



CAPILANO UNIVERSITY

COURSE OUTLINE		
TERM: Fall 2023	COURSE NO: LAW 380	
INSTRUCTOR:	COURSE TITLE: Tech Startup Law	
OFFICE: LOCAL: E-MAIL: @capilanou.ca	SECTION NO(S):	CREDITS: 3.0
OFFICE HOURS:		
COURSE WEBSITE:		

Capilano University acknowledges with respect the Liłwat7úl (Lil'wat), x^wməθk^wəyəm (Musqueam), shíshálh (Sechelt), Sḵwḵwú7mesh (Squamish), and Səlílwətaʔ/Selilwitulh (Tseil-Waututh) people on whose territories our campuses are located.

COURSE FORMAT

Three hours of class time, plus an additional hour delivered through on-line or other activities for a 15-week semester, which includes two weeks for final exams.

COURSE PREREQUISITES

LAW 101, LAW 110, LAW 210 and LAW 200 or LAW 300; OR 45 credits of 100-level or higher coursework

CALENDAR DESCRIPTION

This course focuses on the legal considerations of a tech startup and the due diligence processes involved in the successful launching of a new venture in the sphere of technology. From ideation inception to successful launch and exit, this course will appraise students with the legal reflections key to each stage of development and creation. Legal studies or business students must be able to integrate the knowledge and skills they have learned in other courses in areas such as legal analysis, marketing, contracts, corporate structures, investment, technology and intellectual property.

COURSE NOTE

LAW 380 is an approved Science and Technology course for Cap Core requirements.

REQUIRED TEXTS AND/OR RESOURCES

Catherine Lovrics, *Startup Law 101: A Practical Guide*, Canada: LexisNexis, 2017.

COURSE STUDENT LEARNING OUTCOMES

On successful completion of this course, students will be able to do the following:

1. Explain and analyze the legal issues surrounding the business of technology startups in Canada from ideation to exit.
2. Compare and contrast:
 - (a) the legal implications of different funding models,
 - (b) the funding models in other industries.
3. Research and prepare written and oral analyses of problems and cases, demonstrating an ability to critically evaluate the framework for the development of a technology startup with a view toward various legal outcomes.
4. Participate effectively in class discussions to analyze and synthesize case law and the relevant legal principles relating to stages of the technology startup process.
5. Work in groups to analyze and synthesize the relevant local statutory laws, treaties and principles of international laws relating to technology startups.
6. Critically discuss current events relating to technology startups on a local, national and international level.

Students who complete this Science and Technology course will be able to do the following:

1. Assess the cultural, economic, and political effects of technology.
2. Evaluate scientific information (e.g., distinguish primary and secondary sources, assess credibility and validity of information).
3. Demonstrate how a problem, concept, or process can be modelled numerically, graphically, or algorithmically.
4. Participate in scientific inquiry and communicate the elements of the process, including making careful and systematic observations, developing and testing a hypothesis, analyzing evidence, and interpreting results.

COURSE CONTENT

WEEK	CONTENT
1	INTRODUCTION Ideation & Technology: Innovative Product Development to Solve a Problem
2	THE BUSINESS MODEL
3	FOUNDERS AGREEMENTS Considerations and Analysis
4	BUSINESS STRUCTURES Various business Structures and tax implications Shareholder agreements, types, common provisions and their applications

5	FINANCING THROUGH DEBT OR EQUITY Comparative analysis and issues associated with raising capital through equity
6	EXECUTIVE SUMMARIES Execution pitfalls The Pitching Process
7	MIDTERM EXAM OR ASSIGNMENT ASSESSMENT
8	ALTERNATIVE FORMS OF FINANCING Crowd funding Common funding structures Funding sources: private and public
9	KEY OPERATION CONSIDERATIONS Employment vs Independent Contractors Consulting agreements and outsourcing Legal regulatory regime for online advertising The Iterative process
10	IOT AND API's Analysis and Critique of Invisible Communication Intangible Assets
11	PRIVACY AND TERMS OF USE
12	POSITIONING FOR THE EXIT Due diligence considerations throughout
13	FINAL PRESENTATION
14-15	FINAL EXAM PERIOD – NO FINAL EXAM

EVALUATION PROFILE

Midterm Exam or Assignment	25 – 35%
Quizzes and Group Activities	25 – 40%*
Final Presentation and Reflection Summary	25 – 35%
Participation**	<u>0 – 10%</u>
TOTAL:	100%

*No grade for a quiz or group activity will exceed 35% without Dean's approval.

****Participation**

Participation is allocated to the consistency, quality, and frequency of contributions to the online discussion forums. Consistency means actively contributing to discussions on a regular basis. Quality means demonstrating respect for peers and their contributions and participating in all activities with an open and inquisitive mind.

GRADING PROFILE

A+ = 90-100	B+ = 77-79	C+ = 67-69	D = 50-59
A = 85-89	B = 73-76	C = 63-66	F = 0-49
A- = 80-84	B- = 70-72	C- = 60-62	

Incomplete Grades

Grades of Incomplete "I" are assigned only in exceptional circumstances when a student requests extra time to complete their coursework. Such agreements are made only at the request of the student, who is responsible to determine from the instructor the outstanding requirements of the course.

Late Assignments

Assignments are due at the beginning of the class on the due date listed. If you anticipate handing in an assignment late, please consult with your instructor beforehand.

Missed Exams/Quizzes/Labs etc.

Make-up exams, quizzes and/or tests are given at the discretion of the instructor. They are generally given only in medical emergencies or severe personal crises. Some missed labs or other activities may not be able to be accommodated. Please consult with your instructor.

*** Accommodations can be made to honour community needs and traditional practices.

Attendance

Students are expected to attend all classes and associated activities.

English Usage

Students are expected to proofread all written work for any grammatical, spelling and stylistic errors. Instructors may deduct marks for incorrect grammar and spelling in written assignments.

Electronic Devices

Students may use electronic devices during class for note taking only.

On-line Communication

Outside of the classroom, instructors will (if necessary) communicate with students using either their official Capilano University email or eLearn; please check both regularly. Official communication between Capilano University and students is delivered to students' Capilano University email addresses only.

UNIVERSITY OPERATIONAL DETAILS

Tools for Success

Many services are available to support student success for Capilano University students. A central navigation point for all services can be found at: <https://www.capilanou.ca/student-services/>

Capilano University Security: download the [CapU Mobile Safety App](#)

Policy Statement (S2009-06)

Capilano University has policies on Academic Appeals (including appeal of final grade), Student Conduct, Academic Integrity, Academic Probation and other educational issues. These and other policies are available on the University website.

Academic Integrity (S2017-05)

Any instance of academic dishonesty or breach of the standards of academic integrity is serious and students will be held accountable for their actions, whether acting alone or in a group. See policy and procedures S2017-05 Academic Integrity for more information:

<https://www.capilanou.ca/about-capu/governance/policies/>

Violations of academic integrity, including dishonesty in assignments, examinations, or other academic performances, are prohibited and will be handled in accordance with the Student Academic Integrity Procedures.

Academic dishonesty is any act that breaches one or more of the principles of academic integrity. Acts of academic dishonesty may include but are not limited to the following types:

Cheating: Using or providing unauthorized aids, assistance or materials while preparing or completing assessments, or when completing practical work (in clinical, practicum, or lab settings), including but not limited to the following:

- Copying or attempting to copy the work of another during an assessment;
- Communicating work to another student during an examination;
- Using unauthorized aids, notes, or electronic devices or means during an examination;
- Unauthorized possession of an assessment or answer key; and/or,
- Submitting of a substantially similar assessment by two or more students, except in the case where such submission is specifically authorized by the instructor.

Fraud: Creation or use of falsified documents.

Misuse or misrepresentation of sources: Presenting source material in such a way as to distort its original purpose or implication(s); misattributing words, ideas, etc. to someone other than the original source; misrepresenting or manipulating research findings or data; and/or suppressing aspects of findings or data in order to present conclusions in a light other than the research, taken as a whole, would support.

Plagiarism: Presenting or submitting, as one's own work, the research, words, ideas, artistic imagery, arguments, calculations, illustrations, or diagrams of another person or persons without explicit or accurate citation or credit.

Self-Plagiarism: Submitting one's own work for credit in more than one course without the permission of the instructors, or re-submitting work, in whole or in part, for which credit has already been granted without permission of the instructors.

Prohibited Conduct: The following are examples of other conduct specifically prohibited:

- Taking unauthorized possession of the work of another student (for example, intercepting and removing such work from a photocopier or printer, or collecting the graded work of another student from a stack of papers);
- Falsifying one's own and/or other students' attendance in a course;
- Impersonating or allowing the impersonation of an individual;
- Modifying a graded assessment then submitting it for re-grading; or,
- Assisting or attempting to assist another person to commit any breach of academic integrity.

Sexual Violence and Misconduct

All Members of the University Community have the right to work, teach and study in an environment that is free from all forms of sexual violence and misconduct. Policy B401 defines sexual assault as follows:

Sexual assault is any form of sexual contact that occurs without ongoing and freely given consent, including the threat of sexual contact without consent. Sexual assault can be committed by a stranger, someone known to the survivor or an intimate partner.

Safety and security at the University are a priority and any form of sexual violence and misconduct will not be tolerated or condoned. The University expects all Students and Members of the University Community to abide by all laws and University policies, including B.401 Sexual Violence and Misconduct Policy and B.401.1 Sexual Violence and Misconduct Procedure (found on Policy page <https://www.capilanou.ca/about-capu/governance/policies/>)

Emergencies: Students are expected to familiarise themselves with the emergency policies where appropriate and the emergency procedures posted on the wall of the classroom.