

國立中山大學 110學年度第3學期 課程教學大綱

National Sun Yat-sen University 110Academic year Course syllabus

中文名稱 Course name(Chinese)	企業法律環境	課號 Course Code	EMBA967
英文名稱 Course name(English)	THE LEGAL ENVIRONMENT OF BUSINESS		
課程類別 Type of the course	講授類	必選修 Required/Selected	必修
授課教師 Instructor	李清潭	系所 Dept./faculty	管理學院高階經營碩士學程 在職專班
		學分 Credit	1.5

因應嚴重特殊傳染性肺炎(武漢肺炎)，倘若後續需實施遠距授課，授課方式調整如下：Since COVID-19, if distance learning is necessary, the teaching methods would adjust as follows:

- 同步遠距【透過網路直播技術，同時進行線上教學，得採Microsoft Teams、Adobe connect等軟體進行】
- 同步遠距含錄影【透過網路直播技術，同時進行線上教學並同時錄影，課程內容可擇日再重播，得採Microsoft Teams、Adobe connect等軟體進行】
- 非同步遠距【課堂錄影或錄製數位教材放置網路供學生可非同時進行線上學習，得採EverCam、PPT簡報錄影、錄音方式進行】
- 實作類課程，經評估無法採遠距課程教學，後續復課後密集補課

★遠距教學軟體操作說明連結

因應嚴重特殊傳染性肺炎(武漢肺炎)，倘若後續需實施遠距授課，評分方式調整如下：Since COVID-19, if distance learning is necessary, the evaluation would adjust as follows:

- 1.1. Class Participation On-Line 參與討論出席率（請假依校方規定）：30%
- 2.2. case studies On-Line 線上個案研究與討論：30%
- 3.3. term final report 學期報告：30%
- 4.4. term report make-up 報告修正與回應：10%

課程大綱 Course syllabus

本課程教學大綱已提供完整英文資訊（本選項僅供統計使用，未提供完整英文資訊者，得免勾記）【Provide information of course syllabus in English.(This is for statistical use only. For those who do not provide information of course syllabus in English, do not check this field.)】

Part I. The Analytical Framework

1. Governments and the Macro-Organization of Economic Activity: A Historical and Spatial Perspective
2. Globalization and National Government Policies: An Economist's View
3. A Business Analytic Approach to Governments and Globalization
4. An International Political Economy Perspective
5. The Architecture of Globalization: State Sovereignty in a Networked Global Economy

Part II. Country Case Studies (Team Essays by Students in this Class.)

Part III. Implications for National and Supra-National Governance

1. Implications for National Governments

2. Should there be Multilateral Rules on Foreign Direct Investment?

(*請選修同學留意：本(110-3)期此一課程為「實作課程」；課程核心與案例研究著重在分析企業的競爭優勢與法律功能，如何運用在近期的「交易談判與契約設計」(negotiation of trade and the contract design)的過程。)

本課程分兩階段：第一階段除探討競爭優勢與商業契約擬定的關鍵(單元1)等介紹外，並運用較為常見且適合演練的6件個案研究，大略分為2類的商務交易做為討論練習，包括「合作商業模式」(單元2)、「委辦商業模式」(單元3)，與實務個案介紹。第二階段為學生實做，由同學們分組分析這些交易中，所衍生訂約過程，及決策管理者如何解決各項爭議與提供讓相關各方可接受的議案(單元4)，並將所擬定的契約，經由其法律性質，進行法律設計的思考，之後再將所草擬的契約內容，提供學習者彼此攻防演練和診斷(單元5與單元6)。

課程目標 Objectives

The subject provides a strong overview of the global marketplace in which governments interact with international corporations, and the seminars present up-to-date analysis of recent changes in governmental regulation of business. 本課程的實用目的，在於提供學習者雙重的管理運用；一是洞察企業本身的競爭優勢，並如何展現在商業交易上，尤其法律工具上契約？二是提升法律設計的效率，並如何促進競爭優勢在商業交易上的實現？因為商業交易是企業在市場中的主要活動，競爭優勢實為勝敗關鍵；商務契約則是對競爭優勢高低優劣、起承轉折的約定規範，更是各方當事人權益保障的主要依據，因而精確設計的商務契約，能使競爭優勢順暢進行，營造共享共利，進而保障商業交易各當事人應有的權益。

授課方式 Teaching methods

Lectures & Seminars. 講授、個案研究討論與作業練習三者。

評分方式〔評分標準及比例〕Evaluation (Criteria and ratio)等第制單科成績對照表 [letter grading reference](#)

- 1.1. performing in the class 課堂出席與表現：30%
- 2.2. case studies 個案研究與討論：30%
- 3.3. term final report 學期報告：30%
- 4.4. term report make-up 報告修正與回應：10%

參考書/教科書/閱讀文獻 Reference book/ textbook/ documents

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 No copies for intellectual property rights. Textbooks provided by the instructor used only for self-study, can not broadcast or commercial use

序號 No.	作者 Author	書名 Title	出版社 Publisher	出版年 Year of publish	出版地 Publisher place	ISBN#
1	Cheeseman, Henry R. (2018),	Business Law (10th Edition) (What's New in Business Law)" ,	10th Ed., Pearson/ Prentice Hall,	2018	USA (Taiwan: Tung Hua Co.)	978-0134728780
2	Cheeseman, Henry R. (2015),	"Legal Environment of Business: Online Commerce, Ethics, and Global Issues"	8th Ed., Pearson/ Prentice Hall,	2015	USA (Taiwan: Tung Hua Co.)	978-0134004068
3	Case-studies Materials (2022)	Law Reports & Materials (materials including excerpts from judicial opinions, statutes, news reports and analysis, and actual deal documentation.)	Course references appointed,	2022	Kaohsiung	
4	Course Materials (2022)	Syllabus & Documents	Course references appointed,	2022	Kaohsiung	
5	李清潭 (2022)	商務管理與法律基礎	元照出版有限公司	2022	台北	978-9575116545

每週課程內容及預計進度 Weekly scheduled progress

週次 Week	日期 Date	授課內容及主題 Content and topic
1	2022/07/10~2022/07/16	1/ Introduction to the course, and case studies 競爭優勢與商業契約擬定的關鍵
2	2022/07/17~2022/07/23	2/ Introduction to Taiwanese business law 商務交易（包括「合作商業模式」）
3	2022/07/24~2022/07/30	3/ Commercial transactions and business contracting, Contracting Joint Ventures (JVs), and case studies 「委辦商業模式」與實務個案介紹
4	2022/07/31~2022/08/06	4/ Mergers and acquisitions (M & A), and case studies
5	2022/08/07~2022/08/13	5/ Law of corporate governance, and case studies
6	2022/08/14~2022/08/20	* Final report

課業討論時間 Office hours

時段1 Time period 1:
 時間 Time：星期二16:00-18:00
 地點 Office/Laboratory：CM3032-2
 時段2 Time period 2：
 時間 Time：星期四16:00-18:00
 地點 Office/Laboratory：CM3032-2

系所學生專業能力/全校學生基本素養與核心能力 basic disciplines and core capabilities of the department and the university

系所學生專業能力/全校學生基本素養與核心能力 basic disciplines and core capabilities of the department and the university	課堂活動與評量方式 Class activities and evaluation										
	本課程欲培養之能力與素養 This course enables students to achieve.	紙筆考試或測驗 Test.	課堂討論(含個案討論) Group discussion (case analysis).	個人書面報告、作業、作品、實驗 Individual paper report/ assignment/ work or experiment.	群組書面報告、作業、作品、實驗 Group paper report/ assignment/ work or experiment.	個人口頭報告 Individual oral presentation.	群組口頭報告 Group oral presentation.	課程規劃之校外參訪及實習 Off-campus visit and intership.	證照/檢定 License.	參與課程規劃之校內外活動及競賽 Participate in off-campus/on-campus activities and competitions.	課外閱讀 Outside reading.
※系所學生專業能力 Basic disciplines and core capabilities of the department											
1.瞭解國際管											

理新知 1. Exploring updated knowledge of International Business.														
2.高階經營人才的再培育 2. Re-educating senior working professionals.														
3.新觀念的刺激與新思維的訓練 3. Training the professionals for new ideas.	V		V			V				V				
4.跨行業交流互動與團隊友誼之建立 4. Creating a network for crossover cooperation and friendship.	V		V			V				V				
5.全球化的訓練與視野 5. Developing the global mindset of each professional.														
6.多元化的學習 6. Providing pluralistic approaches to learning.														
※全校學生基本素養與核心能力 Basic disciplines and core capabilities of the university														
1.表達與溝通能力。 1. Articulation and communication skills														
2.探究與批判思考能力。 2. Inquisitive and critical thinking abilities	V		V			V				V				
3.終身學習能力。 3. Lifelong learning														
4.倫理與社會責任。 4. Ethics and social responsibility	V		V			V				V				
5.美感品味。 5. Aesthetic appreciation														
6.創造力。 6. Creativity														
7.全球視野。 7. Global perspective														
8.合作與領導能力。 8.														

Team work and leadership																				
9.山海胸襟與自然情懷。 9. Broad-mindedness and the embrace of nature																				

本課程與SDGs相關項目：The course relates to SDGs items:

- SDG1-消除貧窮(No Poverty)
- SDG2-消除飢餓 (Zero Hunger)
- SDG3-良好健康與福祉(Good Health and Well-being)
- SDG4-教育品質(Quality Education)
- SDG5-性別平等(Gender Equality)
- SDG6-乾淨水源與公共衛生(Clean Water and Sanitation)
- SDG7-可負擔乾淨能源(Affordable and Clean Energy)
- SDG8-優質工作與經濟成長(Decent Work and Economic Growth)
- SDG9-工業、創新和基礎建設(Industry,Innovation and Infrastructure)
- SDG10-減少不平等(Reduced Inequalities)
- SDG11-永續城市(Sustainable Cities and Communities)
- SDG12-責任消費與生產(Responsible Consumption and Production)
- SDG13-氣候行動(Climate Action)
- SDG14-海洋生態(Life Below Water)
- SDG15-陸域生態(Life on Land)
- SDG16-和平、正義和穩健的制度(Peace,Justice And Strong Institutions)
- SDG17-促進目標實現的全球夥伴關係(Partnership for the Goals)
- 本課程和SDGS無關

本課程校外實習資訊: This course is relevant to internship:

本課程包含校外實習（本選項僅供統計使用，無校外實習者，得免勾記）
 The course includes internship.(For statistical use only. If the course without internship, please ignore this item.)

實習定義：規劃具有學分或時數之必修或選修課程，且安排學生進行實務與理論課程實習，於實習終了取得考核證明繳回學校後，始得獲得學分；或滿足畢業條件者。（一般校內實習請勿勾選此欄位）

Internship: The required or elective courses should include credits and learning hours. Students should participate in the corporative company or institution to practice and learn the real skills. An internship certification must be handed in at the end of internship to get the credits or to fulfil the graduation requirements.

[回上一頁](#)