

Syllabus (Four-Credit Demanding Course)

Course Description Example

This four-credit course serves as an introduction to the field of corporate crime, which now covers a large and very busy realm of government and law firm practice. The course will give students a first exposure to: (1) the contemporary practice in federal government agencies and medium to large corporate law firms of investigating, sanctioning, and representing corporations and their managers and employees involved in potential criminal violations (and certain civil analogues); and (2) the debate in the public policy realm over whether, why, and how the criminal law should be applied to both individuals and firms in the corporate and business contexts.

This field is large, complex, and developing rapidly. An introductory course can cover only a selection of topics. This course will emphasize policy and the need to confront gaps and uncertainty in doctrine. As there is no unitary body of black letter law in this field, this is not that kind of course. The course is designed around a field of practice that requires attorneys to be familiar with matters of substantive criminal law, criminal procedure, evidence, attorney ethics, civil regulation, and corporate law. The field deals in complex fact patterns involving financial matters. So this course is designed primarily to get students' feet wet in each of these areas, remove some of the fear factor, and provide a framework for thinking and learning about problems in this area that will make the field more accessible over the course of a legal career.

Syllabus

This corporate crime course has been taught for over a decade in a demanding, four-credit format for second and third-year students at a top-ten law school. Students are told that reading will average about 100 pages per week and that, in contrast to first-year courses in which learning close textual skills and basic legal method require shorter assignments, upper-level students should begin to read like practicing lawyers, who must digest large amounts of material and distill key concepts.

For teaching a course in that style, meeting three times per week, a syllabus such as this one has been effective:

1. First class: Introduction
2. Criminal Liability of Firms: Chapter 1, sections A and B
3. Criminal Liability of Firms: remainder of Chapter 1
4. Introduction to Fraud: Chapter 2, section A
5. Mail and Wire Fraud: Chapter 2, section B, through problem 2-4
6. Mail and Wire Fraud: remainder of Chapter 2

7. Securities Fraud: Chapter 3, section A
8. Securities Fraud: Chapter 3, section B, through problem 3-2
9. Securities Fraud: Chapter 3, section B, through problem 3-4
10. Securities Fraud: remainder of Chapter 3
11. Insider Trading: Chapter 4, sections A through D
12. Insider Trading: Chapter 4, section E, through *Salman v. United States*
13. Insider Trading: remainder of Chapter 4
14. International Bribery: Chapter 5, sections A and B
15. International Bribery: Chapter 5, sections C and D
16. International Bribery: Chapter 5, sections E through G
17. Health Care Crimes: Chapter 6, sections A through C
18. Health Care Crimes: remainder of Chapter 6
19. Managerial Liability: Chapter 7
20. Obstruction of Justice: Chapter 8, section A through C
21. Obstruction of Justice: remainder of Chapter 8
22. Perjury and False Statements: Chapter 9
23. Civil Regulatory Enforcement: Chapter 10, section A through E
24. Civil Regulatory Enforcement: remainder of Chapter 10
25. The Grand Jury: Chapter 11
26. Fifth Amendment and Individuals: Chapter 12, sections A through C
27. Fifth Amendment and Individuals: remainder of Chapter 12
28. Fourth/Fifth Amendment and Documents: Chapter 13
29. Attorney-Client Privilege: Chapter 14, sections A through section C, problem 14-1

30. Attorney-Client Privilege: remainder of Chapter 14
31. Sixth Amendment and Individuals: Chapter 15, sections A and B
32. Sixth Amendment and Individuals: remainder of Chapter 15
33. Individual Pleas and Settlements: Chapter 16
34. Firm Pleas and Settlements: Chapter 17, through problem 17-1
35. Firm Pleas and Settlements: remainder of Chapter 17
36. Sentencing of Individuals: Chapter 18, section A, through problem 18-3
37. Sentencing of Individuals: Chapter 18, remainder of section A
38. Sentencing of Firms: remainder of Chapter 18

Optional Side Readings Example

Students with a keen interest in the deep texture of corporate scandals are likely to find one or more of the following books to be entertaining and informative in their own reading:

Bad Blood by John Carreyrou (Theranos, soon to become a Jennifer Lawrence movie)

The Informant by Kurt Eichenwald (inside a big corporate investigation; better than the movie)

The Smartest Guys in the Room by Bethany McLean and Peter Elkind (Enron; better than the movie of the same title)

The Chickenshit Club: Why the Justice Department Fails to Prosecute Executives by Jesse Eisinger (the DOJ has gone to the dogs, or so he argues)

The Big Short: Inside the Doomsday Machine by Michael Lewis (the 2008 crisis, in part)

The Billionaire's Apprentice by Anita Rhagavan (about the biggest insider trading case ever; another very good one for insider trading mavens is *Black Edge* by Sheela Kholhatkar, which deals with the firm that inspired Showtime's *Billions*, a fun show that butchers legal realities)

Empire of Pain by Patrick Radden Keefe (the Sackler family and Purdue Pharma)

Dopesick by Beth Macy (the opioid story, from bottom to top)

Capital Offenses: Business Crime and Punishment in America's Corporate Age by Samuel Buell (my own take, not as fun as the others)