal Income Taxation serves as an introduction to U.S. federal income tax law. You will not learn how to fill out your tax return or about accounting. Tax isn't primarily about numbers; rather, it is about the government's role in the economy and the distribution of resources. By the end of this course, you should have a better understanding of:</p> <ol style="list-style-type: none"> 1. The basic structure of and concepts underlying the U.S. federal income tax system (income, deductions, exclusions, credits, etc.). 2. The different sources of tax law, including not only the Code and regulations, but also administrative guidance, and the relative weight that each of these sources is due. 3. The fundamentals of tax policy. 4. How to read a statute and figure out what the law is. 	

Patent Law

INTPROP 905-0	Elective
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. Prerequisite: IP Fundamentals</p>	

Privacy Law & Regulation

REGLAW 965-0	Elective
Matthew Kugler	1.5 credits
<p>This course examines the law of information privacy: an individual's ability to control their personal information. The course examines the philosophical roots of privacy and traces the history of American privacy law. We will review the major federal privacy statutes, the role of federal administrative agencies in regulating corporate privacy conduct, and the large gaps that remain in the protection of individual privacy rights. Particular attention will be paid to ongoing efforts to regulate emerging technologies. Evaluation will be based on a series of discussion board posts and a final exam.</p>	

Regulatory Strategy & Communication

REGLAW 905-0	Elective
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 combination of lecture and case study approaches with students reviewing and analyzing recent instances of regulatory successes and failures, including regulatory aspects of product development, introduction and marketing, and communications strategies for all stages of the regulatory process.</p> <p>Prerequisite: Legal & Regulatory Process</p>	

Fall 2: Online Classes

Advanced Contracts: Practical Aspects

BUSCOM 962-0	Elective
Darren Green	1.5 credits
<p>This course will emphasize a realistic, hands-on approach to basic contract drafting, contract negotiations and transactional practice skills generally. 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. We will focus on the ins-and-outs surrounding real world contracts and provisions rather than contract theory and purpose. Students will leave the course with valuable real-world context, giving them a leg up for successful participation in a transactional role or context.</p> <p>Prerequisite: Contract Law</p>	

Business Formation & Structure

BUSCOM 901-0	Required
Stephen Reed	1.5 credits
<p>This course covers the law of business organizations, including corporations, limited liability companies and partnerships. We will take a practical approach, focusing on real world aspects of business formation, structure and governance, along with transaction planning. By the end of the course, students will understand basic matters of business associations law, will be able to identify how and when fiduciary duty, business judgment rule and other key corporate law issues arise, and will have a solid foundation for subsequent MSL classes in business and transactional law. Students will be evaluated based on class participation, a midterm written assignment, and a final exam.</p>	

Effective Professional Communication

LAWSTUDY 956-0	Required
Jeffrey Carter-Johnson	1.5 credits
<p>This course focuses on communication skills; its goal is to ensure that MSL graduates are clear, confident, and skilled communicators in their professional environments. The course addresses both written and oral communication, and emphasizes the importance of structure and organization of ideas, understanding audience, considering multiple arguments and viewpoints, and drafting and revising work. The course will explore techniques for getting one's point across most effectively, whether the goal is to inform, explain, influence, persuade, or achieve a particular result.</p>	

Federal Income Taxation

BUSCOM 907-0	Elective
Sarah Lawsky	1.5 credits
<p>Federal Income Taxation serves as an introduction to U.S. federal income tax law. You will not learn how to fill out your tax return or about accounting. Tax isn't primarily about</p>	

numbers; rather, it is about the government's role in the economy and the distribution of resources. By the end of this course, you should have a better understanding of:

1. The basic structure of and concepts underlying the U.S. federal income tax system (income, deductions, exclusions, credits, etc.).
2. The different sources of tax law, including not only the Code and regulations, but also administrative guidance, and the relative weight that each of these sources is due.
3. The fundamentals of tax policy.
4. How to read a statute and figure out what the law is.

Food Policy & Regulation

REGLAW 975-0	Elective
Janice Nadler	1.5 credits
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.	

Introduction to Securities Regulation

BUSCOM 917-0	Elective
Allan Horwich	1.5 credits
<p>This course provides an understanding of the framework of the federal regulation of securities transactions and of the basics of the law. This understanding will be especially useful for someone who may work at a company that is engaged in an activity within the reach of those laws, such as a start-up raising capital or a “public company” that must comply with public disclosure requirements for investors. The course will also meet the needs of someone who simply wants to understand news reports about matters involving the securities laws, such as public securities offerings, major litigation, and enforcement of the law by the Securities and Exchange Commission (SEC).</p> <p>The course covers a variety of topics across the Securities Act of 1933 and the Securities Exchange Act of 1934, including rules adopted by the SEC to implement these statutes. Assignments include reading a text that explains the law and reading sections of the law and SEC rules at a basic level. Specific subjects addressed include:</p> <ul style="list-style-type: none"> • What is a “security,” so that the securities laws apply to a transaction. • How start-ups and other less mature companies raise capital in compliance with the law. • The process for registering securities with the SEC for public sale, including the initial public offering (IPO). • The exemptions that permit companies to sell securities without registration with the SEC, such as “private placements.” • The nature of the law governing resales of securities by persons who already own them. • The general nature of the disclosure requirements that must be satisfied by “public companies” as part of the regime of mandatory disclosure for the benefit of investors. • The “anti-fraud” provisions of the securities laws. 	

- Private claims for damages by investors who believe that they have been deceived by a public companies, resulting in losses in trading securities.
- SEC enforcement of the securities laws.
- Insider Trading

Patent Preparation & Prosecution Workshop I

INTPROP 910-0	Elective
Amy Garber	1.5 credits
<p>The Patent Preparation and Prosecution Workshop is focused practically on preparing and obtaining issued patents. Students will view an invention disclosure in Week 1. The course will focus on this invention throughout the term. Using information from the invention disclosure session and other materials provided by the inventors, each group of students (generally 4 – 6 students per group) will draft a complete set of claims and other sections of a patent application covering the invention. The course will focus on how to “engineer” a patent application by breaking down each separate section of a patent application. Different sections of the patent application will be covered as the course progresses week to week such as title, background, field of invention, summary of the invention, brief description of the drawings, detailed description, claims, and abstract. Patent prosecution concepts and office actions will be covered later in the course as well as international patent application timelines.</p> <p>Assignments are both group assignments and individual assignments. For group assignments, such as the invention's patent claims, students will participate, within their group, in preparing a collective claim set for submission as a group. For group assignments, at the end of the course, students will evaluate other students in their group on factors including participation, cooperativeness, and quality of work, to help ensure that each student has contributed equally. While issues are not anticipated, if any group problems arise during the course, students are encouraged to contact the professor at their earliest opportunity to minimize conflict and address any problems early-on. Evaluation will be based on group assignments and presentations (including the peer evaluation), individual assignments, and participation.</p> <p>Prerequisites: Patent Law; a background in science, technology, or engineering</p>	

Privacy Law & Regulation

REGLAW 965-0	Elective
Matthew Kugler	1.5 credits
<p>This course examines the law of information privacy: an individual's ability to control their personal information. The course examines the philosophical roots of privacy and traces the history of American privacy law. We will review the major federal privacy statutes, the role of federal administrative agencies in regulating corporate privacy conduct, and the large gaps that remain in the protection of individual privacy rights. Particular attention will be paid to ongoing efforts to regulate emerging technologies. Evaluation will be based on a series of discussion board posts and a final exam.</p>	

Research in Law, Business, & Technology

LAWSTUDY 950-0	Required
Sarah Reis and Lisa Winkler	1 credit
<p>This course will provide you with the necessary tools to conduct basic legal, business, and technology research and evaluate the quality of materials and documents you encounter in each discipline. Legal research is a unique skill in and of itself and is distinct from other forms of research in that it involves identifying and assessing relevant cases, statutes, and administrative materials so that you can develop, evaluate, and review legal concepts and theories. Business research, meanwhile, focuses on business dealings, practices and negotiations, corporate structure, locating company, industry, and consumer market information, as well as examining financial statements and the financial and funding marketplaces. Finally, technology research will focus primarily on the intellectual property arena, involves identifying owners, licensees, and assignees of intellectual property rights including patents, trademarks, and copyrights, as well as the identification and evaluation of 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, and special attention will be given to utilizing data analytics and artificial intelligence.</p>	

Fall 2: Weekend Classes

Fintech Law & Regulation

REGLAW 936-0	Elective (CR/NCR)
Albert Chang	0.5 credits
<p>The Fintech industry has attracted attention for its promise to create efficiencies in financial services, disrupt traditional banking, and bring benefits to consumers. At the same time, the industry has generated new business models that raise questions about how decades-old financial services laws should apply and the approaches regulators should take in overseeing the industry. This course highlights novel Fintech business models, the financial services laws and regulations that may apply, and the regulatory agencies and approaches that provide oversight.</p>	

Legal Operations

LAWSTUDY 951-0	Elective (CR/NCR)
Liz Lugones	0.5 credits
<p>“Legal operations” (or legal ops) describes a set of business processes and activities designed to manage resources, maximize productivity, measure outcomes, and define the value of legal services provided by legal departments. Over the past ten years, legal operations has coalesced into a discrete strategic discipline, and today, the practice has become critical for optimizing the performance of a company’s legal function. This class will provide a description of legal operations, how it has transformed the way work is performed in-house, and explain why this field has become so crucial in the legal industry.</p> <p>We will look at best practices, the structure of legal departments, issues involving outside counsel, legal technology solutions, and how business and technical practices can be applied to improve the delivery of legal services.</p>	

Fall 2: Power Week Classes

Forensic Science

LAWSTUDY 953-0	Elective (CR/NCR)
Jay Koehler	1 credit
<p>This lecture, discussion, and hands-on course introduces MSL students to forensic science techniques and controversies. Issues related to the introduction of such evidence as DNA, fingerprints, ballistics, and shoeprints will be discussed. We will ask and answer a variety of questions including: What can and can't a forensic science examination reveal? What are the requirements that a court imposes before it will allow forensic science evidence to be presented to a jury? How do juries think about forensic science evidence? How should they think about it? On the second day, we will consider how a fingerprint analysis is conducted in casework, and students will get a chance to do their own analyses (bring a laptop).</p>	

Healthcare Finance

REGLAW 945-0	Elective (CR/NCR)
Sheva Sanders	0.5 credits
<p>This course explores how healthcare is paid for in the United States and will seek to answer the following questions: To what degree is healthcare available without regard to a patient's ability to pay? What mechanisms are used to pay for healthcare and how are effective are these at ensuring access? What is the legal framework surrounding payment for healthcare?</p> <p>More specifically, the topics covered in this course are: (1) The United Nations classifies healthcare as a fundamental human right. This principle is in tension with a healthcare delivery system that makes access to health care contingent on payment. In this class we will explore the degree to which key federal and state laws ensure access to healthcare services regardless of a patient's ability to pay. (2) There are a variety of traditional and non-traditional ways in which we pay for health care in the U.S., including charity care, private pay, commercial insurance (employer-sponsored and individually purchased) and governmental healthcare programs and facilities. In this class we will become familiar with these mechanisms and how they are regulated.</p> <p>At the conclusion of the class, students should be able to understand the dynamics of, and think critically about, how healthcare is financed in the United States. This understanding is critical for anyone involved in healthcare delivery or finance and useful, even if you are not!</p>	

International & Comparative IP

INTPROP 950-0	Elective (CR/NCR)
Stefania Fusco	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>Prerequisite: IP Fundamentals;</p> <p>Recommended: Patent Law or other advanced IP coursework</p>	

Patent Landscape Analysis Using Natural Language Processing

INTPROP 980-0	Elective (CR/NCR)
Ron Ro	1 credit
<p>Products cost time and money to develop; companies and individuals benefit from knowing a lot about the relevant market before committing to building a product. One aspect of the relevant market that is extremely important is the patent landscape. While extremely important in business decision-making, however, patents can be difficult to analyze due to industry idiosyncratic conventions. They are filed and prosecuted under intricate sets of rules that vary from country to country and there is a lot of jargon involved within different technological areas. Manually reading and analyzing hundreds of patents filed across different countries in different languages, with correct understanding of their scope expressed in patent jargon, can be very challenging. Yet, there are also factors that facilitate patent analysis: rules relevant to conducting an early analysis are limited and fairly consistent across countries, patent jargon with legal significance is often (at least in the United States) clearly defined by court rulings, and while patents can get voluminous, much of the information in patents are repetitive. Consistency and repetitiveness of information enables iterative analysis. As a result, Natural Language Processing (“NLP”), which uses computer programming to analyze language-based information, can be a very useful tool in understanding the patents in a given market. Using NLP, students in this course will learn to compile and analyze thousands of patent documents to produce graphs and other visualizations to effectively inform business decisions.</p> <p>Prerequisite: Patent Law</p>	

Presentation Design & Visual Storytelling

BUSCOM 922-0	Elective (CR/NCR)
Peter Durand	0.5 credits
<p>In this hands-on workshop, students will learn how visual communication and presentation design can help professionals communicate about and promote ideas. We will explore how visual communication and graphic visualization can benefit teams and organizations and how these processes can be used to convey ideas to customers, co-workers, and investors in a meaningful and impactful manner. The workshop considers questions such as: What are the basic building blocks of “storytelling” and why are organizations identifying it as a core leadership skill? What can we learn from engaging TED Talks that will improve our everyday communication? How do we think about our target audience and what they want to hear? What are simple, yet effective principles for the use of color, typography, images, and data? Student assessment will be based on active participation in discussion, and performance in class activities and exercises.</p>	

Intersession Classes

Data Science, Business, & Responsibility

BUSCOM 957-0	Elective (CR/NCR)
Anne Bradley & Emily White	1.5 credits
<p>In recent years, data has been captured at an exponentially increasing rate. This modern stockpile of data is used for making business decisions and to power artificial intelligence for augmentation and automation. The expanded use of data cuts across industries, and is requiring many professions to evolve or be left behind. This course is designed to introduce MSL students to the state of the art in using data. Particular emphasis will be on understanding (1) how data science tools and technologies are applied in business, (2) the considerations, safeguards and tradeoffs involved in using data responsibly in business, and (3) current topics and trends.</p>	

Spring Semester

Health & Human Rights

PPTYTORT 693	Elective
Juliet Sorensen	2.5 credits
<p>The course examines the intersection of health and international human rights. Readings and discussion will focus on whether there is a universal right to health; how to maximize access to health; the health implications of war crimes and atrocities; and the meaning of rights and access in resource-poor settings such as refugee camps and fragile states. Special attention will be paid to the role of corporate social responsibility and advanced economies in access to health.</p> <p>Students will work in interdisciplinary groups on a clinic health and human rights initiative known as the Access to Health Project. Headed by Professor Sorensen of the Center for International Human Rights and faculty at the Center for Global Health at Feinberg Medical School, the Access to Health Project seeks to leverage academic partnerships to maximize access to health in communities in the developing world. This year, the Access to Health Project will partner with NGO Elman Peace on initiatives at the intersection of climate change, human rights, and development in communities in Somalia and Chad.</p> <p>The needs assessment will reflect human rights, public health and sustainability considerations. In addition to an iterative collaboration with our community partners, student teams will prepare an oral presentation and final written report detailing their findings and recommendations.</p> <p><i>Note: Enrollment in this course is limited and will be by permission number only. Interested students must apply for permission to enroll.</i></p>	

Spring 1: Residential Classes

Business Torts

BUSCOM 992-0	Required
Scott McBride	1.5 credits
<p>This course will provide an overview of tort law as it applies to businesses (as opposed to individual persons). The course will start with an introduction to the principles of a "tort" generally and how torts fit into the legal system overall. From there we will move into an examination of the specific ways in which businesses are liable for tortious actions such as fraud & misrepresentation, false advertising, and liability for physically injuring individuals (i.e., product liability and toxic torts). We will also look at ways in which business can be liable for their competitive conduct towards other businesses, including the "interference" torts of tortious interference with contracts or business relations, theft of trade secrets, and the various regimes imposing liability for unfair competition.</p>	

Employment Law

BUSCOM 925-0	Elective
Daniel Canales	1.5 credits
<p>Employment Law impacts every employer with employees, contractors, and business partners. Whether you plan to start your own business or work for an existing company, understanding, managing and supporting your human capital is critical to ensuring you and your business thrive. To that end, this course will start with the formation of employment relationships, worker classifications, the management of others, and the risks and opportunities of granting and receiving job security and incentives. We will then discuss issues facing all workers and employers in the ever evolving legal, social, and political climate, such as: discrimination, harassment, retaliation, accommodations, workplace privacy, and restrictive covenants. We will also see Employment Law in action through the anatomy of an employment dispute, from internal complaint to lawsuit, and employer policy-making and performance management.</p> <p>Prerequisite: Contract Law</p>	

Entrepreneurship Lab: Part II

BUSCOM 940-0	Elective
Jonathan Gunn, Steve McPhilliamy, and Alisa Rantanen	1 credit
<p>The Entrepreneurship Lab introduces students to the entire innovation life cycle from ideation to investor presentation. The course will cover needs identification, value proposition development, legal protection, navigation of regulatory issues, and business plan presentation. Students will select a project for commercialization and work in teams to assess and refine its commercial viability, technical feasibility, and user impact. Teams 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 the Fall 2 class, students will define an unmet market need, understand the key stakeholders, and assess the legal and technical risk factors in commercializing a solution. In the Spring 1 class, which is a continuation of the Fall 2 class, students will apply</p>	

principles from patent, regulatory, and entrepreneurship law to their project to create the foundation necessary to move their technology into the market.

Prerequisite: Entrepreneurship Lab: Part I

Healthcare Law & Regulation: State

REGLAW 972-0	Elective
Sheva Sanders	1 credit
<p>This course is designed to introduce students to the regulatory scheme that governs the US health care system, with an emphasis on matters traditionally regulated by state governments. In addition to other topics, we will explore the manner in which the delivery of health care services and products is regulated to protect significant individual and societal interests such as patient autonomy, the quality of medical care, and market competition. By the end of the course, students will have been introduced to some of the key bodies of state health care regulation, such as: regulating informed consent; requiring professional licensure — including the regulation of telemedicine and the activities of alternative providers; and seeking to assure professional autonomy – such as anti-fee-splitting laws and the prohibition against the corporate practice of medicine. This information will enable students to play an active role in identifying, understanding and navigating the State regulations applicable to projects with which they will become professionally involved. Grades will be based on a combination of class participation, in-class projects and presentations, and a short written project.</p>	

Introduction to Accounting & Financial Statements

BUSCOM 975-0	Elective
Mark Finn	1.5 credits
<p>This class will provide MSL students with an introduction to 1) accounting systems and the financial reporting process, and 2) an ability to read financial statements and interpret the information they contain. The heart of the class will be a standard introduction to accounting: basic concepts and terminology; the mechanics of the three primary financial statements – the balance sheet, the income statement, and the statement of cash flows; and basic tools of financial analysis. We will augment this standard material to highlight issues of particular interest to STEM professionals: accounting for intangible assets, M&A, share-based compensation, and the cross-border taxation of IP. The class is designed for students with no accounting background. However, students who have completed prior accounting coursework are welcome to enroll. This latter group will likely benefit from the class's concentrated focus on IP-related accounting topics.</p> <p>In addition to class attendance, students will be required to submit weekly assignments and to complete a final examination. The weekly assignments will provide students with experience in reading and interpreting actual financial statements. Class grades will be based on performance on the weekly assignments and final exam, as well as course participation.</p>	

Medical Devices: Regulation & Compliance

REGLAW 940-0	Elective
Valerie Followell and Ann Ford	1.5 credits
<p>This course will examine the regulation of medical devices and the interplay of statutory law, industry standards, and regulatory agency guidance. We will explore Food and Drug Administration (FDA) regulations; requirements for the development, manufacturing, and distribution of these products; and compliant interactions between industry and physicians (and other healthcare providers. We will also look at healthcare fraud and abuse, including the anti-kickback statute.</p> <p>The course will cover the regulatory and compliance considerations for:</p> <ul style="list-style-type: none">• Bringing a medical device to market for the first time• Keeping that medical device product on the market• Compliance considerations in the sales and marketing of medical devices• Expanding sales and marketing of the device into other geographies <p>While the primary focus will be on the US to establish a foundation, the course also will provide insight to medical device regulation and compliance globally. Additionally, where appropriate, a comparison of medical devices to other regulated products such as drugs and biologics will be highlighted.</p>	

Patent Preparation & Prosecution Workshop I

INTPROP 910-0	Elective
Scott Dyar and Margot Ryan	1.5 credits
<p>The Patent Preparation and Prosecution Workshop focuses on the practical aspects of preparing and filing patent applications and obtaining issued patents. The course will cover the patent process from identifying a patentable invention to issuance of a patent, including: working with inventors; assessing prior art and patentability; considering when and where to file a patent application; drafting a patent application (claims, specification, drawings, etc.); and interacting with the patent office during patent examination. The course will touch on various post-grant considerations for a patent that can inform decision-making during prosecution. The course will explore differences between patent prosecution in the U.S. and other jurisdictions, as well as differences between prosecution of patents in technologies such as life sciences, chemicals, mechanical, software, etc. Students will leave the course with a working knowledge of the patent process that will be useful for those working in any field with exposure to patent prosecution (e.g., R&D, finance, marketing, management.), as well as for those planning to pursue a career more directly involved in patent prosecution (e.g., in-house or outside counsel).</p> <p>Prerequisites: Patent Law; a background in science, technology, or engineering</p>	

Quantitative Reasoning in the Law

LAWSTUDY 905-0	Elective
Jay Koehler	1.5 credits
<p>This lecture and discussion course introduces MSL students to quantitative ideas and techniques that arise in the courtroom through expert testimony. No mathematical background is needed. Topics include chance, descriptive statistics, data collection,</p>	

hypothesis testing, confidence intervals, statistical significance, elementary probability, selection bias, base rates, error rates, Bayesian reasoning, correlation, causation, and the legal rules for admitting quantitative evidence. Application areas include discrimination claims, trademark studies, racial profiling proof, DNA evidence, medical malpractice cases, and epidemiological evidence. Reading materials (e.g., chapters, cases, newspaper articles, portions of Appellate opinions, etc.) will be posted as PDFs online. Students will be evaluated on the basis of class participation, an original group project, and a short open-book test.

Spring 1: Online Classes

Business Combinations

BUSCOM 945-0	Elective
Steve 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>Prerequisite: Business Formation & Structure</p>	

Business Torts

BUSCOM 992-0	Required
Jim Lupo	1.5 credits
<p>In this course we will explore the liabilities businesses face which we will refer to generally as “business torts.” These are assertions of wrongful acts made against business entities and their principals arising out of alleged breaches of legal duties owed versus breaches of contract obligations undertaken. The course will highlight the areas where common law torts overlap with regulatory law. Students will be evaluated based on participation, completion of two “think-piece” written assignments, and a final group project.</p>	

Climate Change: Law & Policy

REGLAW 942-0	Elective
David Dana	1.5 credit
<p>This class provides an overview of the legal and policy debates regarding climate change, with a focus on the United States. The goal is to provide an introduction to some of the most compelling debates about climate policy. Topics include the science and economics of climate change, the psychology of climate denialism, international law of climate change, geoengineering and nuclear power, and carbon taxes. Students will be assessed on individual and group assignments, participation in class sessions and on discussion boards, and a short reaction paper to a climate-related proposal.</p>	

Contract Law

BUSCOM 906-0	Required
Jeffrey Carter-Johnson	1.5 credits
<p>Many business activities involve agreements that are formed between and among people and business entities. Successful negotiation, management, and performance of these agreements requires understanding of what terms can/should be included, what those terms mean, whether they are legally enforceable, and what happens if the terms of the agreement are not performed. This course presents the basics of contract law. Through a variety of readings, lectures, and exercises, students will learn: what is required to form an enforceable contract; how to understand the meaning of contract terms; when is a contract breached; and what remedies may be sought for a breached contract.</p>	

Data Security Regulation: Data Breaches and Beyond

REGLAW 960-0	Elective
Cara Dearman and Liisa Thomas	1.5 credits
<p>The news is filled with cyber-attacks and massive global breaches. During this interactive course, we will examine the laws that govern data security requirements and how corporate actors respond when faced with a data security incident. In this interactive course you will get hands-on experience in helping fictitious clients. Rather than a series of lectures, learning will be based around in-class, group, and individual interactive exercises. Grading will be based on in-class participation and a series of short written papers.</p> <p><i>Note: This class works well in conjunction with the Spring 2 Data Privacy class, but it is not a formal prerequisite for that class.</i></p>	

Entrepreneurial Finance & Venture Capital

BUSCOM 915-0	Elective
Esther Barron and Darren Green	1.5 credits
<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>Prerequisites: Business Formation & Structure; Entrepreneurship Law</p>	

Introduction to Accounting & Financial Statements

BUSCOM 975-0	Elective
Mark Finn	1.5 credits
<p>This class will provide MSL students with an introduction to 1) accounting systems and the financial reporting process, and 2) an ability to read financial statements and interpret the information they contain. The heart of the class will be a standard introduction to accounting: basic concepts and terminology; the mechanics of the three primary financial</p>	

statements – the balance sheet, the income statement, and the statement of cash flows; and basic tools of financial analysis. We will augment this standard material to highlight issues of particular interest to STEM professionals: accounting for intangible assets, M&A, share-based compensation, and the cross-border taxation of IP. The class is designed for students with no accounting background. However, students who have completed prior accounting coursework are welcome to enroll. This latter group will likely benefit from the class's concentrated focus on IP-related accounting topics.

In addition to class attendance, students will be required to submit weekly assignments and to complete a final examination. The weekly assignments will provide students with experience in reading and interpreting actual financial statements. Class grades will be based on performance on the weekly assignments and final exam, as well as course participation.

IP Fundamentals

INTPROP 901-0	Required
Jeffrey Carter-Johnson	1.5 credits
<p>Intellectual property is the body of law that deals with creations of human intellect – protecting a wide variety of creations such as machinery, literary works, product brands, and computer programs. Intellectual property encompasses a wide array of types, including patents, trademarks, copyrights, and trade secrets. The explosive growth of many ‘high-tech’ industries relies in large part on intellectual property. Biotechnological methods are commonly protected by patents and as trade secrets. Patents, copyrights, and trademarks may be used to protect equipment innovations such as computer guided farm machinery. Software applications are often protected by copyright. Knowledge of these types of intellectual property allows for protection of innovations as well as revenue generation through litigation and licensing.</p> <p>This course provides an introduction to the breadth of U.S. intellectual property law. The course will approach the topic through the reading of leading intellectual property cases that illustrate the application of the law. By the end of the course, you should be able to (1) recognize the types of intellectual property implicated in a given fact pattern, (2) apply the law related to that intellectual property, and (3) understand how the structure of the various intellectual property laws promote innovation.</p>	

IP Strategy and Management

INTPROP 940-0	Elective
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</p>	

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.

Prerequisite: IP Fundamentals

Legal & Regulatory Process

REGLAW 901-0	Required
Daniel Rodriguez	1.5 credits
<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>	

Regulatory Policy

REGLAW 995-0	Elective
Nadav Shoked	1.5 credits
<p>This class builds on the required Legal & Regulatory Process class to enable students to understand how the legal principles of regulatory law translate into actual policies affecting any business operating in America. Almost all major industries are currently subject to some form of regulation. Those managing those businesses—and those introducing new ones—inevitably interact with regulators: courts and administrators. It is thus vital for them to understand the goals these policy-makers are pursuing, their motivations, and the legal tools at their disposal. This course will provide students with the instruments to do so. To achieve that aim we will survey the emergence of American regulatory law, its treatment of specific industries as examples, the economic rationales animating regulatory law, and the most recent controversies affecting it (e.g., the Great Recession of 2008, net neutrality, antitrust and big tech).</p>	
<p><u>Prerequisite:</u> Legal & Regulatory Process</p>	

Spring 1: Weekend Classes

Introduction to Marketing Analytics

NEW	Elective (CR/NCR)
Ejede Okogbo	0.5 credits
<p>This class focuses on marketing analytics – the practice of collecting data and analyzing that data to drive a company’s marketing strategy. Data and analytics are obviously related to every industry and business function, but marketing analytics has become increasingly important in recent years. While data courses are usually focused on teaching data science or statistics concepts, and more technical classes focus on coding and databases, this class will focus on how data analytics are applied in the real world. This class will help students better understand:</p> <ul style="list-style-type: none"> • the technologies used in data analytics, exploring such questions as what cookies actually are and what is the difference between a CRM and a CDP; • why and how some companies (such as Google and Meta) are so successful at marketing and what these successful companies have in common; • how regulations like GDPR and other privacy laws affect business/marketing decisions; • the different professional roles in this area, such as data engineers and marketing analysts. 	

Strategic Decision Analysis: Gaining Competitive Advantage in an Uncertain World

BUSCOM 952-0	Elective (CR/NCR)
Phil Beccue	0.5 credits
<p>In this interactive seminar, students will receive a solid introduction to the basic principles of decision analysis and learn how to analyze the choices that shape our lives and organizations. We will discuss various organizational and technical challenges to making high-quality decisions, and present the various tools and methods that can be employed to address these challenges.</p> <p>This seminar will help students:</p> <ul style="list-style-type: none"> • Learn best practices on making smarter personal and professional decisions • Capture uncertainty and complexity in a structured, logical framework • Lead senior management and team members toward consensus on strategic planning • Avoid the pitfalls of relying on intuitive decisions <p>The benefits of applying these concepts go well beyond making smart decisions, and include improved communication and buy-in, consistency of resource allocation across projects, focus on key drivers of success, and better quality and more efficient collection of relevant information.</p> <p>The material will be a combination of lecture, class exercises, and case studies which draw on examples from R&D, asset valuation, licensing deal structures, capacity planning, risk management, compliance, lifecycle management, and portfolio prioritization. Grading will be based on class participation and a group case study.</p>	

Spring 1: Power Week Classes

Civil Litigation Process: Procedure & Remedies

NEW	Elective (CR/NCR)
Alexandra Franco	1 credit
<p>This course covers the start, evolution and conclusion of a lawsuit in civil court, along with the preemptive, interlocutory, emergency, temporary and permanent remedies available to plaintiffs through the different parts of the civil litigation process. The course is designed to familiarize STEM professionals and non-legal professionals generally with the civil litigation process and the concept of equitable remedies from a practical perspective.</p> <p>Prerequisite: Legal & Regulatory Process</p>	

Global Product Development

BUSCOM 913-0	Elective (CR/NCR)
Thomas Bluth	0.5 credits
<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>Prerequisite: IP Fundamentals</p>	

Health Informatics: Practical Data Applications

REGLAW 947-0	Elective (CR/NCR)
Satyender Goel	1 credit
<p>This course focuses on how health information technology (HIT) can be implemented and used in creating positive change in the current healthcare landscape. With the field of healthcare informatics rapidly evolving to become the most important field of study in the healthcare industry, this course will work to provide knowledge of foundational biomedical informatics concepts along with real world applications. This course is distributed into three modules: (1) fundamentals of clinical research informatics, including clinical decision support system, (2) healthcare privacy and standards related to medical information, and (3) innovative health data applications, including the latest trends of mobile health technology. Additionally, students will explore how biomedical information systems are created and managed, while also learning about career strategies for how best to achieve their goals within the field. The course will use a mix of lectures, role-based training and use case scenarios.</p>	

Introduction to IP Licensing

INTPROP 935-0	Elective (CR/NCR)
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>Prerequisite: IP Fundamentals</p>	

Negotiation Skills & Strategies

LAWSTUDY 901-0	Elective (CR/NCR)
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> <p><i>Note: Enrollment in this course is limited and will be by permission number only.</i></p>	

RegTech: Transforming the Interaction of Regulators, Regulated Enterprises, and Markets

REGLAW 992-0	Elective (CR/NCR)
Hudson Hollister	0.5 credit
<p>The regulatory process, at its simplest, involves three types of actors: regulators, regulated enterprises, and markets. Regulators issue mandates; regulated enterprises must comply with the mandates and report to the regulators that they have complied; markets receive information about this compliance and use it to aid investment and advocacy decisions. The regulatory process has historically been a document-based affair, but increasingly, the parties are looking to technology to improve the activities of regulation; “RegTech” solutions apply new technologies to make various tasks within the regulatory process easier for the actors in the regulatory process. However, as regulators begin to replace documents with data, the scope and impact of RegTech challenges and opportunities will grow. For example, if regulators begin to issue regulations as machine-readable data, RegTech solutions will be able to help regulated enterprises comply automatically, eliminating layers of lawyers, law firms, and compliance managers. Some technology entrepreneurs even foresee the development of comprehensive RegTech platforms, which would centralize all the interactions between regulators, regulated enterprises, and markets. RegTech platforms could benefit from the same economics as such common names as Amazon and Airbnb. This course will outline a process-based view of regulation, identify the technological innovations that are currently being implemented at each stage of the regulatory process, envision the RegTech platforms that could be put in place after a switch from a document-</p>	

based to data-centric regulatory process, and survey the benefits and challenges for regulatory actors and society that will result from that transformation.

Prerequisite: Legal & Regulatory Process

Spring 2: Residential Classes

Business Combinations

BUSCOM 945-0	Elective
Steve 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>Prerequisite: Business Formation & Structure</p>	

Ethics & Law in STEM-Related Fields

LAWSTUDY 910-0	Required
Alexandra Franco	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 STEM professionals in a global economy. Topics will include ethical leadership, corporate social responsibility, ethics of emerging technologies, ethical and legal issues in research and innovation, and the tension between individual rights and the power to regulate for the public good.</p>	

Data Privacy: Law, Regulation & Application

REGLAW 922-0	Elective
Cara Dearman and Liisa Thomas	1.5 credits
<p>This class focuses on the current global regulatory environment and how corporate actors can and should address this increasingly complex and rapidly changing area. In this interactive, activity-based class, we will look at some of the most important privacy issues facing companies today, including facilitating individual rights, limiting information collection and use, providing disclosures and choices, and much more. We will look at and compare a variety of regulatory approaches, and we will examine the history of privacy laws and the overarching themes they reflect. Our approach will be to use a series of data protection principles as a framework to analyze different situations. This course is jointly taught by an in-house privacy officer and outside privacy counsel; this combination will give you a unique view into the world of privacy today.</p>	

Grading in this practical, hands-on seminar will be based on interactive in-class exercises and a series of short papers. Readings will be provided, including from a treatise being prepared by one of the professors.

Note: While the Spring 1 Data Security Regulation course is not a prerequisite for this course, the two classes are designed to work well together.

Emerging Issues in Biotech & Food

NEW	Elective
Jeffrey Carter-Johnson	1 credit
<p>The advance of technology commonly brings great gains for society; however, those advances often also bring about new societal challenges. These challenges must be met with either the application and adaptation of existing laws and regulations or the development of entirely new legal structures.</p> <p>The study and application of biology – loosely defined as biotechnology – has seen monumental advancements in the last few decades. Impacts of these biological advances have been seen in industries as diverse as pharmaceuticals, food and agriculture, banking, and family law.</p> <p>This course allows students the opportunity to explore recent technological developments in biotechnology and food technology, concentrating on the social, ethical and legal effects of these developments. The course begins with a professor-led series of discussions centered around new technologies from various industries and their resulting societal challenges. The class will discuss existing and emerging ethical and legal regimes for these technologies.</p> <p>In the second half of the course, students will be required to research a technological topic of their choice (with professor approval) and lead a substantial class discussion on the technology and its social, ethical, and legal effects. Students will further be required to write a four-to-six-page summary of their topic presentation, which will include a complete bibliography.</p>	

Environmental Law

NEW	Elective
Michael Barsa	1.5 credits
<p>The Environmental Law class will introduce students to the “nuts and bolts” of U.S. environmental law, with a focus on the most important United States Supreme court cases addressing environmental law issues. We begin with longstanding principles of the common law and then expand to consider the major federal statutes that have come to dominate the field. Using the statutory text and associated regulations, we will analyze the regulatory regimes governing air and water pollution, hazardous waste, and toxics. We will study some of the most hot-button issues in the field, including endangered species protection, environmental review, and climate change. We will also learn the practical, problem-solving art of navigating a complex field of law, and how agencies use the regulatory process to enact goals that may—or may not—comport with the statutory regime in which they operate.</p>	

Global Transactions & Compliance

REGLAW 904-0	Elective
Shermin Kruse	1.5 credits
<p>This course will examine business, legal and ethical issues that arise when commercial transactions cross national borders, as in today's global economy, they almost always do. Subjects that will be explored include: the political, legal and cultural frameworks of jurisdictions outside of the United States; global macro-economic institutions; international taxation; anticorruption and fraud prevention; cyber security; anti-money laundering/terrorist financing; as well as ethical and organizational decision making and leadership. Subjects will often be explored in the context of specific regions and jurisdictions.</p> <p>Prerequisite: Business Formation & Structure</p>	

Healthcare Law & Regulation: Federal

REGLAW 974-0	Elective
Sheva Sanders	1 credit
<p>Through Medicare, Medicaid and various other health care programs, the Federal government is responsible for a significant percentage of national health care expenditures. Several bodies of law have developed to protect against the possibility that these expenditures are being exploited through the provision of sub-standard, unnecessary, or overly expensive goods and services. We will focus primarily on the criminal and civil laws that are incidental to Federal government's role in health care finance. By the end of the course, students will have been introduced to some of the key bodies of Federal health care regulation, including the Federal Anti-Kickback Statute, Stark law, Sunshine/Open Payments Act and the False Claims Act. This will enable students to play an active role in identifying, understanding and navigating the Federal regulations applicable to projects with which they will become professionally involved. Grades will be based on a combination of class participation, in-class projects and presentations, and a short written project.</p>	

Issues in Health & Human Rights

NEW	Elective
Anna Maitland	1 credit
<p>The course examines the intersection of health and international human rights through the lens of environmental issues. Readings and discussion will focus on whether there is a universal right to health; the nexus between health and environment; how to maximize access to health; and beyond current limits design thinking for these contexts. Special attention will be paid to the role of corporate social responsibility and advanced economies in access to health.</p>	

Patent Preparation & Prosecution Workshop II: Advanced Topics

INTPROP 912-0	Elective
Scott Dyar & Margot Ryan	1.5 credits
<p>The Patent Preparation and Prosecution Workshop II: Advanced Concepts digs deeper into the patent drafting and examination process. In light of what was covered in Part I of the course, students will consider drafting and filing strategies with an eye towards challenges</p>	

that may arise during examination of a patent application or after issuance of a patent. The course will also explore how prosecution strategies can be tailored to address a particular client's goals. Students will get hands-on experience engaging in the patent prosecution process from multiple perspectives, including that of a patent agent (interviewing an inventor, drafting a patent application, and interviewing a patent examiner), an IP manager (evaluating invention disclosures, reviewing a patent application, and developing a filing strategy), and an executive (evaluating the IP landscape for a new technology, designing a useful IP program, and developing a patent enforcement strategy). Finally, this course will touch on unsettled areas of IP law, such as those developing around cutting-edge technologies.

Prerequisite: Patent Law; Patent Preparation and Prosecution Workshop I; and a background in science, technology, or engineering.

Project Management for Regulated Industries

BUSCOM 903-0	Elective
Andrea Wolf	1 credit
<p>Project Management has a natural home in the regulated business landscape as a key element of delivering value and meeting organizational strategic objectives. This course is designed to provide an overview of project management principles and activities that can be put to use by managers within regulated industries that impact science, technology, and contemporary business. The focus of this course will be developing a working knowledge of the basic principles of successful project selection, project risk management, and project delivery based on the Project Management Institute Global Standards. Guided readings will be selected to present students with basic project skills, with application through interesting and relevant case studies drawn from industries regulated by the FDA, FAA, FCC, DoD, SEC and other federal and state regulators. Through classroom instruction and participation in discussion of real-world examples from contemporaneous events, students will learn the basics of project management, along with some of the ways that regulations can impact how project teams work, what they can do and how fast they can do it.</p>	

Spring 2: Online Classes

Along the Regulatory Frontier: New Issues and Emerging Technologies

REGLAW 981-0	Elective
Daniel Rodriguez	1.5 credits
<p>How does regulation account for new issues and emerging technologies? This has always been a conundrum for lawmakers, agency officials, and the judiciary as well. In this course, we will consider this question by focusing on “frontier” subjects of regulation: artificial intelligence and machine learning; drug policy (including cannabis, psychedelics, & opioids); public health emergencies stemming from novel viruses, such as Covid-19; and new ways of creating more access to justice and furnishing legal services, including by non-lawyers. In considering these rapidly-evolving topics, we will explore how existing institutions and doctrines can be adapted to meet new demands and what other tools and techniques must be developed to meet upcoming challenges along the regulatory frontier.</p>	

Business Formation & Structure

BUSCOM 901-0	Required
Anastasia Kaup	1.5 credits
<p>This course covers the law of business organizations, including corporations, limited liability companies and partnerships. We will take a practical approach, focusing on real world aspects of business formation, structure and governance, along with transaction planning. By the end of the course, students will understand basic matters of business associations law, will be able to identify how and when fiduciary duty, business judgment rule and other key corporate law issues arise, and will have a solid foundation for subsequent MSL classes in business and transactional law. Students will be evaluated based on class participation, a midterm written assignment, and a final exam.</p>	

Effective Professional Communication

LAWSTUDY 956-0	Required
Jeffrey Carter-Johnson	1.5 credits
<p>This course focuses on communication skills; its goal is to ensure that MSL graduates are clear, confident, and skilled communicators in their professional environments. The course addresses both written and oral communication and emphasizes the importance of structure and organization of ideas, understanding audience, considering multiple arguments and viewpoints, and drafting and revising work. The course will explore techniques for getting one’s point across most effectively, whether the goal is to inform, explain, influence, persuade, or achieve a particular result.</p>	

Ethics & Law in STEM-Related Fields

LAWSTUDY 910-0	Required
Alexandra Franco	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 STEM professionals in a global economy. Topics will include ethical leadership, corporate social responsibility, ethics of emerging technologies, ethical and legal issues in</p>	

research and innovation, and the tension between individual rights and the power to regulate for the public good.

Global Transactions & Compliance

REGLAW 904-0	Elective
Shermin Kruse	1.5 credits
<p>This course will examine business, legal and ethical issues that arise when commercial transactions cross national borders, as in today's global economy, they almost always do. Subjects that will be explored include: the political, legal and cultural frameworks of jurisdictions outside of the United States; global macro-economic institutions; international taxation; anticorruption and fraud prevention; cyber security; anti-money laundering/terrorist financing; as well as ethical and organizational decision making and leadership. Subjects will often be explored in the context of specific regions and jurisdictions.</p> <p>Prerequisite: Business Formation & Structure</p>	

Health Law

REGLAW 973-0	Elective
Sarah Kitchell and Drew McCormick	1.5 credits
<p>This is a survey course intended to provide students with an overview of the structure, financing and regulation of the U.S. health care system. Specifically, in this course, we will learn to think of the health care system as a three-legged stool comprised of three elements: cost, quality and access. Further, we will consider how health care laws and regulations aimed at these elements (e.g., improving quality, reducing cost, and increasing access) impact the three primary stakeholders in the U.S. health care system: providers, consumers/patients, and payors.</p>	

IP Investments & Capital Markets: A Global Perspective

INTPROP 955-0	Elective
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.</p> <p>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>Prerequisites: Introduction to Accounting & Financial Statements; IP Fundamentals</p>	

IP Valuation

INTPROP 945-0	Elective
Joshua Gammon	1.5 credits
<p>Intangibles now comprise roughly 80% of corporate balance sheets among publicly traded companies. Key among these assets are intellectual property (IP) assets: patents, trademarks, copyrights, marketing intangibles, know-how, and others. Conventional valuation methodologies frequently fail to accurately measure the value of IP. Moreover, the current valuation paradigm fails to recognize the impossibility of valuation certainty for many IP assets, and the context-specificity of their value. This ignorance and uncertainty presents opportunity for those who understand IP value.</p> <p>In IP Valuation, you will learn and apply the various available theories, methods, and tools for measuring and contextualizing IP value. This will include in-class instruction and discussion, supplemented by out-of-class work, on case studies derived from the real-world experience of best-in-class IP professionals. You will also gain a view of the nascent understanding of IP value among financial professionals and the handful of entities presently working to create liquidity and make capital available for IP-rich entities. Finally, you will learn how to assess IP value, identify information incompleteness and uncertainty, and use that knowledge to inform decision-making in a variety of business and legal contexts.</p> <p>Prerequisites: Introduction to Accounting & Financial Statements; IP Fundamentals</p>	

Patent Law

INTPROP 905-0	Elective
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 exercises designed to simulate problems likely to arise in patent law practice.</p> <p>Prerequisite: IP Fundamentals</p>	

Regulatory Compliance: Product Approval & Life Cycle Issues

REGLAW 980-0	Elective
Sharon Ayd	1.5 credits
<p>In the US, Food and Drug Administration (FDA) approval is required before a pharmaceutical company can manufacture and commercially sell prescription drugs. The time period before FDA approval is called "Product Development". Product Development is inherently complex and wrought with regulations. Once approved, a drug can be marketed for decades until it either becomes obsolete or marketing authorization is rescinded. This time period is referred to as the Lifecycle. Over time, many changes to the approved drug will occur for varying reasons. Some will be intentional and some not. This is what is called Life Cycle Maintenance" (LCM). This course will help individuals gain basic knowledge of what drug development entails and the different regulatory pathways pharmaceutical manufacturers</p>	

follow to obtain FDA approval. In addition, insight will be gained about the LCM dynamics and the tradeoffs that pharma manufacturers make along the way.

This course is based on a series of lectures that cover;

- The FDA and recognized pathways to regulatory approval of a prescription drug,
- Health technology assessment of new drugs,
- Regulations governing pharmaceutical laboratories, clinical trials and drug manufacturing,
- Overview of the prescription drug development process,
- Drug application submission, FDA review process and post approval compliance requirements,
- Impact of post approval changes (“Lifecycle Management”) in terms of maintaining cGMP compliance, while ensuring sustainable drug supply to meet demand and while maintaining product competitiveness in the market.

Prerequisite: Regulatory Strategy & Communication *or* U.S. Regulation *or* Regulatory Policy

Spring 2: Weekend Classes

Gaming Law & Regulation

REGLAW 982-0	Elective (CR/NCR)
Donna More	0.5 credits
<p>This course is designed to acquaint students with the legal and regulatory challenges of operating a successful gaming business. We will explore the history of the gaming industry to set the stage for understanding the complex set of business issues that are unique to this industry. It is a cash-in, cash-out industry with a huge consumer customer base through casinos, video game locations, online games, and now legalized sports betting. The major players are large, well-capitalized, publicly traded corporations, yet there are still “moms and pops” that own and operate gambling terminals in local taverns and truck stops. Part of the complexity arises from the intersection of the businesses with the governments that regulate in this area.</p> <p>Students will come to appreciate that these unique business issues arise from regulatory frameworks that vary state-by-state; conflicts in federal, state and local law; state revenue expectations and taxation issues; and licensing and rulemaking processes that can seem intrusive and unnecessary. The course will also delve into the future of gaming in the digital age.</p>	

Negotiating With Tactical Empathy

LAWSTUDY 903-0	Elective (CR/NCR)
Shermin Kruse	0.5 credits
<p>This course explores “tactical empathy” as an effective tool on the path to power and influence. By understanding more about what the “other” sitting across the table really wants and needs, we can gain more control in the negotiations process. Tactical empathy can be employed in a range of contexts, from negotiating a business deal to advocating for a client to mediating a dispute, pitching a sale, or managing a team. (It can also come in handy in our personal lives!) In this course, we explain what tactical empathy is, and how to tactically utilize empathy to achieve our goals.</p>	

Spring 2: Power Week Classes

Applied AI in HealthTech

BUSCOM 911-0	Elective (CR/NCR)
Amy Shuen	1 credit
<p>AI (Artificial Intelligence) has emerged as the biggest game-changer in the Healthcare Industry. In the first 3 sessions of this course, we will analyze and develop systematic frameworks to assess the business value as well as the legal, ethical and regulatory risks of the key AI-data enabled healthcare strategies--to save time, lives and money. We will cover disruptive company case examples and explain the so-called “Deep Medicine” scenarios revolutionizing the highly active venture-capital funded sectors of:</p> <ul style="list-style-type: none"> • Virtual Assistants, Therapy Bots and Carebots for Elder Care • Medical Imaging and Diagnostics • Patient Data and Risk Analytics <p>The last day of the session will be a hands-on Applied AI NLP (Natural Language Processing) Chatbot Bootcamp. We will use Google Design Sprint techniques to design and prototype a mobile healthcare chatbot (Snatchbot) and then explain its value proposition and usage in a 2-3 minute video pitch (Powtoons). No coding or technical background required since we'll be using a free drag and drop mobile chatbot builder and video editor. Team pitches and demos will be presented in class for voting and winning fun prizes.</p>	

Cases in New Venture Strategies

BUSCOM 980-0	Elective (CR/NCR)
Karl Muth	1 credit
<p>In this course, we examine young companies (“new ventures”) through the lens of venture capitalists and potential investors 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 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, prior to the presentation phase of the course, 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 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> <p>Prerequisite: Entrepreneurship Law or Entrepreneurial Finance & Venture Capital or permission of program</p>	

Contract Drafting

LAWSTUDY 904-0	Elective (CR/NCR)
Monica Llorente	0.5 credits
<p>Students will learn basic contract drafting concepts and how to translate the terms of a business deal into enforceable provisions. You will build on this knowledge by drafting a basic contract with a focus on clear, concise and plain language. This process will help you develop the skills necessary to read, analyze and critique contracts drafted by others as well.</p> <p>Prerequisite: Contract Law</p>	

Patenting Software Inventions

INTPROP 922-0	Elective (CR/NCR)
Ryan Phelan and Nicholas Terrell	0.5 credits
<p>This course covers current topics relating to patenting software inventions, with a particular emphasis on patent eligibility. While software-related inventions continue to increase in significance, they also face particular challenges relating to eligibility, scope, and enforcement. The legal landscape has also shifted drastically since the Supreme Court's Alice Corp. v. CLS Bank Int'l decision in 2014, leading to uncertainty regarding the extent and strength of patent protection for software inventions. Students will learn to identify and evaluate software-specific issues relating to subject matter eligibility, prior art, and enforceability.</p> <p>Prerequisite: IP Fundamentals Recommended: Patent Law</p>	

Public Persuasion Skills & Strategies

BUSCOM 982-0	Elective (CR/NCR)
Jason DeSanto	1.5 credits
<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 powerfully present policy ideas, securing commitment and action on their behalf. Drawing upon persuasion theory, cognitive science, and principles of public speaking, it develops the sensibilities and skills crucial to maximizing personal influence, 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; (7) effective principles of visual design; and (8) tangible advice for effective public speaking.</p> <p><i>Note: Enrollment in this course is limited and will be by permission number only.</i></p>	

Summer: Online Classes

Assessing AI & Computational Technologies

BUSCOM 912-0	Elective
Dan Linna	1.5 credits
<p>This course introduces students to artificial intelligence and computational technologies and equips them to identify and assess business and societal opportunities and risks. Globally, leading organizations have begun to embrace these technologies and prepare themselves to leverage future technological advances. This course aims to prepare students to contribute to the development and implementation of innovation initiatives, considering various perspectives, including that of executive, entrepreneur, technologist, regulator, and lawyer. Most of the coursework will be completed in teams, including a final presentation. No prior understanding of the underlying technologies is required for this class. Students will learn enough about these technologies to evaluate them, but will not be required to develop technology solutions. Students will also be introduced to various innovation frameworks, including lean startup and business model canvas. This course also provides a basic introduction to the applicable regulatory, legal, and ethical landscape, including privacy, bias, discrimination, inequality, and the opportunities to improve beyond the status quo.</p>	

Civil Litigation Process: Procedure & Remedies

NEW	Elective
Alexandra Franco	1.5 credits
<p>This course covers the start, evolution and conclusion of a lawsuit in civil court, along with the preemptive, interlocutory, emergency, temporary and permanent remedies available to plaintiffs through the different parts of the civil litigation process. The course is designed to familiarize STEM professionals and non-legal professionals generally with the civil litigation process and the concept of equitable remedies from a practical perspective.</p> <p>Prerequisite: Legal & Regulatory Process</p>	

Corporate Criminal Law

LAWSTUDY 930-0	Elective
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</p>	

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.

Introduction to IP Licensing

INTPROP 935-0	Elective
Jeffrey Carter-Johnson	1.5 credits
<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>Prerequisite: IP Fundamentals</p>	