

SYLLABUS

**DEPARTMENT OF LEGAL STUDIES AND BUSINESS ETHICS
THE WHARTON SCHOOL, UNIVERSITY OF PENNSYLVANIA
NEGOTIATION**

LECTURER: ERIC MAX, ESQ.

Fall 2018

LGST 806-407

LGST 806-409

1. INSTRUCTOR

Lecturer: Eric Max, Esq.

Email: emax3@wharton.upenn.edu (best method of contact)

Office Phone: 215-898-7689

Office: Huntsman Hall, 6th Floor

Office Hours: By appointment

2. CLASS MEETING TIMES AND LOCATION

Section 407, Tuesdays, 3pm-6pm, Room JMHH F45

Section 409, Wednesdays, 3pm-6pm, Room JMHH F60

3. COURSE OBJECTIVES

Negotiation is more an art than a science. We negotiate every day in both our personal and professional lives. Effective negotiation can be a cornerstone of successful business and personal relationships. There is no “right way” to negotiate. Different approaches and styles may be more effective in certain situations. This course will give you the tools necessary to be able to analyze a negotiation and apply the appropriate skills to make it as productive as possible. This course is designed to help you:

- Gain confidence as a negotiator
- Determine your own strengths and weaknesses as a negotiator
- Improve your ability to negotiate effectively
- Analyze negotiation situations
- Develop a strategic plan for effective negotiation
- Gain an intellectual understanding of negotiator behavior

4. COURSE FORMAT

This class will consist of:

- Interactive negotiation simulations every week
- In class debrief of all negotiations
- Guest speakers
- Negotiation with attorneys and law students

5. TEXT AND READINGS

There are two assigned texts in this class:

Getting to Yes: Negotiating Agreement Without Giving In, by Roger Fisher, Bill Ury and Bruce Patton, (3d ed. Penguin 2011) ["GTY"].

Bargaining for Advantage, by G. Richard Shell (Penguin, 2d ed. 2006) ["BFA"].

6. CLASSROOM EXPECTATIONS

- We will start and end class on time
- You will display your name tent every class
- You must turn off all phones, laptops and other electronic devices

Attendance and Preparation: This class is very interactive and relies on the preparation and participation of all students in the class. Thus, it is extremely important for you to attend class and to be prepared to participate in a meaningful way. The more you put into this class, the more you will get out of it! Excused absences include: Family or personal medical emergencies and religious holidays. Job interviews are *not* excused absences. **For each class missed (for reasons that are not excused absences) you will lose three points off your final grade. If you miss more than two classes (for reasons that are not excused absences) you will automatically receive an LT designation. It is your responsibility to sign the attendance sheet each class.**

During semesters when I teach more than one section of the negotiation course you may attend the other section twice during the semester without a penalty. For example, if I am teaching the course on both Tuesdays and Wednesdays you may attend Wednesday's section twice even if you are registered for Tuesday. **It is your responsibility to sign the attendance sheet for the class that you attend.**

Confidentiality: In the first class, you will be asked to sign a Non-Disclosure Agreement regarding the information you learn in connection with the simulated negotiations. The bottom line is that, unless I specifically direct you otherwise, you may not share confidential information you receive in connection with a negotiation simulation with anyone, including classmates who are playing the same role. Your honesty, integrity, and ethical conduct in this regard will count in your grade and will affect your reputation with your peers and your instructor. If you have any questions about the confidentiality of any facts, please ask me.

Do not assume that the negotiation is over when you think it is over. When you have completed a negotiation, please do not reveal your confidential information to your

counterparts, or to members of another team, before returning to the classroom for the formal debrief session with me. The simulations do not always end when you sign an agreement in a break out room. After we debrief the simulations you are free to discuss the case further with members of our class.

Ethics and Use of Prior Materials: Do not discuss cases with or borrow notes from people outside of class, and do not share any information about these simulations with students who have not taken this class. It is a violation of the University Code of Academic Integrity to post anything about the negotiation simulations on a public website, or to conduct internet/Google searches about simulations.

7. GRADING

Your grade will be determined as follows based on a **100-point scale**.

A. Class Participation (20 points)

Participation includes attending all the classes and high-quality participation in class exercises, discussion, and peer feedback. Some cases and exercises require advance preparation (reading, preparation of negotiation strategy, sometimes written materials). Participation points for simulations will be based on the quality of your preparation for these assignments, and the quality of your participation in class during these exercises and the debriefing sessions afterward. The grading for discussion will be based on such factors as: the use of the assigned readings for a class, relevance of comments to the topic covered, ability to effectively articulate personal experience relevant to the discussion topic, and addition of new information or insights. Quality is more important than quantity of comments. **Extra credit: Students who negotiate the best outcomes in each of the negotiations we conduct in class during the semester will receive extra credit.**

As part of your class participation grade, you will be asked to write a brief 1-2-page paper in the beginning of the course (**5 points**) in which you reflect on your perceived strengths and weakness as a negotiator as you begin the course, and on your aspirations and goals for yourself during the term. Voting for the best negotiator in class at the end of the end of the semester is also part of your class participation grade (**5 points**). **All papers must be submitted via Canvas in Word (not .pdf) format. (Double spaced, 12-point font, 1-inch margins.)**

B. Papers

During the course, you will write two 3-4-page papers, double spaced, in 12-point font, with 1-inch margins and page numbers in the top right corner. **All papers must be submitted via Canvas in Word format (not .pdf). Key concepts should be in bold**

(interests, positions etc.). All late papers are penalized 2 points for every 24 hours they are late. It is always better to hand in papers late than not at all. The papers are an opportunity for you to demonstrate mastery of the readings and the concepts in the course. In the first paper, you will analyze an ethical issue that I present to you using the three schools of bargaining ethics discussed in the book “Bargaining for Advantage.” In the second paper, you will be analyzing a role-play that we conduct in class using concepts discussed in the book “Getting to Yes (GTY).” Each paper is worth a possible 10 points. Any late papers will be penalized 2 points for each 24-hour period of lateness. It is always better to hand in a paper late than not at all.

1. Ethics Paper (12 points)

Write a 3-4-page paper analyzing the fact pattern I present to you using the three schools of ethics discussed in Shell's book *Bargaining for Advantage*. Also, discuss if fraud was involved. All papers must be submitted via Canvas in Word format (not .pdf). The format should be double spaced, 12-point font, 1-inch margins, page numbers in the top right corner. Use citations whenever using a quote or concept from the reading. **Please put key concepts in bold.**

2. Getting to Yes Paper (12 points)

Write a 3-4-page paper analyzing and reflecting on the “Opera Problem” negotiation using the key concepts in *Getting to Yes*, including: interests/positions, options, standards, BATNAs and lessons learned (does the GTY approach work?). Also include a paragraph identifying the negotiating style of your opponent (competitor, avoider etc.) with examples. All papers must be submitted via Canvas in Word format (not .pdf). The format should be double spaced, 12-point font, 1-inch margins, page numbers in the top right corner. Use citations whenever referring to a concept or quote from the reading. **Please put key concepts in bold.**

C. FINRA Negotiation with Attorneys

We will be conducting a negotiation with attorneys and law students during the semester. You will be graded on the quality of your negotiation planning memo submitted before the negotiation starts and your reflective essay submitted after the negotiation ends. Students who do the best in the negotiation will receive extra credit. Each paper discussed below is worth a possible 10 points. Any late papers will be penalized 2 points for each 24-hour period of lateness. It is always better to hand in a paper late than not at all.

1. FINRA Planning Memo (12 points)

Although you may be working in teams of two, **each student should write and submit his/her own paper.** Please write a 3-4-page paper on the following:

Write a negotiation planning memo that is addressed to your hypothetical boss who will be participating in this negotiation (assume your boss has already read the general facts.) Your boss is reading your memo as he/she is being driven across town to start the negotiations with you by their side. Make sure to state which role you are in (investor, broker, firm). Include a section on:

- 1) The pre-negotiation discussion you had with your lawyer (what you discussed), Include your list of attorney questions;
- 2) Strengths and weaknesses of your case. State what your BATNA is;
- 3) Negotiation tactics that you recommend using in the negotiation (including the role the lawyer should play);
- 4) Discussion of what additional information you need to obtain from the other parties during the negotiation and why.

All papers must be submitted via Canvas in Word format (not .pdf). The format should be double spaced, 12-point font, 1-inch margins, page numbers in the top right corner. **Key concepts should be put in bold.**

2. FINRA Reflective Essay (12 points)

Although you may be working in teams of two, **each student should write and submit his/her own paper.** Please write a 3-4-page paper on the following:

Write a paper that reflects on what occurred in the FINRA negotiation using concepts from the course. What went well and what went poorly? How did lawyers impact the negotiation? How did multiple parties change the negotiation? What role did leverage and time pressure play? How did you determine your BATNA and how did new information change your BATNA analysis? What did you learn from doing this negotiation? If you think you deserve extra credit for your performance in the negotiation, include this in the paper with your reasoning. **Key concepts should be put in bold. Make sure to include** in the beginning of the paper the role you played, the name of your partner (if any), your lawyer's name and the results of your negotiation. All papers must be submitted via Canvas in Word format (not .pdf). The format should be double spaced, 12-point font, 1-inch margins, page numbers in the top right corner.

D. Paper Clip Negotiation (12 points)

The paper clip negotiation will take place outside of class during the last three weeks of the semester. Each student will write a 2-3 page paper reflecting on this exercise. This paper is due the last day of class and should include pictures of the items traded for. Students will be evaluated based on creativity, number of trades, quality of trades and final item traded for. In addition, the class will vote on the student who traded for the best item. The winner will receive an award symbolizing their achievement.

E. Final Paper (20 points)

The final paper should be 5-7 pages, double-spaced, in 12-point font, 1-inch margins, with page numbers in the top right corner. All papers must be submitted via Canvas in Word format (not .pdf). The purpose of this paper is to show me that you have read and can utilize the concepts in "Bargaining for Advantage."

For the final paper you will reflect on and analyze either a real-world negotiation(s) or a role-play(s) we did in class, or a combination of the two. If you write about the FINRA negotiation with lawyers, it must be in a way that you did not cover your previous papers. **Your paper should be based on a discussion of all the topics listed in the negotiation planning form in *Bargaining for Advantage* (Appendix B, pp. 251-252).** You do not need to include the boxes used in the book.

You can write a reflective paper or a planning form, or a combination of the two, just make sure to cover all the topics. **Guest speakers and key topics from "Getting to Yes" should also be included. Use page citations whenever using a quote or concept from the readings. Key concepts should be in bold (interests, positions etc.).**

F. Best Negotiator Award (extra credit)

At the end of the semester, each student will identify up to five fellow students as people who gained exceptional respect during the semester, either as negotiation counterparts or teammates, and exhibited exceptional skill at both reaching excellent outcomes and preserving or enhancing relationships. The top five students in the class will receive extra credit (up to 5 bonus points). In addition, the student who receives the most votes from their classmates will receive an engraved award. **Everyone must vote, and voting is part of your class participation grade. All Votes must be in by 6pm the evening before the last day of class.**

8. COURSE OUTLINE AND ASSIGNMENTS

Due to the flexible nature of the course, the syllabus may not always contain the most updated information regarding when assignments are due. As a result, always follow the dates given in the “assignments” section on canvas and not the syllabus.

All readings indicated below should be read prior to the class for that week. **All papers are due by 3pm on their respective due dates.**

Class #	Dates	Assignment due in Class	In-Class
Class 1	8/28 & 8/29	No readings	Sign Non-disclosure Agreement. Offers, Counters and Goalposts. Negotiate role-play #1
Class 2	9/4 & 9/5	Due: Negotiation strengths and weaknesses paper Read BFA Chapters 1-2 Read Getting to Yes (“GTY”) pp. 1-55	Standards and BATNAs. Negotiate role-play #2
Class 3	9/11 & 9/12	Read BFA Chapter 3 Read GTY pp.56-94 Complete bargaining styles assessment tool (Appendix A in Shell) & bring results to class	Agents in a negotiation. Negotiate role-play #3
Class 4	9/18 & 9/19	Due: Ethics Paper Read BFA Chapter 4 Read GTY pp. 95-148	Negotiation ethics. Negotiate simulation #5
Class 5	9/25 & 9/26	Read BFA Chapter 5	Bargaining styles. Negotiate simulation #6
Class 6	10/2 & 10/3	Read BFA Chapter 6	Getting to Yes Negotiate simulation #7
Class 7	10/9 & 10/10	Due: Getting To Yes analysis of in-class role play Read BFA Chapter 7	Strategy Negotiate simulation #8
Class 8	10/16 & 10/17	Read BFA Chapter 8	Planning for FINRA negotiation with lawyers
Class 9	10/23 & 10/24	Read BFA Chapter 9 Due: FINRA Planning memo Negotiating with Attorneys	Negotiate FINRA negotiation with lawyers
Class 10	10/30 & 10/31	Read BFA Chapter 10	Arbitrate FINRA negotiation with lawyers
Class 11	11/6 & 11/7	Due: FINRA Reflective essay Read BFA Chapter 11	Mediation ethics Mediation/Arbitration Mediate simulation #1
Class 12	11/13 & 11/14	Read BFA Chapter 12 Hand out “Paperclip” instructions	Mediate simulation #2 Mediation/Arbitration
Class 13	11/27 & 11/28	Read hand-out on mediation.	Mediation role-play #3 Mediation/Arbitration
Class 14	12/4 & 12/5	Last class Due: Paperclip paper Final paper due one week after last class.	Best Negotiator and Paperclip Award Presentations