**International Business Transactions (Course 444-0)**

**California Western School of Law**

**Syllabus** **- Fall 2019**

**Professor James Cooper**

Please note that two classes have been videoed ahead of time thereby removing the need to meet during those sessions (and are to be viewed during the week to make up for cancelled classes on September 17 and September 19, 2019).

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| **Office**: | Room 310, 225 Cedar St. (619-525-1430) |
| **Office Hours**: | Mondays and Tuesdays 9:15 a.m. – 10:45 a.m.; Wednesdays 9 a.m. to 11 a.m.; or by appointment. |
| **E-mail**: | [jcooper@cwsl.edu](mailto:jcooper@cwsl.edu) |

**Library Resources:** http://libraryguides.cwsl.edu/library/scholarly-writing/ibt

**Required Textbook:**

Detlev F. Vagts, William S. Dodge, Hannah L. Buxbaum & Harold Hongju Koh, Transnational Business Problems(Foundation Press, 6th ed. 2019)

**Course Learning Outcomes**

The course will introduce students to a range of issues fundamental to international business law, including:  transnational lawyering, international business dispute settlement (litigation and arbitration), the nature of the international law and treaties that govern international business transactions, the application of national law to conduct or individuals located abroad, the world economic environment of the World Trade Organization (WTO) and its predecessor regime under the General Agreement on Tariffs and Trade (GATT), the regional economic environment of the United States-Mexico-Canada Agreement (USMCA) – the successor to the North American Free Trade Agreement (NAFTA) - and other international trade and investment treaties to which the United States is a party, foreign corporations and multinational enterprises, and some basics about international tax.  By the close of the trimester, with the assistance of our guest lecturers, we may work through one or two realistic problems that allow students to pull together issues they have studied.

This course, introduce the learning outcomes listed hereunder. This means students may be exposed to these outcomes for the first time, and that these concepts or ideas are discussed briefly or on a fairly a basic level:

• Adapt, where feasible, a preventive and proactive view toward solving problems, taking into consideration the causes (including historical political, socio-economic, and so forth), rather than just the effects, of such problems.

This course will develop the following learning outcomes. This means that the instructor will expand or elaborate on these learning outcomes, to bring these concepts or ideas to a more advanced state of understanding for students.

• Explain the meanings of legal language and terminology.

• Explain the role of case law and precedent in our legal system and the workings of other legal systems.

• Explain the role and process of statutory and regulatory law.

• Describe the rules of statutory construction.

• Describe the workings of treaties through their provisions and preambles.

• Identify custom, both domestic and in international law, and define its value to a legal problem.

• Describe the advantages and disadvantages of various processes for resolving problems, including legislation, litigation, mediation and arbitration.

• Conduct effective, and where the CWSL Scholarly Writing Requirement is being fulfilled original, legal research, including: (1) Creating an efficient and comprehensive research plan and implementing it; (2) Using hard copy and digital resources to find, understand, and organize rules of law, their elements, and the policies behind them; (3) Ensuring that cited law is current and applicable; (4) Using proper citation format in all legal writing; and (5) Using librarians and professional staff to assist when needed.

• Apply legal language and terminology both in domestic and international contexts.

Finally, in this course, this course should assist students to be proficient in the following learning outcomes. This means that students are expect to have expertise with respect to these learning outcomes at the conclusion of the course.

• Explain the role of legal culture in resolving problems, both for clients and society at large.

• Explain the fundamentals of supranational legal systems including the United Nations, the World Trade Organization, the North American Free Trade Agreement (and its successor agreement the United States-Mexico-Canada Agreement), the European Union, and MERCOSUR and the legal institutions of each of these systems.

• Explain the importance of a functioning legal system (with its respective norms, rules and institutions) and the role of the lawyer within that system.

• Explain the various types of legal systems around the globe, including the common law tradition, civil law tradition, indigenous tradition, religious traditions, and scientific socialism.

**Required Readings and Suggested Readings:**

The “Required Readings” from the required textbook are listed for each class so that students may read *in advance* of each class. Where there are supplemental readings, they are listed as “Suggested Readings”. In the classes where there is no assignment from the required textbook, other materials to prepare for class will be listed as “Required Reading”.

**Evaluation:**

The students’ final grade will be based on a number of evaluative tools. Students will be required to write an independent, original research essay with footnotes and this shall be worth 65% of the final grade. The essay will be due the last day of classes in the fall trimester (Thursday, December 5, 2019) at 4:30 p.m. A hard copy of the essay is to be submitted to Faculty Support Services (FSS) at CWSL and stamped with the date and time of submission (as well as the name and signature of the FSS member receiving the essay). For 15% of the students’ final grade, students will be required to write a 700-word opinion piece as per the San Diego Business Journal’s specifications (which shall be distributed by the end of September), for submission to that newspaper. This opinion piece will be due on Monday, October 7, 2019 at 11:59 p.m. and emailed to the instructor ([jcooper@cwsl.edu](mailto:jcooper@cwsl.edu)). A short (12-15 minute) class presentation about the students’ final essay project topic will occur from late November to early December and will comprise a 10% share of students’ final grade. A sign-up sheet will be distributed in class in mid-October. Finally, there will be a 10% share of students’ final grade for participation in the course.

Professor Cooper also reserves the discretion to award classroom participation points (“Push Points”) in accordance with CWSL’s policies.

Calculating the amount of work that constitutes one credit hour, this is a 3-credit class, meaning that, in addition to attending class each week and any out-of-class meetings, the professor has determined that the assigned readings and the preparation by students of any assignments or papers will require you to spend 432 minutes (or 7.2 hours) each week outside of class preparing for class and completing practicum assignments/papers.

**Class Schedule (subject to change):**

**Note:** There are a number of online lectures that are pre-recorded and that students are expected to watch during the trimester.

**Tuesday, September 3, 2019 (Class 1)**

**Introduction to the Course;**

Introductions of Students and Professor

Course Outline

Methods of Evaluation

Instructor Expectations

How to Do the Readings and Participate

Student Presentations Explained

Final Paper – Scholarly Writing Credit

**Transnational Lawyering** – pages 1-17

The Rules of Transnational Practice

Foreign Lawyers

Conflicts of the Law on Lawyering

James Cooper, *Learning from 100 years of trade*, Taipei Times (Jan. 11, 2018), <http://www.taipeitimes.com/News/editorials/archives/2018/01/11/2003685561>.

**Thursday, September 5, 2019 (Class 2)**

**International Dispute Resolution** – pages 19-40

Litigating in the United States or Abroad

International Jurisdiction in U.S. Courts

Enforcement of Judgments Internationally

Procedural Problems in International Litigation

Transnational Litigation: Alien Tort Claims Act; Belgian, Spanish and other countries with Universal Jurisdiction

Other Forms of Dispute Resolution: Arbitration, Mediation

**Suggested Reading:**

James Cooper, *Corporate Accountability at Abu Ghraib*, San Diego Union Trib., July 16, 2004.

James Cooper, *It’s Time to Put an End to Private Prisons,* San Diego Bus. J. (Nov. 16, 2015), at 39.

**Tuesday, September 10, 2019 (Class 3)**

**International Dispute Resolution (continued)** - pages 41-62

The Treaty Structure of Arbitration

Arbitration Run Amok Domestically

Chapter 11 of NAFTA and the Problem with Investor-State Dispute Settlement (ISDS)

Financial Hubs: New York City, Paris, London, Hong Kong (maybe no longer), and Singapore

**Suggested Reading:**

Claire Provost & Matt Kennard, *The obscure legal system that lets corporations sue countries*, Guardian, June 10, 2015, <http://www.theguardian.com/business/2015/jun/10/obscure-legal-system-lets-corportations-sue-states-ttip-icsid>.

Elizabeth Warren, *The Trans-Pacific Partnership clause everyone should oppose*, Wash. Post, Feb. 25, 2014, <https://www.washingtonpost.com/opinions/kill-the-dispute-settlement-language-in-the-trans-pacific-partnership/2015/02/25/ec7705a2-bd1e-11e4-b274-e5209a3bc9a9_story.html>.

United Nations Conference on Trade and Development, Review of ISDS Decisions in 2018: Selected IIA Reform Issues, (July 2019, <https://unctad.org/en/PublicationsLibrary/diaepcbinf2019d6_en.pdf>.

Jessica Silver-Greenberg & Robert Gebeloff, *Arbitration Everywhere, Stacking the Deck of Justice*, N.Y. Times (Oct. 31, 2015), <https://www.nytimes.com/2015/11/01/business/dealbook/arbitration-everywhere-stacking-the-deck-of-justice.html>.

**Thursday, September 12, 2019 (Class 4)**

**The Basics of Transnational Law -** pages 63-91

Customary International Law and International Business Transactions

The Law of Treaties: The Convention on the International Sale of Goods (1982)

Other Sources of International Law

The United Nations Convention on Contracts for the International Sales of Goods,

<https://www.uncitral.org/pdf/english/texts/sales/cisg/V1056997-CISG-e-book.pdf>

**Friday, September 13, 2019 (Class 5)**

**Extraterritorial Application of National Law** - pages 91-107

Helms Burton Act

U.S. Anti-Trust/Competition Laws

British Airways and American Airline Merger

General Electric and Honeywell Merger

Google Investigation, Microsoft Explorer, and Other European Union Machinations

Big Tech and the Data Industrial Complex

**Required Reading:**

James Cooper, *Creative Problem Solving and the Castro Conundrum*, 28 Cal. West. Int’l L. J. 391(1998).

James Cooper, *A Case For Digital Sovereignty: Control Over Personal Data Empowers Individuals*, International Business Times (Dec. 26, 2018), <https://www.ibtimes.com/case-digital-sovereignty-control-over-personal-data-empowers-individuals-2745832>

**Tuesday, September 17, 2019 (Class 6) TO BE DONE ON STUDENTS’ OWN TIME**

**The World Economic Environment: The World Bank, International Monetary Fund and General Agreement on Tariffs and Trade** - pages 123-133; 204-11; 535-536.

The Three Pillars of Post-World War Two Financial Architecture

The International Labor Organization and the Havana Charter

The Overloading of GATT

The Challenges of Most Favored Nation Treatment, Generalized System of Preferences, and Regional Agreements

Cross-Sector Retaliation: The E.U.-U.S. Bananas Case

The Battle of Seattle 1999

The Development Round: Stillborn

**Required Reading:**

James Cooper, *Signs of change in U.S. trade policy,* San Diego Union-Tribune, Dec. 12, 1997, at B7.

James Cooper, *Fixing the global monetary system*,San Diego Union-Tribune, Oct. 6, 1998, at B9.

James Cooper, *U.S. not the only trading game for Latin America*, San Diego Union-Tribune,

Sept. 28, 2008, at F3.

James Cooper, *75 years of Bretton Woods: Time for a change*, The Hill, (July 1, 2019), <https://thehill.com/opinion/finance/450794-75-years-of-bretton-woods-time-for-a-change>.

**The World Economic Environment: WTO, GATT and IMF** - pages 201-202; 205-211

The Old GATT Dispute Resolution System

A New Rules-Based System: The World Trade Organization Dispute Settlement

**Required Reading:**

James M. Cooper, *Spirits in the Material World: A Post-Modern Approach to United States Trade Policy*, 14 Am. U. Int’l L. Rev. 957 (1999).

**Video Lectures on International Law and International Trade Law**

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| --- | --- | --- | --- |
| **#** | **TIME** | **PANOPTO TITLE/LINK** | **URL** |
| **1** | 8:18 | [International Trade Law Prof. James Cooper - Class 1](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=381d096f-2fe1-4613-8f3f-838c20f29f95) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=381d096f-2fe1-4613-8f3f-838c20f29f95> |
| **2** | 9:24 | [International Trade Law Prof. James Cooper - Class 2](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=db5b1247-7ab0-4042-b597-7e83a5a50c8e) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=db5b1247-7ab0-4042-b597-7e83a5a50c8e> |
| **3** | 7:08 | [International Trade Law / Prof. James Cooper - Class 3](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=ce3d78cb-58ef-4a04-911f-2e04b0a5ea04) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=ce3d78cb-58ef-4a04-911f-2e04b0a5ea04> |
| **4** | 7:44 | [International Trade Law Prof. James Cooper - Class 4](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=ed6a3d60-c952-4c50-92cc-b01d64b0be52) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=ed6a3d60-c952-4c50-92cc-b01d64b0be52> |
| **5** | 10:35 | [International Trade Law Prof. James Cooper - Class 5](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=9d36a4d7-6071-4e92-ae26-9f6fd5b34146) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=9d36a4d7-6071-4e92-ae26-9f6fd5b34146> |
| **6** | 11:53 | [An Uncensored History of International Law - class3](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=8371ffbc-c074-4604-b662-ba19dbfbcb2c) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=8371ffbc-c074-4604-b662-ba19dbfbcb2c> |
| **7** | 9:36 | [An Uncensored History of International Law - class5](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=c5bdeafe-8840-4d9b-bb57-92884887bc99) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=c5bdeafe-8840-4d9b-bb57-92884887bc99> |
| **8** | 12:22 | [An Uncensored History of International Law - class7](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=55f18a10-a894-474e-83f3-aadc57ad92d0) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=55f18a10-a894-474e-83f3-aadc57ad92d0> |
| **9** | 16:13 | [An Uncensored History of International Law - class9](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=e4bc4c6f-abf9-4d97-9c25-4f38aadf3e30) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=e4bc4c6f-abf9-4d97-9c25-4f38aadf3e30> |
| **10** | 11:19 | [An Uncensored History of International Law - class10](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=6d8d1b22-3299-4e21-b186-f57af9148513) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=6d8d1b22-3299-4e21-b186-f57af9148513> |
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These lectures are cumulatively 104 minutes of class time.

**Thursday, September 19, 2019 (Class 7) - TO BE DONE ON STUDENTS’ OWN TIME**

**Video Lectures on North American Free Trade Agreement**

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| **#** | **TIME** | **PANOPTO TITLE/LINK** | **URL** |
| **1** | 12:10 | [1 NAFTA - Introduction to NAFTA 2](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=cc7a0be9-83e0-42e6-b8bf-9dccee994325) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=cc7a0be9-83e0-42e6-b8bf-9dccee994325> |
| **2** | 13:46 | [2 NAFTA Globalization](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=0c1b8884-7ba9-4e85-b93d-bffdde90b42b) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=0c1b8884-7ba9-4e85-b93d-bffdde90b42b> |
| **3** | 7:25 | [3 NAFTA Dispute Resolution in General Class 1](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=aae6cfc2-1ce7-411a-8889-2006fbc4f40e) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=aae6cfc2-1ce7-411a-8889-2006fbc4f40e> |
| **4** | 6:43 | [3 NAFTA Dispute Resolution in General Class 2](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=1f325c6a-3b40-49d6-96dd-60bb45083205) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=1f325c6a-3b40-49d6-96dd-60bb45083205> |
| **5** | 5:31 | [3 NAFTA Dispute Resolution in General Class 3](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=d68b32cc-9aed-4418-abad-7a20637daa1c) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=d68b32cc-9aed-4418-abad-7a20637daa1c> |
| **6** | 9:15 | [3 NAFTA Dispute Resolution in General Class 4](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=3072e0e5-db13-477f-9ee0-c8169f845fe8) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=3072e0e5-db13-477f-9ee0-c8169f845fe8> |
| **7** | 19:42 | [4 NAFTA Social Dislocation](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=aaa37e2d-d43a-474a-bf38-05f54ace6bd0) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=aaa37e2d-d43a-474a-bf38-05f54ace6bd0> |
| **8** | 16:11 | [5 NAFTA Globaization Bargain - IP](https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=d68c7e77-f869-4952-aa70-5ef5c38970f6) | <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=d68c7e77-f869-4952-aa70-5ef5c38970f6> |
|  |  |  |  |

These lectures are cumulatively 90 minutes of class time.

**Required Reading:**

James Cooper, *The North American Free Trade Agreement and Its Legacy on the Resolution of Intellectual Property Disputes*, 43 Cal. West. Int’l L. J. 155 (2012).

James Cooper, *The Complicated Relationship: A Snapshot of the U.S.-Mexico Border*, Konrad Adenauer Foundation Washington Office, June 17, 2010, <http://www.kas.de/usa/en/publications/19916/>, *reprinted in* Konrad Adenauer Stiftung, KAS International Reports (10/10), at 35-58 (<http://www.kas.de/wf/en/33.20667/>).

James Cooper, *Time to review trade relations with Mexico*, San Fran. Chronicle, (Mar. 12, 2013), <http://www.sfgate.com/opinion/openforum/article/Time-to-review-trade-relations-with-Mexico-4349734.php>.

James Cooper, *What America Has to lose by killing NAFTA*, Sacramento Bee, (Sept. 19, 2017), <http://www.sacbee.com/opinion/op-ed/soapbox/article174047751.html>.

James Cooper, *NAFTA 2.0 – Rebooting free trade on our continent*, San Diego Daily Transcript Sept. 1, 2017, at 4.

James Cooper, *Woe is the United States-Mexico-Canada Agreement*, The Hill, (May 13, 2019), <https://thehill.com/opinion/finance/443049-woe-is-the-united-states-mexico-canada-agreement>.

**Suggested Reading:**

Tom Dart, *Inside the US 'border industrial complex': spy tech meets immigration crackdown*, Guardian (Apr. 26, 2015), <http://www.theguardian.com/world/2015/apr/26/surveillance-border-security-expo>.

James Cooper, *The Unbearable Lightness of Being the EU*, L.A. Daily Journal, Oct. 22, 2015, at A7.

**Tuesday, September 24, 2019 (Class 8)**

*Guest Lecture with Greg Hao, Taiwanese-based angel investor and technology entrepreneur, on Angel Investing Across Border; See* <https://dragonschambertaiwan.com/meet-our-dragons/>.

James Cooper, *A Case For Digital Sovereignty: Control Over Personal Data Empowers Individuals*, International Business Times (Dec. 26, 2018), <https://www.ibtimes.com/case-digital-sovereignty-control-over-personal-data-empowers-individuals-2745832>.

James Cooper, *Machines can’t be left without ethics*, Taipei Times (Dec. 14, 2018), <http://www.taipeitimes.com/News/editorials/archives/2018/12/14/2003706066/2> (with Congressman Jason Hsu).

James Cooper, *Blockchain technology leading to a new era of digital sovereignty*,Taipei Times (Feb. 8, 2018), <http://www.taipeitimes.com/News/editorials/archives/2018/02/08/2003687275>.

**Thursday, September 26, 2019 (Class 9)**

**Corporate Actors in the Transnational Business Environment** - pages 299-316

The Nationality of Corporations

The Treatment of Foreign Corporations

Remembering BCCI

Corporate Governance (or Lack Thereof) as a Competitive Advantage

**Required Reading:**

James Cooper, *The Rise of Private Actors at the United States-Mexico Border*, 33 Wisconsin Int’l L. J. 101 (Symposium Edition) (2016).

# James Cooper, *“Seen and Not Seen”: System Friction and the Battle Over Corporate Governance,* in Trends in World Trade Policy: Essays in Honor of Sylvia Ostry (Alan Alexandroff, ed.) (2006).

**Tuesday, October 1, 2019 (Class 10)**

**Corporate Actors in the Transnational Business Environment** – pages 126-141

The Multinational Enterprise

Codes of Conduct: Global Compact, the Ruggie Principles, the OECD Guidelines on Multinational Enterprises,

**Required Reading:**

John Ruggie’s Guiding Principles, <http://www.business-humanrights.org/SpecialRepPortal/Home>.

United Nations Global Compact, <http://www.unglobalcompact.org>.

Corporate Responsibility Coalition*,* <http://corporate-responsibility.org/about/>.

Wear Fair Foundation, <https://labs.theguardian.com/unicef-child-labour/>.

**Suggested Reading:**

David Gelles & David Yaffe-Bellany, *Shareholder Value Is No Longer Everything, Top C.E.O.s say*, N.Y. Times (Aug. 19, 2019), <https://www.nytimes.com/2019/08/19/business/business-roundtable-ceos-corporations.html?nl=todaysheadlines&emc=edit_th_190820?campaign_id=2&instance_id=11593&segment_id=16305&user_id=90afd0cbe617180856d8c15e57adb2bd&regi_id=221305180820>.

Statement on the Purpose of a Corporation, Business Roundtable, Aug. 2019, <https://opportunity.businessroundtable.org/ourcommitment/>.

Steven R. Ratner, *Corporations and Human Rights: A Theory of Legal Responsibility*, 111 Yale L. J. 443 (2001). *See* <http://www.yalelawjournal.org/the-yale-law-journal/article/corporations-and-human-rights:-a-theory-of-legal-responsibility/>.

**Thursday, October 3, 2019 (Class 11)**

**Negotiating in Japan**

*Guest Lecture by Bill Hornung, PriceHorne*; *See* <https://www.pricehorne.com/team-profiles/>.

**Required Reading:**

Howard F. Van Zandt, *How to Negotiate in Japan,* Harv. Bus. Rev. (Nov. 1970), <https://hbr.org/1970/11/how-to-negotiate-in-japan>.

**A 700-word opinion piece as per the San Diego Business Journal’s specifications, for submission to that newspaper, is due via email to** [**jcooper@cwsl.edu**](mailto:jcooper@cwsl.edu) **on Monday October 7, 2019 by 11:59 p.m. San Diego time.**

**Tuesday, October 8, 2019 (Class 12)**

**U.S. Regulation of Export Trade** - pages 187-201

**Required Reading:**

James Cooper, *Legislating an ethical AI approach*, Taipei Times (Sept. 18, 2019), <http://www.taipeitimes.com/News/editorials/archives/2019/09/18/2003722479/2>.

**Thursday, October 10, 2019 (Class 13)**

*Guest Lecture by Andrew Muroff, CEO of Strainprint.ca on the Internationalized Cannabis Business*

**Tuesday, October 15, 2019 (Class 14)**

**Licensing Agreements and International Intellectual Property Law** - pages 268-277; pages 283-295.

*Guest Lecture by Qian Huang, Pillsbury Winthrop; See* <https://www.pillsburylaw.com/en/lawyers/qian-huang.html>.

**Thursday, October 17, 2019 (Class 15)**

**Agency and Distributorship Agreements** - pages 213-248

**Tuesday, October 22, 2019 (Class 16)**

**Piracy, Counterfeiting and Other Intellectual Property Violations**

Trade and Public Health

TRIPs, Regional, and Bilateral Free Trade Agreements with the United States

The Scourge of IP Piracy

Connections to Terrorism Financing and Transnational Organized Crime

Threats to National Health and Safety, National Cultural Patrimony and Research and Development

Special 301 Report

Notorious Markets Report

Section 337 Actions

Case Study - Paraguay

**Required Reading:**

Will Carless, *8 reasons we should all pay more attention to this crazy place*, PRI’s The World (Aug. 7, 2014), <https://www.pri.org/stories/2014-08-07/8-reasons-we-should-all-pay-more-attention-crazy-place>.

James Cooper, *A Development Model Meets Piracy in Paraguay*, 43 Cal. West. Int’l L. J. 101 (2012) (with Carlos Ruffinelli).

**Suggested Reading:**

Office of the United States Trade Representative, Findings of the Investigation into China’s Acts, Policies, and Practices related to Technology Transfer, Intellectual Property, and Innovation Under Section 301 of the Trade Act of 1974, (March 22, 2019), 4, <https://ustr.gov/sites/default/files/Section%20301%20FINAL.PDF>.

James Cooper, *Pirated CDs may fund terror networks*, Providence Journal (Aug. 17, 2004).

James Cooper, *Intellectual Property Theft in Latin America*, Providence Journal (Mar. 14, 2010).

James Cooper, *Why Intellectual Property Matters*, Los Angeles Daily Journal (Sept. 15, 2010), at 5.

James Cooper, *Piracy 101*, Cal. West. Int’l L. J. (Special Edition) 89 (2005).

**Thursday, October 24, 2019 (Class 17)**

**Corruption** – pages 116-126

**Required Reading:**

James Cooper, *Shocked about shady Panama deals? You shouldn’t be*, San Diego Union-Tribune, (Apr. 7, 2016), <http://www.sandiegouniontribune.com/news/2016/apr/07/panama-papers-corruption/>

Shirin Jaafari, *You shouldn’t be surprised a firm in Panama is involved in global financial corruption*, PRI’s The World (Apr. 4, 2016), <http://www.pri.org/stories/2016-04-04/you-shouldnt-be-surprised-firm-panama-involved-global-financial-corruption>.

Criminal Division of the U.S. Department of Justice & the Enforcement Division of the Securities and Exchange Commission, A Resource Guide to the U.S. Foreign Corrupt Practices Act, 2012, <http://www.justice.gov/criminal-fraud/foreign-corrupt-practices-act>.

U.S. Department of Justice, Foreign Corrupt Practices Act, <http://www.sec.gov/spotlight/fcpa/fcpa-resource-guide.pdf>.

Transparency International, Overview of Corruption Perceptions Index, <http://www.transparency.org/research/cpi/overview>.

Council of Europe, Criminal Law Convention on Corruption (Treaty No. 173),1999, <http://www.coe.int/en/web/conventions/full-list/-/conventions/treaty/173>.

United Nations Convention Against Corruption, 2004, <https://www.unodc.org/documents/treaties/UNCAC/Publications/Convention/08-50026_E.pdf>.

Elisabeth Malkin, Corruption at Level of Audacity “Never Seen in Mexico”, N.Y. Times, Apr. 19, 2017, <https://www.nytimes.com/2017/04/19/world/americas/in-mexico-mounting-misdeeds-but-governors-escape-justice.html?_r=0>.

**Tuesday, October 29, 2019 (Class 18)**

**Mergers and Acquisitions** - pages 343-366

**Thursday, October 31, 2019 (Class 19)**

**Alien Tort Claims Statute** – pages 141-148

*Guest Lecture by Professor William J. Aceves, California Western School of Law*

**Required Reading:**

*Kiobel v. Royal Dutch Petroleum Co.*, 133 S.Ct. 1659 (2013).

Professor William J. Aceves, *U.S. Legal Imperialism?: The Alien Tort Claims Act*, <https://cwsl.hosted.panopto.com/Panopto/Pages/Viewer.aspx?id=fea33a72-6c4a-4086-a541-a93e00ff5a4b> (40 minutes)

**Tuesday, November 5, 2019 (Class 20)**

**International Joint Ventures** - pages 316-333

*Guest Lecture on a Mexican Resort Transaction by Juan Zuniga, Esq. of Rimon Law Firm,* <https://rimonlaw.com/team/juan-zuniga>.

**Thursday, November 7, 2019 (Class 21)**

**The International Tax Environment** - pages 209-225; 333-342

*Guest Lecture by John Maxwell, Esq. Maxwell & Associates, San Diego, CA; See* <http://honemaxwell.com/firm-partners/about-josh-maxwell/>

**Required Reading:**

Robert W. Wood, *10 Facts About FATCA, America's Manifest Destiny Law Changing Banking Worldwide*, Forbes, Aug. 19, 2014, <http://www.forbes.com/sites/robertwood/2014/08/19/ten-facts-about-fatca-americas-manifest-destiny-law-changing-banking-worldwide/> (last visited on Dec. 27, 2015).

Conrad de Aenlle, *Few Places to Hide as Taxes Trend Higher Worldwide,*N.Y. Times, **(**Dec. 2, 2012), <http://www.nytimes.com/2012/12/03/business/global/03iht-srtaxlede03.html>.

Gabriel Zucman, *How Corporations and the Wealthy Avoid Taxes (and How to Stop Them),* N.Y. Times (Nov. 10, 2017), <https://www.nytimes.com/interactive/2017/11/10/opinion/gabriel-zucman-paradise-papers-tax-evasion.html>.

**Tuesday, November 12, 2019 – Class cancelled (this Tuesday follows a Monday schedule)**

**Thursday, November 14, 2019 (Class 22)**

**Cross-Cultural Negotiation**

*Guest Lecture by Professor Mark Weinstein, California Western School of Law*

**Tuesday, November 19, 2019 (Class 23)**

*Student Presentations*

**Thursday, November 21, 2019 (Class 24)**

*Student Presentations*

**Tuesday, November 26, 2019 (Class 25)**

*Student Presentations*

**Thursday, November 28, 2019 – Thanksgiving Holiday**

**Tuesday, December 3, 2019 (Class 26)**

*Student Presentations*

**Thursday, December 5, 2019 (Class 27 – extra class if needed)**

*Student Presentations*

**End of course**