



COMPLIANCE & ENTERPRISE RISK MANAGEMENT MJ CORE CURRICULUM AT LOYOLA UNIVERSITY CHICAGO SCHOOL OF LAW

In the CERM MJ program, designed for working compliance professionals, students typically complete the program on a part-time basis over six consecutive 13-week terms. Students begin the program with a series of required foundational courses, then select from several elective options, and complete the program with a thesis or capstone project. See below for a general curriculum overview of the Compliance & ERM MJ program.*

TERM 1

LAW 900: Introduction to Legal Study and Legal Writing (4 credits)

This foundational course introduces students to the sources and functions of law in our society. The course begins with an explanation of the structure of the American court system. Students then learn to read and brief cases, synthesize cases, and develop basic legal writing and analysis skills. Through multiple short writing assignments, students learn to construct a legal office memorandum, the final course requirement. The course utilizes legal cases and problems and provides students with background for future studies.

TERM 2

LAW 901: Introduction to Legal Research (1 credit)

This course provides an overview of the legal research process. Students will learn basic legal research skills with a focus on online legal sources. Students will learn methods to find health law cases, statutes, regulations and law journal articles. Finally, we will emphasize the importance of proper attribution and citation in legal writing.

LAW 803: Business Organizations (3 credits)

This course introduces agency law, partnership law, corporate law and the LLC. Principal emphasis is on the law as it applies to the organization and functioning of business entities, including the duties and obligations of managers of such entities. The course focuses on structure and mechanics, capitalization, distributions, organic changes, and duties and liabilities of directors, officers, and controlling shareholders. The federal securities acts are introduced with particular attention to Rule 10b-5. Substantial attention is given to the special problems of the close corporation.

*Note that curricular offerings and requirements are subject to change.

TERM 3

LAW 839: Corporate Compliance (3 credits)

This course will familiarize law students with the world of corporate compliance, and provide basic skills to be employed in a corporate compliance department. Students will obtain a basic understanding of the legal principles related to compliance, or preventive law, and learn the interplay between compliance and ethics. They will become familiar with the principles of Chapter 8 of the United States Sentencing Commission Guidelines Manual, which describe the fundamental rules for creating an effective compliance program. They will be able to understand and articulate how compliance and ethics failures impact on the success or failure of a business.

LAW 929: Enterprise Risk Management (3 credits)

Enterprise Risk Management (ERM) provides a comprehensive framework for making strategic decisions, taking into consideration concepts of both value creation and value protection. The approach looks at strategies for managing risk, uncertainty and growth and their relationship to total value. This course will cover the specific skills and techniques necessary to manage risk across increasingly complex organizations and to align business strategies with goals and culture.

TERM 4

Choose 6 credits of elective options
(see sample list)

TERM 5

LAW 951: Thesis or Capstone I (2 Credits)

The purpose of this course and the course that follows, Law 952, is to guide you through the process of producing a master's thesis of publishable quality or a culminating program project. To achieve this goal, your professor will provide feedback on your submissions throughout the course and the resulting paper or project will demonstrate your expertise on a topic of your choosing.

Choose 3 credits of elective options
(see sample list)

TERM 6

LAW 952: Thesis or Capstone II (2 Credits)

The purpose of this course and the course that precedes it, Law 951, is to guide you through the process of producing a master's thesis of publishable quality or a culminating program project. To achieve this goal, your professor will provide feedback on your submissions throughout the course and the resulting paper or project will demonstrate your expertise on a topic of your choosing.

Choose 3 credits of elective options
(see sample list)

SAMPLE ELECTIVE OFFERINGS

808: GOVERNANCE & BUSINESS ETHICS (3 CREDITS)

The focus of this course is a study of legal and business ethics. In addition to discussing in detail how lawyers are taught legal ethics; what are the rules which lawyers must follow to adhere to the principles of legal ethics; and what are the problem areas in which most lawyers encounter issues in legal ethics the course will also discuss how lawyers act ethically in a business environment in order to ensure or promote ethical behavior by their clients in business. The course will delve into issues of conflicts between clients; conflict of interest for the lawyer which arise from the requirements of client interests which can conflict; dealing with clients' confidential information; the responsibilities of the lawyer to third parties, the Courts and the System of Justice; the rules and requirements of business and representation of clients' interests in a changing legal environment and in a changing legal profession. The class will learn the application of model rules of professional conduct through a series of exercises in each module which will present ethical issues based on real cases. Through the examination of a series of case studies presenting business issues and ethical dilemmas the student will become adept at identifying and resolving many business and ethical issues.

812: FINANCIAL INSTITUTION REGULATION (3 CREDITS)

The course has two objectives. First, it will examine and analyze the current bank regulatory system. Consideration will be given to the function and regulation of depository institutions as well as that of various classes of affiliated entities such as those involved in the issuance of securities, insurance and merchant banking. Second, the course will examine the mechanics of key bank operations including, syndicated lending, underwriting and the securitization of debt securities.

816: RACIAL JUSTICE SEMINAR SERIES (1 CREDIT)

This course exposes students to unique and emerging racial justice issues in health care or compliance. Each emerging issue is selected based on its likely impact on the industry and its timeliness given current political, business or health care challenges. This course is structured over 13-weeks, in which we will alternate between reading weeks (where students are given reading material to introduce them to each issue) and synchronous classroom lectures by national experts on each subject.

817: COMPLIANCE & SECURITIES REGULATION (3 CREDITS)

Securities Regulation explores the basic statutory regime for issuing securities in the United States, the requirement for registration of securities, exemptions from and exceptions to registration. The course will also cover the consequences of the failure to register as well as the consequences of improper or insufficient disclosure of material facts. Recent statutes and case law will be considered, including SOX and Dodd-Frank. Strong emphasis will be placed on the Securities Act of 1933 ("1933 Act") and the Securities Exchange Act of 1934 ("1934 Act"), and the relevant SEC Rules ("Rules") interpreting those statutes.

820: COMPLIANCE AND CULTURE (3 CREDITS)

This course will continue to provide the students with experience in dealing with compliance issues across multiple industries. The course will be organized as a series of hypotheticals presented to the students who will work through issue spotting regulatory and compliance concerns, developing an audit plan for the issues, protocols, identifying needed policies and procedures, and establishing corrective actions for remediation.

823: PRIVACY AND SECURITY OF CORPORATE INFORMATION (3 CREDITS)

This course provides an examination of current data privacy laws and regulations, common threat vectors, case studies, best practices, and practical information about governance strategies and solutions for U.S. and global organizations.

829: GLOBAL COMPLIANCE (3 CREDITS)

This course will offer students the opportunity to learn how to build a compliance and ethics program. Students will study significant areas of law from both the U.S. and foreign jurisdictions that impact doing business abroad or foreign companies doing business in the U.S. A selection of areas of law that will be covered include the U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act and privacy regulations in the European Union. Students will learn how to perform a risk assessment, write policies, develop a training plan, and will brief a European privacy case.

832: CONTRACT DRAFTING (3 CREDITS)

The purpose of this course is to provide exposure to the fundamentals of contract drafting. During the course we will examine the purpose and process of drafting documents. We will use multiple client scenarios to highlight the ways contracts vary among different types of transactions. We will draft contracts, in whole and in part. In some instances, we will start with form documents borrowed from prior transactions and we will revise these documents to reflect the particular facts and circumstances surrounding our transaction. In other instances we will work through drafting a document from scratch. Finally, we will discuss how to draft in language that is clear and unambiguous. By the end of the semester, students should have a basic understanding of how and why contracts are drafted and negotiated. In addition, each student should be able to draft a precise and practical document for a basic business transaction.

835: COMPLIANCE TRAINING METHODS (3 CREDITS)

This 2-credit course is designed to provide students with practical experience in developing training and education material. An emphasis will be placed on explaining complex regulations and laws to a workforce. The course will also explore varying pedagogical methods for delivering compliance education.

837: BREACH INCIDENT MANAGEMENT AND REPORTING (3 CREDITS)

A breach of privacy is considered inappropriate use or disclosure of personal data. Numerous laws regulate what constitutes a breach and the legal obligations if there is a breach. This course will examine: (a) what constitutes a "breach" or "incident" under a variety of scenarios and industries, (b) what legal obligations regulated entities have to act on a breach or incident, (c) what liabilities in tort or contract may exist as the result of breaches, (d) corrective actions to manage breaches and minimize recurrence, (e) electronic security measures to minimize breaches and incidents, (f) a survey of the most common cyberattacks for students to gain familiarity with trends in electronic breaches, and (g) practice in drafting notices, incident reports, and corrective actions.

838: EUROPEAN UNION PRIVACY LAW (3 CREDITS)

European Union Regulation 2016/679 was adopted by the European Parliament and European Council in 2016 and has world-wide privacy law implications, not merely for activities inside the European Union. The law seeks to protect natural persons when their personal data is used by any regulated entity doing business in the EU. The law also requires regulated entities to have organized compliance efforts on a global scale. The course will examine: (a) the history of privacy law in the EU, (b) the response of the EU member states to past EU privacy directives and the current law, (c) the current EU privacy law's impact on business and data storage around the world, (d) the compliance organizational structures needed to respond to the law, and (e) liability associated with non-compliance. No background on EU law is needed; the course will begin with teaching the basic legal and constitutional structure of the European Union in order to situate the course privacy law material.

845: FOREIGN CORRUPT PRACTICES ACT (3 CREDITS)

This course will focus on laws that prohibit the bribing of foreign officials for business purposes, principally the US Foreign Corrupt Practices Act but also including other national and international laws. After an in-depth study of the substantive law, we will discuss how and why companies aim to comply.

857: LEADERSHIP AND STRATEGY (3 CREDITS)

As a leader or manager in your organization, it is your job to find the right people, engage and motivate them, and structure and operate the organization in a way that enables and inspires people to perform at their best. And, you have to do this in a way that preserves the organization's financial health and protects it from legal risks. Your professional success depends directly on your ability to make the right strategic decisions, and effectively lead and inspire individuals, teams and projects. This course is designed to enhance your ability to do this. This course also will enable students to examine varied approaches to leadership that are based on personal and organizational mission, vision and values. Students will have an opportunity to explore their own values and approach to leadership and accountability.

By the end of this class students will be able to:

- Model the characteristics and skills of visionary leaders
- Critically define and analyze business problems and formulate data- and information-driven business decisions
- Articulate the responsibility leaders have to all stakeholders and the application of ethical principles to business practices
- Successfully participate in and lead multi-functional team projects
- Demonstrate proficiency in the various forms of communication

858: CYBERSECURITY MANAGEMENT (3 CREDITS)

This course will introduce students to the key legal, business and ethical issues related to cybersecurity. Students will gain familiarity with a framework for approaching cybersecurity through evaluating threats, risks and vulnerabilities and developing appropriate and proportional policies, processes and countermeasures to maintain the integrity of computers, systems and data.

859: ENVIRONMENTAL ENFORCEMENT AND REGULATION (3 CREDITS)

This class will provide an overview of corporate compliance principles applied in the environmental context, as well as to provide a general overview of federal environmental law compliance. This course will examine the principles of an effective corporate environmental compliance program and will provide a framework for students to identify, prevent, detect, respond, and correct any environmental non-compliance.

923: ADVANCED PRIVACY PROGRAM MANAGEMENT (3 CREDITS)

This course builds on Law 918, Introduction to Healthcare Privacy and Security. It also incorporates concepts from non-healthcare settings as well as various regulatory law principles which address privacy and security standards. A basic understanding of the seven (7) elements of an effective compliance program as issued in the Federal Sentencing Guidelines is necessary since the course is taught using three complex scenarios with readings and assignments designed to take the student through the analysis and development of the major elements of an effective privacy compliance program.

924: CONDUCTING INTERNAL INVESTIGATIONS (3 CREDITS)

This seminar will cover practical techniques in responding to suspected non-compliance as well as liability exposure in how investigations are handled. The seminar will also discuss resolution of identified non-compliance and methods for discharging an organization's legal obligations to correct non-compliance, including self-disclosures and refunds. Additionally, the seminar will cover responding to government inquiries and audits. The seminar will focus on applying these techniques across industries. LAW 910 (Health Care Compliance) or LAW 839 (MJ Corporate Compliance) are preferred prerequisites but are not required.



925: DRAFTING POLICIES AND PROCEDURES (3 CREDITS)

Written standards are the infrastructure for every organization. This course will explore the various types of written standards for organizations to deploy, including policies, codes of conduct, and procedures. The course will explore the actions necessary to develop, launch, and audit effective written standards. Students will examine and critique publicly available standards. Students also will draft standards.

930: LEADERSHIP AND MANAGEMENT SEMINAR SERIES (1 CREDIT)

This course is comprised of a series of lectures on topics in leadership and management by different experts in the field. Every other week students attend a live synchronous class on a leadership or management topic. Topics vary each term and are intended to cover hot topics and essential skills in leadership and management. The course is open to students in online business and health law programs.