The following are the 6 essay questions. Your answers should spot all of the legal or ethical issues raised in these questions. It does not matter if you have the correct result so long as you raise and discuss all of the issues. Each essay question has more than one issue and the issues can be in different areas of the law that you have studied.

**QUESTION 1**

1. ABC Company, which manufactures automobiles and is located in Connecticut, orders tires from XYZ company which is a tire manufacturer and located in Michigan. The order email reads as follows: “We hereby order 1,000, 16” in diameter Goodyear tires for a price of $50 each delivered to our plant in East Hartford, CT on or before two weeks from the date of this order”

The XYZ Company website provides that any orders submitted will be governed the terms set forth therein and become part of any order agreement when XYZ ships the tires. Among other things, XYZ’s terms provide: (1) that XYZ may reasonably modify any order and any reasonable modifications are binding on the ordering party; and (2) any actions against XYZ must be brought in Michigan courts.

Within 2-1/2 weeks, XYZ ships and within 3-1/2 weeks, ABC receives, 800 tires half of which were 16” and the other half 15” tires. The invoice reads as follows: “We have shipped your tires. 400, 16” tires at $50 each and 400, 15” tires at $45 each. We shipped all of the 16” tires we had in stock filled the remainder of the order with 15” tires. Payment of $38,000 is due within 10 days.”

ABC only can use 16” tires and has no use for 15” tires. ABC writes back to XYZ saying that: (1) ABC will accept all of the 16” tires and pay for them; and (2) ABC demands that XYZ pick up the 15” tires and ABC will not pay for those tires or the shipping cost for return.  XYZ writes back and refusing to pick up the 15” tires and demands payment in full from ABC.

ABC sues XYZ in Connecticut state court. Please discuss the claims ABC will make and the defenses XYZ will have.

### QUESTION 2

1. You are employed by a company that, among other things, manufactures new medical devices.

You are in the production area for this business. There are others in this area as well. All of you report to Mr. Slippery. Mr. Slippery tells only you that the company’s brand new device has been checked by a lab and everything is fine. He tells you to deal with his good friend at the lab and launch the product.

You start dealing with Mr. Slippery’s friend. He tells you everything thing is great but some of his statements just don’t sound right. Further, this friend gives you tickets with great seats to a Bruno Mars concert.

You actually call another lab you have dealt with before. You find out, much to your surprise, that this lab has already evaluated this new product and had significant concerns that it might actually seriously harm the people it is supposed to help. You are worried about your firm being sued by injured people for a defective product and incurring significant liability.

Your company is experiencing loss of revenue and desperately needs more revenue. There is a push from senior management to increase revenue. All performance reviews, raises, promotions and bonuses will be tied to this. Your company does not have the best reputation in the industry.

You also observe Mr. Slippery abusing a fellow female employee. He is making lewd and suggestive comments. You have seen this employee crying and are very concerned about her.

Your company has a code of ethics, a policy against sexual harassment as well as conflicts of interest and all legal and ethical violations are to be reported to the Chief Compliance Officer. The Chief Compliance Officer reports directly to the CEO and is extremely close to Mr. Slippery and the CEO.

Using a framework for ethical decision-making, discuss what you should do.

### QUESTION 3

1. Kelly ordered some items from Nile Company, a large internet book and other product seller. Unknown to Kelly, Nile Company is testing delivery of its products by drone. Kelly is expecting her package to be delivered on a certain day and is waiting at home for the UPS person to deliver her package. That day, a drone approaches her house and hits an electrical wire serving her house with electricity. She had been told to fix the electric wire because it was not properly attached to the house. After the collision, the downed wire causes a fire to break out in Kelly’s house damaging the house and most of its contents and causing a loss to her of $350,000.

Please discuss Kelly’s legal claims and any likely defenses to her claims.

### QUESTION 4

1. Needs a’ Laugh (“NAL”) Company, a Connecticut company, sells numerous podcasts that make fun of famous people. These podcasts are prepared by others and just made available with little or no review by NAL. NAL has a lot of customers in California. One day, one of the targets, a famous actress located in California, buys the podcast and plays it with others around to view it. The actress believes that matters in the podcast are not true and her reputation has been damaged to the extent at least $1,000,000.

In what court and in which state can this actress file a lawsuit against NAL and what the legal basis of the target’s claims and defenses to her claims.

### QUESTION 5

1. Connecticut has passed a statute: (1) providing that internet sellers outside of Connecticut must collect Connecticut sales tax and remit it to Connecticut if they have more than 200 sales transactions of any amount in Connecticut per year even though such a seller has no place of business in Connecticut; and (2) allowing the Connecticut Department of Revenue (DOR) to adopt regulations in furtherance of this statute. The DOR promulgates a regulation providing that if DOR determines an out-of-state seller has conducted more than 200 such transactions within any year and not collected and remitted the sales tax to Connecticut, the DOR may send a tax deficiency notice to such a seller and there is no opportunity to challenge the tax determination by the DOR.

Is this statute and regulation constitutional? Please describe in detail why it is or is not constitutional.

### QUESTION 6

1. Donald is the supervisor of a large manufacturing company. Donald has heard that a competitor is working on a new product that will be tough competition for his company. Donald tells his direct reports to find out what they can about this company’s new product. John, one of Donald’s direct reports, has a good friend who works at this competitor. John gives his friend some Bitcoins (a virtual currency) that John has worth $27,000 and which are hard to trace. John’s friend hands John a thumb drive and tells him to download it and then destroy it. John downloads the information on the thumb drive and all of the information on the new product of the competitor is there. John tells Donald that he came upon some information, didn’t exactly tell Donald how he found it and provides Donald with information about the competing product that is extremely valuable to Donald’s company. Donald passes the information on to the president of his company. Please discuss the criminal liability of John, Donald and the president of the company and the crimes involved.