

**MANAGEMENT 180**  
**Entrepreneurial Strategy and the Law**  
FALL 2022 (version 3)

Section 01: [M], 4.10 PM – 7 PM

**Instructor:** Edward “Coach” Weinhaus, Esq. J.D., M.B.A. <[eaweinhaus@gmail.com](mailto:eaweinhaus@gmail.com)>  
**Office Hours:** *By Appointment or 314 580 9580-FaceTime / eddiew21 – Skype /Zoom*  
**Teaching Assistant:** Raffi Tertaryen 818 305 1893 [terteryan2023@lawnet.ucla.edu](mailto:terteryan2023@lawnet.ucla.edu)  
**Office Hours:** *By Appointment or 818 305 1893*  
**CLASSROOM:** Cornell Hall D307 (Anderson)  
**EXAM TIME/LOC:** Listed in My UCLA / Updated in class

## Course Description

Entrepreneurial Strategy and the Law introduces undergraduate students with no background in the law to the mechanics of how the U.S. legal system under which entrepreneurs build and operate companies both limits and creates business opportunities.

## Detailed Course Description

The law informs and bounds all aspects of business, including formation, capital-raising, customer relations, labor relations, taxes, contracts and more. It is no surprise, then, that the law should also inform the market opportunities that are integral to a starting business’ success. Students entering entrepreneurial endeavors are often taught with frameworks focused on customer-based insights and are generally uninformed as to the legal aspects of the opportunity itself unless they have a basic familiarity with the legal system.

One might expect business law classes to bridge this gap. Traditional business law classes focus on similar categories - commercial law, formation law, employment law and taxation. The learning outcomes of those courses are centered around “what law do you need to know to run your business?” – questions faced by nearly all successful startups and do not relate to market opportunities.

Venture initiation courses focus on identifying and testing market opportunities. They spend precious little time, if any, addressing law-based boundary cases - opportunities created or hindered by the law. These law-based opportunities are the source of some of the most innovative businesses in the last decade (Uber, AirBnb, etc.).

Entrepreneurial Strategy and the Law is designed to bridge the gap in traditional entrepreneurship education - to arm budding entrepreneurs with frameworks to approach the legal aspect of the *opportunity*.

While in no way intended to replace the value of attorneys, the course through cases, articles, legislation, statutes, the constitution, experts and litigation teaches the student the mechanics of the legal system. Successful students will see themselves understanding how the law can affect their opportunity.

The class is designed as an elective for students in UCLA’s highly selective Undergraduate Minor in Entrepreneurship (“UME”) and will be of great interest to any “pre-law” students or those interested in learning how the law actually assists or hinders nascent entrepreneurial pursuits.

## Learning Objectives

This course has five primary learning objectives:

- To provide an introduction to aspects of the US Legal System relevant to entrepreneurs
- To understand the limits to entrepreneurial opportunities based on the law
- To identify entrepreneurial opportunities created by law
- To incorporate risks associated with underdeveloped areas of the law in business planning
- To be able to plan for entrepreneurial risks and opportunities when there are changes in the law

## SUMMARY OF GRADED COURSEWORK

<b>Components of Final Course Grade</b>	<b>Contribution to Grade (%)</b>
Attendance & Class Discussion (Individual)	20%
Homework Cases - 2 (Group)	10%
Homework Cases - 2 (Individual)	10%
Midterm (Individual)	20%
Group Project Presentation (Group)	10%
Final Exam (Individual)	30%
<b>TOTAL</b>	<b>100.0%</b>

**MANAGEMENT 180: Entrepreneurial Strategy and the Law**  
*Course Schedule at a Glance*

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<b>Week</b>	<b>Week Description</b>
1	<p><b>Introduction to the Law, Public Choice Theory, and Regulatory Arbitrage</b></p> <p>A brief overview of the law, how it is made, and how it is changed. A particular strategy used by Uber will be explored with Bradley Tusk who assisted Uber's strategy with local governments. INTRODUCTORY VIDEOS AHEAD OF CLASS.</p> <p><i>Guest Speaker: Bradley Tusk, Esq.</i></p>
2	<p><b>Litigation as Strategy</b></p> <p>All aspects of your business can be "won or lost" in litigation. This session will discuss the anatomy of a lawsuit, including costs and strategic decisions that may go into filing one or defending one. Existential examples of both settlement and judgments will be used in the required readings. INTRODUCTORY VIDEOS AHEAD OF CLASS.</p> <p><i>Individual Case 1: Spark Networks vs. Smooch Labs</i></p>
3	<p><b>Intellectual Property as Positive Present Value</b></p> <p>Intellectual Property can give a business a competitive advantage and create positive present value to the enterprise. This session examines the different types of intellectual property using real examples and building off the prior week's lesson by including an IP Litigator as a guest.</p> <p><i>Guest Speaker: Jeffrey Kass, Esq.</i></p>
4	<p><b>Medical Field: Drugs, Devices and You(r Genes)</b></p> <p>The UCLA entrepreneurial ecosystem includes some of the world's top medical advances. This session explores the legal roadblocks, opportunities and processes for bringing a medical venture to market.</p> <p><i>Individual Case 2: The Most Hated CEO in America</i></p>
5	<p><b>Cryptocurrency: <i>Creatio ex nihilo</i></b></p> <p>This week, the class will discuss all the different legal issues that arise when you create something brand new, with a strong focus on 'regulatory uncertainty'. Cryptocurrency</p>

provides an example, with conflicting guidance from various agencies – state and federal, tax, security, commodity, etc.

*Guest Speaker: Andrew M. Hinkes, Esq. (NYU)*

## 6 **Modern Media, Social Media and the First Amendment**

Media business models thrive under the protection of a right to expression as adopted in the First Amendment to the Constitution. Other regulations on speech and commercial speech, such as "Section 230" allow further opportunities to allow the hosting of speech without liability. Finally, we address the ability to freely acquire data via the various Freedom of Information Acts to develop data-based business models.

*Midterm Exam (OPEN BOOK – TAKE HOME) [ASYNCHRONOUS SECOND HALF]*

## 7 **Crowdfunding, Governance and Shareholder Suits**

This session explores how sourcing capital using Reg CF - and from investors who may become your customers. These financing decisions will be explored through a brief run-through of Delaware corporate law by looking at what duties a founder (board member) owes shareholders and what happens when that duty may be breached.

*Group Case 1: Proposition 211: Securities Litigation Referendum (A and B)*

## 8 **Agency Law and Environmentalism**

As a matter of practice, nearly all rules and regulations in the United States are not passed by Congress but are the result of the administrative state. To understand how these rules and regulations work will allow the students to identify opportunities within the regulatory industry. Particular attention will be paid to one type of regulatory law - that of the environment.

**GROUP WORK (Time Permitting) POTENTIALLY ASYNCHRONOUS**

## 9 **Antitrust, Collaboration and Gig Economy Platforms**

Week 9 discusses what happens when businesses succeed in dominating an industry. Additionally, we will circle back to Bradley Tusk's week 1 example of Uber and a gig economy platform's exposure to the law. Students will review classic examples of anti-trust and price-setting.

*Group Case 2: Power Play (A): Nintendo in 8-bit Video Games*

## 10 *Group Presentations Final Exam Review – MANDATORY ATTENDANCE*

## Grading and Evaluation

You will receive an individual grade in this course based on your performance throughout the course. The grade will be determined as follows:

Components of Final Course Grade	Contribution to Grade (%)
Attendance & Class Discussion (Individual)	20%
Homework Cases -2 (Group)	10%
Homework Cases -2 (Individual)	10%
Midterm Exam (Individual)	20%
Group Project Presentation (Group)	10%
Final Exam (Individual)	30%
<b>TOTAL</b>	<b>100.0%</b>

The final grades will be assigned based on a relative distribution. No more than 50% of the class will receive a grade of “A-” or above. A typical grade distribution is approximately 45% of the class in the “A range”, approximately 45% of the class in the “B range”, and 10% other.

Note: It is anticipated that all team members will receive the same grade for the group assignments. However, individual students may have their grade lowered due to lack of contribution to the effort as determined by the professor based on observation and peer-review team feedback.

### Attendance and Class Participation

[BY PERMISSION OF THE DEPARTMENT AT LEAST 1-2 CLASSES EACH QUARTER WILL BE CONDUCTED VIA ZOOM]

#### **ZOOM Participation Updates (FOR ZOOM OR HYBRID SESSIONS):**

- a) Cameras must be on. Students must have tested prior internet connection to ensure cameras are on prior to class.
- b) Standard “Classroom Participation by Zoom” is challenging for students and faculty. Coach has added another level of participation for students to use which is commenting, asking questions, making analogies, and generally contributing to discussion via Zoom Chat while class is ongoing.

Since a significant part of learning takes place during class sessions, attendance, active preparation and class participation are all expected. Students who miss more than ONE class session(s), will have their final grade lowered. In particular, for each additional absence, students will lose 25% of the final class participation grade. Missing more than fifteen minutes of any class may be considered a half-absence, while missing more than one-half hour of class will be considered a full absence. Please consult the TA for additional information or clarification if needed.

Please note, students should NOT take this class if they have any standing conflicts that would prevent them from attending. No accommodation whatsoever will be made under any circumstances for students who schedule other classes that partially or completely overlap with this course, either for the lecture component or any outside course requirements (e.g. exams).

Classes start promptly at the starting time.

Class participation will be scored as follows:

Assessment	Participation Score
Absence/Negative Participation	0
Attendance	1
Scored Participation	2-3

SCORED PARTICIPATION IS GENERALLY:

- a) 2.0
- b) 2.25
- c) 2.5
- d) 2.75
- e) 3.0

Students who wish to keep track of their own participation (eg. Documenting answering or asking substantive questions during class or via the platforms), and submit their contributions via email to the TA MUST do so by the end of the day of a given class for their own record to be considered beyond the given assessment.

Each student will be evaluated individually. The one lowest class participation score(s) will be dropped. Class participation will be graded on a relative distribution.

### Guaranteed “3” for Participation:

One class per quarter (starting Week 2 and not including Week 10), students may sign up to speak at the beginning of class for two minutes regarding some legal issue that they have researched (for classes with two sessions per week this will be on the first session only). There will be a brief follow-up question period from other students and Coach.

**PLEASE CHECK THE SPEAKERS LIST IN THE QUESTIONS FOLDER TO NOT REPEAT A PAST QUARTER’S TOPIC.**

<https://www.dropbox.com/sh/5hr9drlj464a14c/AABzZM4rS1v4-W8Y4-r2Edh4a?dl=0> [NEED UPDATE FROM TA]

*The TA will announce when the CONSOLIDATED Folder has updated this from all the prior quarters. [need update from TA]*

### Other Methods to Earn Participation Points:

Each WEEK students have the option to ask questions to BruinLearn via the **\*\*\*Chat/Discussion\*\*\*** that the TA/Coach will answer within the appropriate lecture for the classes that week as time permits. Students will receive participation credit for these questions.

### QUESTIONS MUST BE CLASSIFIED

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## QUESTIONS: WEEK 1 QUESTIONS DUE 24 HOURS BEFORE WEEK'S FIRST CLASS

MUST BE SUBMITTED 24 HOURS BEFORE THE WEEK'S FIRST CLASS

Use this forum to submit any of the following:

Your question must include:

- A) WHICH TYPE - 1, 2, 3, or 4
- B) YOUR NAME
- C) NOTE: YOU ONLY GET CREDIT FOR ONE QUESTION

=====

TYPE: Questions Related to...

- 1) THIS UPCOMING WEEK'S READINGS
- 2) PAST LECTURE (MUST ALSO STATE WHICH WEEK #)
- 3) INTRODUCTORY LAW VIDEOS (MUST ALSO STATE WHICH VIDEO from those Listed In Week 1/2 content)
- 4) "WHAT IS THE LAW" (MUST ALSO STATE WHICH CASE/PAST OR PRESENT YOU WANT COACH TO BREAK DOWN)

- **\*\*\*Coach will post past cases and descriptions which should be checked BEFORE asking questions.[TA TO GATHER FROM W21 PAST SLIDES AND FROM GARRETT COMPILATION FALL 2020] AND THOSE LINKS TO BE ADDED TO EACH WEEK'S QUESTIONS**

EACH WEEK BruinLearn HOSTS A CHAT FOR YOU TO ASK YOUR QUESTIONS DUE 24 HOURS BEFORE THE START OF CLASS

### QUESTIONS WEEK 2 - 24 HOURS BEFORE CLASS

MUST BE SUBMITTED 24 HOURS BEFORE CLASS

Use this forum to submit any of the following:

- 1) Questions related to this week's readings
- 2) Questions related to past lectures (name the week)
- 3) Questions related to the introductory law videos
- 4) Questions related to "What is the Law" where Coach breaks down any legal case, past or present

In your submission please specify which number your question falls under (and which week if for #2).

[Click here to enter the chat now](#)

[Use more accessible interface](#)

[View past chat sessions](#)

Past Questions and Speakers Folder: <https://www.dropbox.com/sh/5hr5dr1j464aj4o/AABzZM4rS1v4-W8Y4-r2Edh4a7dl=0> – CHECK CONSOLIDATED AFTER AN ANNOUNCEMENT THAT THESE ARE UPDATED BY THE TA

The Past Quarters' questions are broken down into:

- a) A list of Student Participation Presentations (See "Guaranteed '3' for Participation" above)!
- b) Student questions (and answers) related to basic legal questions (these are not legal advice!!!)
- c) Student questions and answers related to the weekly topics in class (this should help shape your understanding of the week's topics and should assist you)
- d) "What is the Law" Cases that students have asked Coach to look into and discuss for class!!! (don't repeat these)

Please don't repeat ANY of these questions!!! The TA looks out for that.

Note: signing an attendance sheet for another student or having someone else sign in for you on an attendance sheet is blatant academic dishonesty (e.g. see below for Academic Integrity). There are no warnings and students caught either having someone sign in for them or signing in for another student will lose between 50% - 100% of their final participation grade in the course. Students may also be referred to the Dean of Students for further disciplinary action for academic dishonesty.

## CASES (4)

Throughout the quarter, students will complete four case homework assignments to assess their learning.

Individual cases:

- In the first half of class, both case assignments (weeks 2 and 4) are individual:
- 2-3 pages
- A maximum of 1.5-spaced (no double-spacing)
- 11 point font Maximum
- PDF
- Due before the start of class.
- Individual cases done 24 hours in advance of class will be reviewed anonymously by Coach to use as an example in class for immediate feedback. [You get to assign homework to Coach!]

**YOUR Grade for Individual Cases will be YOUR HIGHEST of the TWO INDIVIDUAL CASES.** If you do not do the first case you must do the second individual case in a timely fashion or will receive a zero.

Group Cases

In the second half of the course, after the midterm, cases are for groups, the same groups that will be used for the final group presentation. Group formation will occur before the midterm and organized by the signup form created by **the TA**. **Pre-law students must be spread out among teams.** Group Cases (weeks 7 and 9) will be:

- Only handed in ONE time for the whole group
- Give the Group Number assigned by **the TA**
- List all Group Members' names
- 4-5 pages
- A maximum of 1.5-spaced (no double-spacing)
- 11 point font Maximum
- PDF
- **Due 24 hours before class**



## MIDTERM EXAM – OPEN BOOK / TAKE HOME

The sixty (60) minute midterm exam will be administered at the beginning of Week 6. It will cover NO material for Week 6 and will include material from Weeks 1 - Week 5. The test will be made of multiple-choice questions and short answers. It is not intended to test the students' writing skills or broad analytical thinking as much as the building blocks of the law as applied to business opportunities covered to this point in the class. This information is foundational and students who successfully prepare for the midterm will be better prepared for the Final (see below). THIS EXAM IS OPEN BOOK. The Remainder of Week 6 Class Will be asynchronous.

## GROUP Project Final Presentation (Week 10)

Teams of 4-5 students will self-organize or be assigned in the first half of the quarter (see above on Group Cases). Students will be pitching a business / new venture based on an aspect of a relevant law, rule or regulation. The project will be in presentation form (PPT) and will at least provide the following information:

- a) Law(s) / Rule(s) / Regulation(s) ("LRR")
  - i) Citation
  - ii) Relevant text
  - iii) Student summary of text
- b) Market opportunity description and how it interacts with the LRR.
- c) Characterization of strategy based on one of the frameworks developed in class
- d) Outlook
  - i) Competitive / Market Structure (what are other companies/individuals doing now)
  - ii) Legal
    - 1) How is the LRR currently being applied / used / leveraged by businesses
    - 2) What forces are (or are likely to be) affecting the LRR or its enforcement?
- e) Resources required to de-risk the opportunity from the legal issues

The presentation will be expected to be 10-20 minutes in length. The presentation deck must include the information above and is due 24 hours before Week 10's class, with up to a 10% penalty for being submitted late. Please upload both the PPTX and the same presentation in PDF format.


## FINAL EXAM – OPEN BOOK

The in-person final exam will be a timed, 3-hour final exam. The exam format will include long-form written answers applying the frameworks based in the class. THIS EXAM WILL BE OPEN BOOK. OPEN NOTE. OPEN INTERNET. And the Work must be YOUR OWN. This is a Take Home Exam..

## Course Policies

### COURSEPACK

In addition to freely available materials that will be posted on BruinLearn, students are expected to purchase the Course Pack from Harvard Business School Publishing (HBSP):

-  HBSP Course Pack: <https://hbsp.harvard.edu/import/953921>

Note that you register for free at HBSP but are required to purchase the materials after registration!

### Laptop/ Cell-Phone/ Electronic Devices Policy

During lecture, case discussion, or guest speakers, be respectful. Should any student be found using devices in a manner that disrespects the class, the course will default to a “no laptop & no cell phone” except for Zoom policy. Students are expected to pay attention during lecture and not be on social media or email or playing on their phones. We will do several exercises throughout the quarter for which an individual laptop/tablet will be helpful. The instructor will clearly indicate when it is appropriate for you to use any electronic device. At the sole discretion of Coach, an infraction of the electronic devices policy could result in up to a 25% reduction of your final class participation score. Any continued disruption will result in a 25% - 100% reduction of your final class participation score.

### Academic Integrity

All students, without exception, must familiarize themselves with the academic integrity policies of UCLA as detailed in the Student Conduct Code on the Office of the Dean of Students website:

[http://www.deanofstudents.ucla.edu/Portals/16/Documents/UCLACodeOfConduct\\_Rev030416.pdf](http://www.deanofstudents.ucla.edu/Portals/16/Documents/UCLACodeOfConduct_Rev030416.pdf)

In particular, we would like to emphasize the following excerpt from the “UCLA Student Conduct Code” PDF found on the Dean’s website which includes, but is not limited to, the following forbidden behavior:

#### *102.01a: Cheating*

*Cheating includes, but is not limited to, the use of unauthorized materials, information, or study aids in any academic exercise; the alteration of any answers on a graded document before submitting it for re-grading; or the failure to observe the expressed procedures or instructions of an academic exercise (e.g., examination instructions regarding alternate seating or conversation during an examination).*

#### *102.01b: Fabrication*

*Fabrication includes, but is not limited to, falsification or invention of any information or citation in an academic exercise, including Fabrication or Falsification of Research. Fabrication of Research is making up data or results and recording or reporting them. Falsification of Research is manipulating research materials, equipment or processes, or changing or omitting data or results such that the research is not accurately represented in the research record.*

#### *102.01c: Plagiarism*

*Plagiarism includes, but is not limited to, the use of another person’s work (including words, ideas, designs, or data) without giving appropriate attribution or citation. This includes, but is not limited to, representing, with or without the intent to deceive, part or all of an entire work obtained by purchase or otherwise, as the Student’s original work; the omission of or failure to acknowledge the true source of the work; or representing an altered but identifiable work of another person or the Student’s own previous work as if it were the Student’s original or new work. Unless otherwise specified by the faculty member, all submissions, whether in draft or final form, to meet course requirements (including a paper, project, exam, computer program, oral presentation, or other work) must either be the Student’s own work, or must clearly acknowledge the source.*

### *102.01d: Multiple Submissions*

*Multiple submissions includes, but is not limited to, the resubmission in identical or similar form by a student of any work which has been previously submitted for credit, whether at UCLA or any other school, college, or university in one course to fulfill the requirements of a second course, without the informed permission/consent of the instructor of the second course; or the submission for credit of work submitted for credit, in identical or similar form, in concurrent courses, without the permission/consent of the instructors of both courses.*

### *102.01e: Facilitating Academic Dishonesty*

*Facilitating academic dishonesty includes, but is not limited to, knowingly helping another student commit an act of academic dishonesty.*

Regarding plagiarism, students must fully cite all materials (text, figures, etc.) utilized in creating deliverables for this course. All violations of the universities policies will be referred to the Dean of Students. Ignorance of the rules is no excuse! By way of enrolling and attending this class, you are explicitly attesting to your explicit knowledge and understanding of all of the policies included in the guide of Student Conduct Code cited above.

## AUDIT POLICY

No auditing of the class is allowed.

## METHOD OF INSTRUCTION

The teaching methods are designed to give the students a taste of how the law is taught appropriate for UME students seeking to expand their entrepreneurial education. Primary teaching tools will be through business case studies with which UME students will be familiar. Additionally, students will see the building blocks of the law through traditional public resources to make access to this information accessible to the students in the future. Students will be expected through “active learning” and participation in the weekly lecture.

**COVID POLICY:** Coach and the class are to follow all schoolwide, local, and other relevant policies. As these policies are shifting often, please raise any questions or concerns you may have immediately to **the TA** who can assist in making any needed corrections. Coach is likely to rely heavily on the TA for making the decisions about moving class to Zoom for a particular week.

## DISCLAIMER

**This course is taught by a UCLA Anderson faculty member who is a licensed attorney with guests who are also licensed attorneys. None of the advice given in this course is intended to be legal advice and no faculty member or guest is your attorney. Students, by attending this course, acknowledge that they do not intend to establish nor expect to establish a client-attorney relationship for any communication surrounding this course, class discussions, or coursework. Students who take this course acknowledge that they grant permission to the faculty, the TA’s or their assigns, to record the classes and all conversations related to the class including office hours. We do not post class recordings other than as required by UCLA Disabilities Policy to students with the proper Accommodations Qualification. Faculty is not permitted to discuss whether or not such disabilities exist within the class.**

FALL 2022 CALENDAR

September 26 – Week 1 [Tusk]

October 3 – Week 2

October 10 – Week 3 [Kass]

October 17 – Week 4

October 24 – Week 5 [Hinks]

October 31 – Week 6 – Midterm (Take-Home/Asynchronous)

November 7 – Week 7

November 14 – Week 8

November 21 (Thanksgiving Week) – Week 9 ZOOM

November 28 – Week 10 FINAL PRESENTATIONS (Mandatory Attendance)

## Guest Speakers

Note: The specifics of the class sessions are subject to change based on the availability of speakers.

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Session #	Guest Contributor
1	<p>Bradley Tusk, Esq.</p> <p>Bio: <a href="https://tuskstrategies.com/team-member/bradley-tusk/">https://tuskstrategies.com/team-member/bradley-tusk/</a></p> <p><i>article for his work with Uber in NYC:</i> <a href="https://www.crainsnewyork.com/article/20170912/TECHNOLOGY/170919983/bradley-tusk-made-100-million-helping-uber-conquer-new-york-now-he-s-helping-other-startups-disrupt-the-status-">https://www.crainsnewyork.com/article/20170912/TECHNOLOGY/170919983/bradley-tusk-made-100-million-helping-uber-conquer-new-york-now-he-s-helping-other-startups-disrupt-the-status-</a></p> <p><i>Bradley is the Founder and CEO of Tusk Holdings, which includes Tusk Ventures, Tusk Strategies, Kronos Archives, Ivory Gaming and Tusk Philanthropies. Tusk Ventures is the world's first venture capital fund to work with and invest solely in high growth startups facing political and regulatory challenges. Tusk Philanthropies is leading the U.S. efforts to allow people to vote in elections on their phones. Bradley recently wrote a memoir called The Fixer: My Adventures Saving Startups From Death By Politics</i></p>
3	<p>Jeffrey Kass, Esq.</p> <p>Bio: <a href="https://lewisbrisbois.com/attorneys/kass-jeffrey">https://lewisbrisbois.com/attorneys/kass-jeffrey</a></p> <p><i>Jeffrey Kass is a partner in the Denver office of Lewis Brisbois and a member of the Intellectual Property &amp; Technology Practice. Recognized by the National Law Journal as an "Intellectual Property Trailblazer," an award given to only 50 lawyers annually. Jeffrey frequently gives lectures at business schools using trial experiences as real-world case studies to demonstrate how the law can help shape business strategy in intellectual property.</i></p>

# List of Videos

Mgmt 180 - Introduction **Access restrictions**

Mgmt 180 - Class Participation **Access restrictions**

Mgmt 180 - Grading **Access restrictions**

Mgmt 180 - Weekly Topics **Access restrictions**

Mgmt 169/180 Assignment Due 24 Hours Before Class **Access restrictions**

Mgmt 180 The Midterm Exam Week 6 **Access restrictions**

~~Mgmt 180 - Spreadsheets and Google Issues **Access restrictions**~~

Mgmt 180 - Basic Strategy and the Law **Access restrictions**

Mgmt 180 - Introduction to the Law **Access restrictions**

Mgmt 180 - Brief Look at the Law...(Incomplete) **Access restrictions**

Mgmt 180 - Basic Constitutional and Court Structure **Access restrictions**

Mgmt 180 - What is the Law; Statute vs. Common Law **Access restrictions**

Keys to Passing the BAR Exam **Access restrictions**

Optional - Litigation Strategy, Dr. Strangecase, or how I learned to love sanction-less sanction

Mgmt 180 - Case Preparation **Access restrictions**

Mgmt 180 - Case 1 Spark Networks vs. Smooch Labs aka Jdate vs. Jswipe **Access restrictions**

The Videos can Also be found here: [Admin](#) and [Basic Law](#).

Reference handouts for the videos can be found here (COULD BE PART OF OPEN BOOK MIDTERM/FINAL):

<https://www.dropbox.com/sh/dznkqgruym7kvhn/AADjLpcuU46R0YBHKVThpjXba?dl=>

BASIC STRATEGY AND THE LAW

- Strategies by Week
- Strategy Ladder
- Strategy\_ladder\_applications

DR\_STRANGECASE (Video not required - these slides are)

- 12\_Jurisdiction.png
- 13\_res\_judicata.png
- 14\_subject\_matter\_res\_judicata.png

INCOMPLETE LOOK AT THE LAW

- Brief\_look\_at\_the\_law\_incomplete
- INTRODUCTION TO THE LAW
  - 1L\_topic\_summary

WHAT IS THE LAW

- Rule\_against\_perpetuities\_screenshot
- WhatsLaw\_1\_commonLaw\_vs\_Civil.png
- WhatsLaw\_2\_Common\_law.png
- WhatsLaw\_3\_Statutory\_Law.png
- WhatsLaw\_4\_Common\_vs\_statutory.png
- WhatsLaw\_5\_Regulatory.png

PASSING THE BAR

- 1\_ConLaw
- 2\_Crim
- 3\_Real Property
- 4\_Torts
- 5\_Contracts
- 6\_CivPro
- 7a\_BAR\_UBE\_Essays
- 7b\_CA BAR Essays
- 8\_Evidence
- 9\_IRAC
- 10\_Dont\_Talk\_to\_the\_Police
- IRAC better image.jpg

**Week 1****Title: Introduction to the Law, Public Choice Theory, and Regulatory Arbitrage**

**Description:** A brief overview of the law, how it is made, and how it is changed. A particular strategy used by Uber will be explored with Bradley Tusk who assisted Uber's strategy with local governments.

**Guest Speaker:** Bradley Tusk, Esq.

**Required Reading:** Coursepack: Do Entrepreneurs Need a Strategy?  
Coursepack: Regulation and the Internet: Public Choice Insights for Business Organizations

- Freakonomics: No Cash for Clunkers (Levitt)
- Crain's NY: Bradley Tusk made \$100 million helping Uber conquer New York, and he's not apologizing (Flamm)
- PASPA - Public Law
- Casino, horse racing leaders push for legalization of sports betting in N.J.
- Anyone's Game: Sports Betting Regulations after Murphy v. NCAA

**Homework Due:** N/A

**Week 2****Title: Litigation as Strategy**

All aspects of your business can be "won or lost" in litigation. This session will discuss the anatomy of a lawsuit, including costs and strategic decisions that may go into filing one or defending one. Existential examples of both settlement and judgments will be used in the required readings.

**Guest Speaker:** Adam Gerchen, Esq.

**Required Reading:** - Case 1 Readings: Spark Networks vs. Smooch Labs  
- AEI: The Pirates of Pennzoil

**Homework Due:** Individual Case 1: Spark Networks vs. Smooch Labs

*Questions:*

1) *Who sued whom and for what strategic, non-legal reasons did they sue?*

2) *What factors led to a settlement for each side?*

3) *Did the settlement net the best possible outcome for each party?*

*Discuss.*



**Week 3****Title: Intellectual Property as Positive Present Value**

Intellectual Property can give a business a competitive advantage and create positive present value to the enterprise. This session examines

**Description:** the different types of intellectual property using a real examples and building off the prior week's lesson by including an IP Litigator as a guest.

**Guest Speaker:** Jeffrey Kass, Esq.

**Required Reading:** Coursepack: Capturing the Value of Intellectual Capital: Mastering the Legal Aspects of Business  
- CA Sunday Magazine: "The Launch"  
- Seattle Bus. Mag.: Multiple Lawsuits Filed over New Washington Apples, Including Cosmic Crisp  
- Geekwire: Ag tech startup Phytelligence shuts down after losing dispute over Cosmic Crisp apple variety

**Homework Due:** N/A

**Week 4****Title: Medical Field: Drugs, Devices and You(r Genes)**

The UCLA entrepreneurial ecosystem includes some of the world's top medical advances. This session explores the legal roadblocks, opportunities and processes for bringing a medical venture to market.

**Description:**

**Guest Speaker:** N/A

**Required Reading:** Coursepack: The "Most Hated CEO" in America  
Coursepack: Main Case: Gene Patents (A)  
Coursepack: Supporting Case: Gene Patents (B)

**Homework Due:** Individual Case 2: The Most Hated CEO in America

*Questions:*

- 1) What would be the consequences of the FDA permitting international imports of Daraprim and the mass manufacturing of Daraprim by Imprimis?*
- 2) What are the costs and benefits of an extensive FDA approval process for generic drugs?*
- 3) Should Martin Shkreli lower the price for Daraprim? Discuss.*



**Week 5****Title: Cryptocurrency: *Creatio ex nihilo***

This week, the class will discuss all the different legal issues that arise when you create something brand new, with a strong focus on

**Description:** 'regulatory uncertainty'. Cryptocurrency provides an example, with conflicting guidance from various agencies – state and federal, tax, security, commodity, etc...

**Guest Speaker:** Andrew M. Hinkes, Esq. (NYU)

**Required Reading:**

- Hoover Institution (Milton Friedman): The Island Of Stone Money
- Cypherpunk Mailing List: The Crypto Anarchist Manifesto
- Supreme Court (Justice Thomas): Statement in Support of Denial of Cert : *Leonard v. Texas*
- Time: Why Bitcoin Matters for Freedom

**Homework Due:** *Groups Finalized*

**Week 6****Title: Modern Media, Social Media and the First Amendment**

Media business models thrive under the protection of a right to expression as adopted in the First Amendment to the Constitution.

Other regulations on speech and commercial speech, such as

**Description:** "Section 230" allow further opportunities to allow the hosting of speech without liability. Finally, we address the ability to freely acquire data via the various Freedom of Information Acts to develop data-based business models.

**Guest Speaker:** N/A

**Required Reading:**

Coursepack: Web Article: What the Media Industry Can Teach Us About Digital Business Models

- 47 U.S. Code § 230
- Lawfare: What Should We Do About Section 230
- 5 U.S. Code § 552
- California FOIA

**Homework Due:** *Midterm (Only covering material from Weeks 1-5).*

**Week 7****Title: Crowdfunding, Governance and Shareholder Suits**

**Description:** This session explores how sourcing capital using Reg CF - and from investors who may become your customers. These financing decisions will be explored through a brief run-through of Delaware corporate law by looking at what duties a founder (board member) owes shareholders and what happens when that duty may be breached.

**Guest Speaker:** N/A

**Required Reading:** Coursepack: Proposition 211: Securities Litigation Referendum (A and B)  
SEC: Crowdfunding  
Delaware: Delaware's General Corporation Law (4 overview articles)

**Homework Due:** Group Case 1: Proposition 211: Securities Litigation Referendum (A and B)  
*Questions:*  
1) *What business practices led to the campaign to enact Proposition 211, and why are they problematic?*  
2) *Given you preferred its passage, how would you ensure companies were subject to it or like controls in the future?*  
3) *Given you preferred its defeat, how can you ensure you will not be subject to controls proposed by Prop 211?*

**Week 8****Title: Agency Law and Environmentalism**

**Description:** As a matter of practice, nearly all rules and regulations in the United States are not passed by Congress but are the result of the administrative state. To understand how these rules and regulations work will allow the students to identify opportunities within the regulatory industry. Particular attention will be paid to one type of regulatory law - that of the environment.

**Guest Speaker:** N/A

**Required Reading:** Coursepack: Industry And Background Note: Environmental Law in Real Estate Transactions  
- List of Federal Agencies  
- Oyez SCOTUS Case Summaries: Auer, Chevron, Kisor, Smith v. Berryhill  
- NFIB: NFIB's Clean Power Plan Rule Lawsuit Explained  
- SCOTUS Order: NORTH DAKOTA V. EPA, ET AL.

**Homework Due:** *Group Presentation for Week 10 Presentations Order Set*

**Week 9****Title: Antitrust, Collaboration and Gig Economy Platforms**

Week 9 discusses what happens when businesses succeed in dominating an industry. Additionally, we will circle back to Bradley

**Description:** Tusk's week 1 example of Uber and a gig economy platform's exposure to the law. Students will review classic examples of anti-trust and price-setting.

**Guest Speaker:** N/A

**Required Reading:** Coursepack: Case: Power Play (A): Nintendo in 8-bit Video Games  
Coursepack: Web Article: Don't Break Up Facebook - Treat It Like a Utility  
- EconLib: Cartels  
- NYTimes: AMERICAN AIRLINES TARGET OF U.S. SUIT  
- WJLA: Uber, Lyft drivers manipulate fares at Reagan National causing artificial price surges

**Homework Due:** Group Case 2: Power Play (A): Nintendo in 8-bit Video Games

*Questions:*

*1) By mid-1990, Nintendo's stock market value exceeded that of Sony or Nissan. How did this come about?*

*2) What kept software developers from developing software for other platforms?*

*3) What opportunities might Nintendo have overlooked based on the regulatory scrutiny?*

**Week 10****Title: Group Presentations****Final Exam****Title: Final Exam**

## REQUIRED READINGS

WEEK	Source	Required Readings	PAGES
1	Coursepack	<a href="#">Do Entrepreneurs Need a Strategy?</a>	15
1	Coursepack	<a href="#">Regulation and the Internet: Public Choice Insights for Business Organizations</a>	15
1	PDF	<a href="#">Freakonomics: No Cash for Clunkers (Levitt)</a>	2
1	PDF	<a href="#">Crain's New York: Bradley Tusk made \$100 million helping Uber conquer New York, and he's not apologizing (Flamm)</a>	10
1	PDF	<a href="#">PASPA - Public Law</a>	3
1	PDF	<a href="#">Casino, horse racing leaders push for legalization of sports betting in N.J.</a>	5
1	PDF	<a href="#">Anyone's Game: Sports Betting Regulations after Murphy v. NCAA</a>	12
2	PDF	<a href="#">Case Reading 1: pages 1-20: Spark Networks v. Smooch Labs (Complaint)</a>	20
2	PDF	<a href="#">Case Reading 2: How Can You Patent a Dating Website? An Explainer</a>	15
2	PDF	<a href="#">Case Reading 3: JDate Bought JSwipe and Everyone Loves Each Other Now</a>	8
2	PDF	<a href="#">AEI: The Pirates of Pennzoil</a>	8
3	Coursepack	<a href="#">Capturing the Value of Intellectual Capital: Mastering the Legal Aspects of Business</a>	40
3	PDF	<a href="#">CA Sunday Magazine: "The Launch"</a>	22
3	PDF	<a href="#">Seattle Bus. Mag.: Multiple Lawsuits Filed over New Washington Apples, Including Cosmic Crisp</a>	3
3	PDF	<a href="#">Geekwire: Ag tech startup Phytelligence shuts down after losing dispute over Cosmic Crisp apple variety</a>	6
4	Coursepack	<a href="#">The "Most Hated CEO" in America</a>	10
4	Coursepack	<a href="#">Main Case: Gene Patents (A)</a>	26
4	Coursepack	<a href="#">Supporting Case: Gene Patents (B)</a>	5
5	PDF	<a href="#">Hoover Institution (Milton Friedman): The Island Of Stone Money</a>	3
5	PDF	<a href="#">Cypherpunk Mailing List: The Crypto Anarchist Manifesto</a>	2
5	PDF	<a href="#">Supreme Court (Justice Thomas): Statement in Support of Denial of Cert: Leonard v. Texas</a>	6
5	PDF	<a href="#">Time: Why Bitcoin Matters for Freedom</a>	4

6	Coursepack	<a href="#">Web Article: What the Media Industry Can Teach Us About Digital Business Models</a>	5
6	PDF	<a href="#">47 U.S. Code § 230</a>	6
6	PDF	<a href="#">Lawfare: What Should We Do About Section 230</a>	4
6	PDF	<a href="#">5 U.S. Code § 552</a>	2
6	PDF	<a href="#">California FOIA</a>	2
7	Coursepack	<a href="#">Main Case: Proposition 211: Securities Litigation Referendum (A)</a>	15
7	Coursepack	<a href="#">Supporting Case: Proposition 211: Securities Litigation Referendum (B)</a>	16
7	PDF	<a href="#">SEC: Crowdfunding</a>	1
7	PDF	<a href="#">DE: About Delaware's General Corporation Law</a>	5
7	PDF	<a href="#">DE: Why Businesses Choose Delaware</a>	5
7	PDF	<a href="#">DE: Deference to the Business Judgment of Directors Who Act Loyally and Carefully</a>	5
7	PDF	<a href="#">DE: Litigation in the Delaware Court of Chancery and the Delaware Supreme Court</a>	5
8	Coursepack	<a href="#">Industry And Background Note: Environmental Law in Real Estate Transactions</a>	11
8	PDF	<a href="#">Federal Agencies</a>	1
8	PDF	<a href="#">Oyez: Auer v. Robbins</a>	2
8	PDF	<a href="#">Oyez: Chevron U. S. A. Inc. v. Natural Resources Defense Council, Inc.</a>	2
8	PDF	<a href="#">Oyez: Kisor v. Wilkie</a>	2
8	PDF	<a href="#">Oyez: Smith v. Berryhill</a>	2
8	PDF	<a href="#">NFIB: NFIB's Clean Power Plan Rule Lawsuit Explained</a>	2
8	PDF	<a href="#">SCOTUS Order: NORTH DAKOTA V. EPA, ET AL.</a>	1
9	Coursepack	<a href="#">Case: Power Play (A): Nintendo in 8-bit Video Games</a>	15
9	Coursepack	<a href="#">Web Article: Don't Break Up Facebook - Treat It Like a Utility</a>	5
9	PDF	<a href="#">EconLib: Cartels</a>	1
9	PDF	<a href="#">NYTimes: AMERICAN AIRLINES TARGET OF U.S. SUIT</a>	4
9	PDF	<a href="#">WJLA: Uber, Lyft drivers manipulate fares at Reagan National causing artificial price surges</a>	6
		<b>TOTAL</b>	<b>365</b>

## A NOTE ON THE WEEKLY READINGS

Please do your best to approach the reading with only an open mind and not a mind to be asked to cite the reading from memory. Take notes if you have questions or seek to “solidify” your understanding of the readings. They will be discussed in class. It is through the class discussion of the readings that student engagement with the content will pay off most.

**Please note #1.** The law seems “dense” and “incomprehensible.” In this class, “dense” and “incomprehensible” reading has been condensed/excerpted/redacted to the largest extent possible so that you are only \*\*\*ASSIGNED\*\*\* the parts that are relevant **for this level.**

**Please note #2:** This course provides an extensive set of optional readings which will be discussed in class should the student decide to skim them in advance for class preparation.

**Please note #3:** Coach will add some introductory course videos (regarding the syllabus and the law) in the BruinLearn as links for weeks 1-2. YOU MUST WATCH THEM! Any portions that will be tested or required will have a commensurate text listing here:

<https://www.dropbox.com/sh/dznkqgruym7kvhn/AADjLpcuU46R0YBHKvThpjXba?dl=0>

All Readings will be provided via BruinLearn to the students listed as “PDF” except for the **Coursepack (see above):** <https://hbsp.harvard.edu/import/953921>

A link to the weekly “PDF” Readings are found here:

[https://www.dropbox.com/sh/5yv2pkb3ifrg0v0/AAaqAd2XkO0sL-lTda\\_cgAga?dl=0](https://www.dropbox.com/sh/5yv2pkb3ifrg0v0/AAaqAd2XkO0sL-lTda_cgAga?dl=0)



## Course Reader

The course pack can be purchased from the Harvard Business Publishing website using the link in “Required Reading” section above.

WEEK	COURSEPACK
1	<u><a href="#">Do Entrepreneurs Need a Strategy?</a></u> Joshua Gans, et al Pub Date: Apr 30, 2018 Product #: R1803B-PDF-ENG Discipline: Entrepreneurship Academic Price: \$4.25
1	<u><a href="#">Regulation and the Internet: Public Choice Insights for Business Organizations</a></u> Robert L. Simons, Emerson Tiller, Sirkka Jarvenpaa Pub Date: Sep 30, 2003 Product #: CMR269-PDF-ENG Discipline: Business & Government Relations Academic Price: \$4.25
3	<u><a href="#">Capturing the Value of Intellectual Capital: Mastering the Legal Aspects of Business</a></u> Constance E. Bagley Pub Date: Feb 18, 2008 Product #: 8157BC-PDF-ENG Discipline: General Management Academic Price: \$4.25

4	<u>The "Most Hated CEO" in America</u>
	Michael D. Jones
	Pub Date: Aug 31, 2017
	Product #: NA0503-PDF-ENG
	Discipline: Economics
	Academic Price: \$4.25
4	<u>Main Case: Gene Patents (A)</u>
	Richard G. Hamermesh, David Kiron, Phillip Andrews
	Pub Date: Jun 6, 2011
	Product #: 811089-PDF-ENG
	Discipline: Entrepreneurship
	Academic Price: \$4.25
4	<u>Supporting Case: Gene Patents (B)</u>
	Richard G. Hamermesh, Phillip Andrews
	Pub Date: Mar 29, 2012
	Product #: 812130-PDF-ENG
	Discipline: Entrepreneurship
	Academic Price: \$2.62
6	<u>Web Article: What the Media Industry Can Teach Us About Digital Business Models</u>
	Scott D. Anthony, Scott Anthony
	Pub Date: Jun 9, 2015
	Product #: H024HU-PDF-ENG
	Discipline: Strategy
	Academic Price: \$4.25



7	<u>Main Case: Proposition 211: Securities Litigation Referendum (A)</u>
	David P. Baron, Chris Watts
	Pub Date: Sep 30, 1997
	Product #: P23A-PDF-ENG
	Discipline: Business & Government Relations
	Academic Price: \$4.25
7	<u>Supporting Case: Proposition 211: Securities Litigation Referendum (B)</u>
	David P. Baron, Chris Watts
	Pub Date: Sep 30, 1997
	Product #: P23B-PDF-ENG
	Discipline: Business & Government Relations
	Academic Price: \$2.62
8	<u>Industry And Background Note: Environmental Law in Real Estate Transactions</u>
	Arthur I Segel, Jeff Mandelbaum, Armen Panossian
	Pub Date: Jun 8, 2004
	Product #: 804185-PDF-ENG
	Discipline: Business & Government Relations
	Academic Price: \$4.25
9	<u>Case: Power Play (A): Nintendo in 8-bit Video Games</u>
	Adam Brandenburger; Julia Kou; Monique Burnett
	Pub Date: Feb 3, 1995
	Product #: 795102-PDF-ENG
	Discipline: Strategy
	Length: 15 p
9	<u>Web Article: Don't Break Up Facebook - Treat It Like a Utility</u>
	Dipayan Ghosh
	Pub Date: May 29, 2019
	Product #: H04YYW-PDF-ENG
	Discipline: Information Technology
	Academic Price: \$4.25

OPTIONAL READINGS (Provided in PDF by Instructor)

WEEK	Source	Optional Readings Readings
1	PDF	<a href="#">SCOTUS: US v. Stanley 109 U.S. 3 (1883) - Excerpt</a>
1	PDF	<a href="#">Coach Weinhaus: Types of Law</a>
1	PDF	<a href="#">Public Law 111-32 Excerpt</a>
1	PDF	<a href="#">NBER Abstract- Cash for Clunkers Had Modest and Short-Lived Effects</a>
1	PDF	<a href="#">Public Law 111-5 Excerpt</a>
1	PDF	<a href="#">DOE: Appliance Rebate Programs various Readings</a>
1	PDF	<a href="#">SCOTUS: Murphy vs. NJ 2018</a>
1	PDF	<a href="#">California Law Review: Public Choice at the Dawn of the Special Interest State: The Story of Butter and Margarine</a>
1	PDF	<a href="#">Case Western Law Review: Adler on Federalism (2020)</a>
2	PDF	<a href="#">WSJ: A Quirky Museum Exposes Kids to Thrills, Spills and Trial Lawyers</a>
2	PDF	<a href="#">STLToday: Trial over City Museum accident to open Monday</a>
2	PDF	<a href="#">STLToday: City Museum settles suit</a>
2	PDF	<a href="#">Amy Atkinson v. City Museum I, LLC (Complaint), Article, and Opinion</a>
2	PDF	<a href="#">Beeck v Aquaslide Opinion, Summary and Law Review</a>
3	PDF	<a href="#">Phytelligence Inc. vs. Washington State University - Complaint and Counterclaims</a>
3	PDF	<a href="#">WSU vs. Phytelligence</a>
3	PDF	<a href="#">Phytelligence Inc. vs. Washington State University - Opinion</a>
4	PDF	<a href="#">SCOTUS Opinion and Oyez Summary: Association for Molecular Pathology v. Myriad Genetics</a>
4	PDF	<a href="#">FDA: Medical Devices and Drug Development and Approval Process</a>
4	PDF	<a href="#">EconLib: Unintended Consequences</a>
4	PDF	<a href="#">DOJ: Competition And Monopoly: Single-Firm Conduct Under Section 2 Of The Sherman Act</a>
4	PDF	<a href="#">99% Invisible: Orphan Drugs</a>
4	PDF	<a href="#">Shkreli Indictment</a>
4	PDF	<a href="#">CBS: Price of drug Daraprim increases 5,000 percent overnight</a>
4	PDF	<a href="#">Forbes: Solving Pharma's Shkreli Problem</a>
4	PDF	<a href="#">Marginal Revolution: Various regarding the FDA</a>

5	PDF	<a href="#">US Constution - Article I Section 8 , 5th Paragraph</a>
5	PDF	<a href="#">Satoshi Nakamoto: Bitcoin: A Peer-to-Peer Electronic Cash System</a>
5	PDF	<a href="#">UPI: Brazilian government to partially lift bank freeze</a>
5	PDF	<a href="#">Logan, Jonthatn: Dropgangs (eg)</a>
6	PDF	<a href="#">US Constitution: First Amendment</a>
6	PDF	<a href="#">George Marshall Fund: The First Amendment Opportunism of Digital Platforms</a>
6	PDF	<a href="#">NYTimes: correction - Legal Shield for Websites Rattles Under Onslaught of Hate Speech</a>
6	PDF	<a href="#">NYTimes: How to Force 8Chan, Reddit and Others to Clean Up</a>
6	PDF	<a href="#">Various: Jones Day v. BlockShopper.com et al 1_2008cv04572, N.D.Ill Opinion, articles</a>
6	PDF	<a href="#">ThoughtCo: The History of Google and How It Was Invented</a>
6	PDF	<a href="#">Shapiro and Varian: Information Rules: Excerpt</a>
6	PDF	<a href="#">CNET: AOL acquires instant message firm</a>
6	PDF	<a href="#">Skorup and Thierer: AOL Time Warner Uncreative-Destruction</a>
6	PDF	<a href="#">Various on Twitter/Facebook tackling political speech</a>
8	PDF	<a href="#">US Constitution Article I Sec 1, Sec 8 Paragraph 18(last)</a>
8	PDF	<a href="#">Opinions: Auer, Chevron, Seminole Rock, Kisor, Berryhill</a>
8	PDF	<a href="#">US CCR: All Federal Agencies</a>
8	PDF	<a href="#">Harvard Law Review: Fixing Statutory Deference</a>
8	PDF	<a href="#">Cass, Ronald: Kavanaugh and the Deference Doctrines</a>
8	PDF	<a href="#">Various Articles on EPA Sue and Settle Policy: The Hill, National Review, NYTimes, Bloomberg</a>
9	PDF	<a href="#">Learned Hand Opinion: United States v. Aluminum Co. of America</a>
9	PDF	<a href="#">5th Cir. Opinion: United States of America, Plaintiff-appellant, v. American Airlines, Inc. and Robert L. Crandall, Defendants-appellees,</a>
9	PDF	<a href="#">Paul, Sanjukta: Antitrust As Allocator of Coordination Rights (Abstract) and UCLA Law Review Article</a>