

## Company Law 1

Course Name	Course type (credit/hours)	전선(3/3)	Course code	1111
	Target students Division/major/grade	경영학과/3학년	Opening semester	2017 1ST SEMESTER
	Class time and classroom	화E(다111) 금E(다111)(다111)	English Grade	A(100%English)
Reference to this course	Prerequisite courses			
	Related basic courses			
	Recommanded concurrent courses			
	Related advanced courses			

Instructor	Name (title/division)		Felver Troy Benjamin (조교수/경영대학 경영학과)			
	Office Room Number	Room 418-2 Dasan Hall	Office phone Number	1111	e-mail	
	Office hours	Mon & Wed 10:30-12:00		Homepage address	Contact: troyajou@gmail.com	
Teaching Assistant	Name (title/division)					
	Office Room Number		Office phone Number		e-mail	

### 1. Introduction

#### Subject Summary

This class assumes NO KNOWLEDGE of law. Company Law 2 is NOT REQUIRED to take this class. Anyone interested in understanding law or business should consider this course. Anyone interested in starting or running their own business would gain substantial practical understanding from this course.

Individually, it is quite hard for any single person to accomplish anything substantial. Many individuals combined, however, can change the world. Corporations are the tool for bringing together disparate individuals into a collective group to perform the tasks of a company. There are, however, several very different forms of these organizations, each with their own benefits and drawbacks. This course will examine these different forms, along with their strengths and weaknesses, while focusing on the most significant form of business organization, the limited liability corporation.

NO BACKGROUND IN LAW IS NECESSARY. This course is designed from a businessperson's perspective, about how to organize a small, medium, or large business to maximize your benefit and minimize tax, liability, control, and agency issues. The focus will be mostly on European, North American, and Asian corporate law, but we will examine parts of the law in many countries. Also, remember most of the principles of business organizations are reasonably universal. This class will be useful for people starting their own businesses, operating a family business, working at a large company, and everyone in between.

## 2. Course Objectives

### Course Objectives

- a) Gain an understanding of the types of business organizations
- b) Be able to apply these methods to solve hypothetical problems in choosing what would be the most appropriate form of business
- c) Understand the logic behind the statutory creation of these different legal options.
- d) Encourage students to be proactive in searching for legal issues and sharing their ideas and assumptions

## 3. Class types and activities

### Evaluation

There will be mid-term and final exams. Additionally, since class discussion encourages better learning, attendance and class participation are very important to your grade.

Final Exam: 40%  
Class Participation: 30%  
Midterm Exam: 20%  
Attendance: 10%

## 4. Teaching Method

☒ lecture

☐ team project(presentation and case studies)

☐ designing and production

☐ others

☒ discussion and debate

☐ experiments(role-playing,etc)

☐ on-site learning(on-site training)

## 5. Support Systems in Use

☒ e-class

☐ cyber lecture

☐ class behavior analyzing system

☐ automatic recording system

☐ blended learning(combination of online and offline teaching)

☐ others

☐ web-based assignment

## 6. Teaching Tools

- |  |   |
|--|---|
| <input type="checkbox"/> PBL(Problem Based Learning) | <input type="checkbox"/> CBL(Case Based Learning) |
| <input type="checkbox"/> TBL(Team Based Learning)    | <input type="checkbox"/> others                   |

## 7. Knowledge and ability required for taking this course

## 8. Method of Evaluation

Evaluation Item	The Number of Times	Evaluation Proportion	Remarks
Attendance		10%	
midterm exam		20%	
final exam		40%	
quiz			
presentation			
discussion		30%	
homework			
etc			
study hours			

## 9. Textbook and supplementary material

Main/Sub	Title (Web-site)	Writer	Publisher	Publication year
Ref.	The anatomy of corporate law: a comparative and functional approach.	Kraakman, Reinier H.	Oxford: Oxford U Press	2009

## 10. Class system and Class shedule

Exams will include a series of short answer problems, where students can demonstrate their knowledge of corporate law. The focus will be on application, not memorization, and long answers are not necessary or especially helpful. The midterm exam will be a less extensive version of the final exam, so students can become accustomed to the professor's examination style without a large amount of stress.

Class participation is quite important for deeper learning. The professor will track student participation in the course. Since a goal of the course is to encourage students to share their ideas, substantial points can be earned through class participation. The quantity and quality of participation will be considered. Participation can be both positive (sharing your ideas or asking questions) or negative (having a distracting conversation with your neighbor). Positive participation will increase your participation grade, and negative participation will detract from it. This course will operate on a system of voluntary participation; you must do some affirmative act in order to participate. Obvious examples of this could include raising your hand or just answering a question. When you do this, you will earn positive participation points. However, participation can also be negative. Talking to those around you is distracting for the class and to your professor, and it will not be tolerated. During the semester, the first instance of negative participation will result in a verbal warning. Each further act will result in a 1-point deduction from whatever participation grade you ultimately earn in the course. So, please participate often, listen well, and ensure any private communication is done via silent means.

Attendance will be taken. Much of the learning in this course will come through class discussion, and if a student is absent, (s)he cannot gain from or add to this discussion. Therefore, students are encouraged to regularly attend class. Students may have a total of 4 unexcused absences. More than this will result in a loss of points. What is an unexcused absence? It is an absence where I am not notified beforehand and there is no reasonable excuse that prevented such notification (e.g. death in the family, doctor's note). Attendance will be taken at the beginning of class, and arrival after your name is called will be considered late. Being late is equivalent to half a day's absence. For example, a student who was absent 3 days and was late 3 times (=1.5 absences) (total of 4.5 absences) could not earn full credit for the attendance portion of the grade.

Cheating will be taken very seriously; this class has a zero tolerance policy for any form of cheating. Any student found to be cheating will receive an automatic ZERO on the assignment or test in question, and the matter will be referred to the Dean for further sanctions.

Cheating is defined as obtaining or attempting to obtain, or aiding another to obtain credit for work, or any improvement in evaluation of performance, by any dishonest or deceptive means. Cheating includes, but is not limited to: lying; copying from another's test or examination; discussion at any time of answers or questions on an examination or test, unless such discussion is specifically authorized by the instructor; taking or receiving copies of an exam without the permission of the instructor; using or displaying notes, "cheat sheets," or other information devices inappropriate to the prescribed test conditions; allowing someone other than the officially enrolled student to represent same. (Source: Cal Poly Cheating Policy)

### < Class Schedule >

\* language : K-korean, E-English

Weeks	Topics	language	Instructor	Teaching Method	Evaluation Method	Matter to be prepared
1	Introduction: What is a corporation?	E	Felver Troy Benjamin			
2	Chapter 1 – What is Corporate Law?	E	Felver Troy Benjamin			
3	Chapter 1 – What is Corporate Law?	E	Felver Troy Benjamin			

## < Class Schedule >

\* language : K-korean, E-English

Weeks	Topics	language	Instructor	Teaching Method	Evaluation Method	Matter to be prepared
4	Chapter 2 – Agency Problems and Legal Strategies	E	Felver Troy Benjamin			
5	Chapter 3 – The Basic Governance Structure: The Interests of Shareholders as a Class	E	Felver Troy Benjamin			
6	Chapter 3 – The Basic Governance Structure: The Interests of Shareholders as a Class	E	Felver Troy Benjamin			
7	Chapter 4 – The Basic Governance Structure: Minority Shareholders and Non-Shareholder Constituencies	E	Felver Troy Benjamin			
8	Midterm Exam	E	Felver Troy Benjamin			
9	Chapter 5 – Transactions with Creditors	E	Felver Troy Benjamin			
10	Chapter 6 – Related-Party Transactions	E	Felver Troy Benjamin			
11	Chapter 7 – Fundamental Changes	E	Felver Troy Benjamin			
12	Chapter 7 – Fundamental Changes	E	Felver Troy Benjamin			
13	Chapter 8 – Control Transactions	E	Felver Troy Benjamin			
14	Chapter 8 – Control Transactions	E	Felver Troy Benjamin			
15	Chapter 9 – Issuers and Investor Protection	E	Felver Troy Benjamin			
16	Final Exam	E	Felver Troy Benjamin			

## 11. Other items of notification