LGST 9210  FOUNDATIONS OF BUSINESS LAW

THE WHARTON SCHOOL  SPRING 2024

Professor Brian Feinstein
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Class Sessions:  Tuesdays 1 – 4 p.m.
Huntsman 657

Office Hours:  Tuesdays 11 a.m. – 12 p.m. and by appointment
Huntsman 660

Course Description:

This course introduces students to key ideas from the American legal academy concerning the role of business in society. Topics include important jurisprudential movements in legal scholarship; the relationship between firms and government in a capitalist democracy; corporate law and governance; and discrete legal subjects of special relevance to businesses, e.g., employment law and antitrust. The course is geared towards aspiring academics and others interested in scholarship pertaining to business law.

Assessment:

Final grades will be based upon class participation (50%) and a final paper (50%). Participation entails leading the discussion of one assigned article for each class session and thoughtfully engaging in our discussion of the other articles. The final paper, topic to be announced, is due on May 1.

Course Materials:

All materials are available at no cost online; see Franklin and Google. I will provide excerpts of judicial opinions.
CLASS SCHEDULE
subject to revision
* denotes that readers are encouraged to skim the reading

UNIT I – THE BUSINESS LAW SCHOLAR’S TOOLKIT

1. Foundations, January 23

* Oliver Wendell Holmes, The Path of the Law, 10 Harvard Law Review 457 (1897)

Lon Fuller, American Legal Realism, 82 University of Pennsylvania Law Review 429 (1934)


2. Law & Economics I, January 30


3. Law & Economics II, February 6


4. Critical Approaches, February 13

Catharine MacKinnon, Feminism, Marxism, Method, and the State: Toward Feminist Jurisprudence, 8 Signs 635 (1983)


UNIT II – THE REGULATION OF BUSINESS

5. Why Regulate Business?, February 20

Lochner v. New York (1905)

Stephen Breyer, Regulation and Its Reform, chapter 1 (1982)


6. Who Should Regulate Business?, February 27


Chevron v. Natural Resources Defense Council (1984) (excerpt to be circulated)


Adrian Vermeule, What Legitimacy Crisis?, Cato Unbound, May 2016


8. *Setting the Rules, March 19*


9. *Playing to Win, March 26*


**UNIT III – CORPORATE LAW & GOVERNANCE**

10. *The Nature of the Firm, April 2*


11. *The Purpose of the Firm, April 9*


**UNIT IV – SELECT SUBJECTS IN BUSINESS LAW**

12. *Antitrust, April 16*


13. *Employment, April 13*


14. *TBD, April 30*