

SYLLABUS

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

NEGOTIATION

LECTURER: ERIC MAX, ESQ.

SPRING 2019

LGST 806-406, LGST 806-407

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 406, Mondays, 3pm-6pm, Room JMHH 255

Section 407, Thursdays, 3pm-6pm, Room JMHH 255

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. It is the student's responsibility to email me with any excused absences.**

During semesters when I teach more than one section of the negotiation course you may attend the other section **a maximum of three times** during the semester without a penalty. For example, if I am teaching the course on both Mondays and Thursdays you may attend Thursday's section three times even if you are registered for Monday. **It is your responsibility to print your name and 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 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.

For each class missed (for reasons that are not excused absences) you will lose three points off your class participation point total. If you miss three or more classes (for reasons that are not excused absences) you will automatically receive an LT designation. It is your responsibility to sign the attendance sheet for each class that you attend.

As part of class participation, you will be asked to keep a **negotiation notebook** throughout the semester. In the notebook you will be recording all the offers, counter-offers and results that take place in each of the negotiations that you participate in. Your reflections on the notebook

must be included in your final paper. You will also be asked to write a brief **1-2-page paper (5 points)** in the beginning of the course 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 the class** at the end of the semester is also part of your class participation grade.

B. Ethics and “Getting to Yes” Papers

During the course, you will be asked to write several short papers. The papers are an opportunity for you to demonstrate mastery of the readings and the concepts in the course. **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 words, concepts and paragraph headings should be put in bold and a word count should be at the top of the paper. Use page citations whenever using a quote or concept from the readings. If you are using an electronic version of a book, cite to page numbers used in that format. Late papers will be penalized 2 points for every 24 hours they are late. It is always better to hand in papers late than not at all. These rules apply to all papers submitted in the course.**

1. Ethics Paper (10 points)

Write a 3-4-page paper analyzing the fact pattern I post on canvas using the three schools of ethics and each of the elements of fraud discussed in chapter 11 of Shell's book *Bargaining for Advantage*.

2. Getting to Yes Paper (10 points)

Write a 3-4-page paper reflecting on the “Planet Wars: The Opera” negotiation you conducted using the key concepts in *Getting to Yes*, including: interests/positions, options, standards and BATNAs. Include a discussion of the basic negotiation principals put forward in GTY and if they worked in your negotiation. Make sure to answer each of the questions listed at the end of your fact pattern on the assignment sheet.

C. FINRA Negotiation with Attorneys Papers

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 analysis submitted after the negotiation ends. Your grade may also be based on how well you do in the negotiation. Each paper discussed below is worth a possible 12 points.

1. FINRA Planning Memo (10 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 negotiation. 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.
- 5) Negotiation styles of you and your partner and their potential impact on the negotiation.

2. FINRA Reflective Essay (10 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 discusses what happened 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? Were you successful in the negotiation? What did you learn from doing this negotiation? In the beginning of the paper include the role you played, the name of your partner (if any), your lawyer's name and the results of your negotiation.

D. Paper Clip Negotiation (10 points)

The paper clip negotiation will take place outside of class during the last two 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 (25 points)

The purpose of this 6-8-page paper is to show me that you have read and can utilize the concepts in “Bargaining for Advantage.”

Your final 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.) The paper should also include other key concepts in BFA, reflections from your negotiation notebook, reflections on how you have evolved as a negotiator during the the course, and speaker’s comments.

You are free to accomplish the above in any manner you choose. You can write a planning memo or a reflection memo. You can write about role plays we did in class or real negotiations that occurred outside of class. You can also do a combination of any of the above. Just make sure you cover all the topics listed in the previous paragraph.

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. 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.**

Although there is an “extra” class on 4/29/19 which the Monday section must attend, for purposes of the assignments listed in the syllabus the classes on 4/22 and 4/25 will serve as the “final” classes of the semester for purposes of the paperclip negotiation and best negotiator awards.

Class #	Dates	Assignment due in Class	In-Class
Class 1	1/16 & 1/17	Read the syllabus	Sign Non-disclosure Agreement. Offers, Counters and Goalposts. Negotiate role-play #1
Class 1A	1/24-Only Thursday Class meets this week	No readings	Negotiate role play 1A
Class 2	1/28 & 1/31	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	2/4 & 2/7	Read BFA Chapter 3 Read GTY pp.56-94	Agents in a negotiation. Negotiate role-play #3
Class 4	2/11 & 2/14	Due: Ethics Paper Read BFA Chapter 4 Read GTY pp. 95-148	Negotiation ethics. Negotiate simulation #4 Complete bargaining styles assessment tool
Class 5	2/18 & 2/21	Read BFA Chapter 5	Bargaining styles. Negotiate simulation #5
Class 6	2/25 & 2/28	Read BFA Chapter 6 Read BFA Chapter 7 Due: Getting to Yes Paper	Getting to Yes Negotiate simulation #6
Class 7	3/11 & 3/14	Read BFA Chapter 8	Strategy Negotiate simulation #7
Class 8	3/18 & 3/21	Read BFA Chapter 9	Planning for FINRA negotiation with lawyers
Class 9	3/25 & 3/28	Due: FINRA Planning memo Read BFA Chapter 10	FINRA negotiation with lawyers in class
Class 10	4/1 & 4/4	Read BFA Chapter 11	FINRA arbitration in class

Class 11	4/8 & 4/11	Read BFA Chapter 12 Due: FINRA Reflective essay	Mediation/Arbitration simulation #1
Class 12	4/15 & 4/18	Finish reading BFA	Mediation /Arbitration simulation #2
Class 13	4/22 & 4/25	Due: Paperclip paper	Best Negotiator and Paperclip Award Presentations,
Class 13A	4/29 (Only Monday class meets this week)		Improv for negotiators!
5/6		Final paper due for both classes	