

GESM120: Are Corporations People?

Fall 2017

Class Location: THH117

Class Time: 8:30am-9:50am

Instructor: Dr. Kenneth Silver

Email: kmsilver@usc.edu

Office: Mudd Hall of Philosophy, room B5C

Office hours: Wednesday, 1pm-3pm

Course Description

We often hear the slogan in the news and on placards, “Corporations are not people!” Corporations don’t breathe or bleed, so, in one sense this sounds obvious. But then, what’s all of the fuss about? The question is: Just what is it to be a person? And what does it take to merit the rights and privileges to which people are entitled? In this class, we will explore the foundation of our rights as people, as citizens, and as humans. This will help us to get a better grip on who we are and why we take ourselves to be morally significant. Ultimately, thinking deeply about what makes us persons will help us arrive at a more informed opinion concerning whether or not there is a relevant sense in which corporations *are* people as well.

Units

Unit 1: The Stakes of the Debate

Unit 2: What are Corporations?

Unit 3: What are People?

Unit 4: Are Corporations People, and Is That What We Really Care About?

Unit 5: Morally Relevant Capacities

Unit 6: Applications for Our Conclusions

Course objectives

- 1) Come to a deeper understanding of what makes something a person, and apply this understanding to critical questions in politics, economics, and the law.
- 2) Develop analytical skills through critical reading and clear writing.
- 3) Cultivate speaking and listening skills through in-class discussion.

Prerequisites

There are no prerequisites for this course.

Books needed for the course

None. We will primarily be reading articles that can be obtained from the university’s online catalogue.

Paper and Exam Dates

Weekly Short Argument Papers due Saturday at 5pm after every week except Week 1, 3, 14, 15

Long Paper Assignment due Saturday, December 2nd at 5pm

Exam on Wednesday, December 6th from 8am-10am

Schedule of readings and lectures

Make sure to do all of the readings listed for a day before that class.

Week 1

Mon. Aug. 21st

Reading: No reading

Lecture: Introduction to the topic and philosophical methodology

Wed. Aug. 23rd

Reading: *Citizens United v. Federal Election Comm'n*, 558 U.S. No.08-205 (2010) (Stevens, J.).

Sections: Introduction, 28-41, 74-90

Lecture: A closer look at the opinions in *Citizens United*

Week 2

Mon. Aug. 28th

Reading: *Citizens United v. Federal Election Comm'n*, 558 U.S. No.08-205 (2010) (Scalia, J.).

Lecture: Continued discussion of the reasoning in *Citizens United*

Wed. Aug. 30th

Reading: Coase, R. H. (1937) "The Nature of the Firm," *Economica*, 4(16): 386-405 (**skip sec.3-4**).

Lecture: An early view of the firm

Week 3

Mon. Sept. 4th

LABOR DAY – NO CLASS!

Wed. Sept. 6th

Reading: Jensen, M. & Meckling, W. (1976) "Theory of the Firm: Managerial Behavior, Agency Costs and Ownership Structure," *Journal of Financial Economics*, 3: 305-360. (**only pages 305-313**)

Lecture: A theory of the firm and agency costs

Week 4

Mon. Sept. 11th

Reading: Sollars, G. (2002) "The Corporation as Actual Agreement," *Business Ethics Quarterly*, 12: 351-369.

Lecture: Contract theories

Wed. Sept. 13th

Reading: Phillips, M. (1992) "Corporate Moral Personhood and Three Conceptions of the Corporation," *Business Ethics Quarterly*, 2(4): 435-459.

Lecture: More views of the corporation

Week 5

Mon. Sept. 18th

Reading: Dennett, D. (1976) "Conditions of Personhood" in *The Identities of Persons*, ed. Rorty, R. Berkeley: University of California Press. pg. 175-196.

Lecture: Persons, consciousness, and self-consciousness

Wed. Sept. 20th

Reading: Frankfurt, H. (1971) "Free Will and the Concept of a Person," *The Journal of Philosophy*, 68(1): 5-20.

Lecture: Persons, desires, and freedom

Week 6

Mon. Sept. 25th

Reading: Kittay, E. (2005) "At the Margins of Moral Personhood," *Ethics*, 116(1): 100-131.

Lecture: Factors beyond mental capacities necessary for personhood

Wed. Sept. 27th

Reading: French, P. (1979) "The Corporation as a Moral Person," *American Philosophical Quarterly*, 16: 207-15.

Lecture: Are corporations people? A direct discussion

Week 7

Mon. Oct. 2nd

Reading: Velasquez, M. (1983) "Why Corporations Are Not Morally Responsible for Anything They Do," *Business & Professional Ethics Journal*, 2: 1-18.

Lecture: Against corporate responsibility

Wed. Oct. 4th

Reading: Manning, R. (1984) "Corporate Responsibility and Corporate Personhood," *Journal of Business Ethics*, 3(1):77-84.

Lecture: The difference between a person and an agent

Week 8

Mon. Oct. 9th

Reading: Jaworska, A. & Tannenbaum, J. (2013) "The Grounds of Moral Status," *The Stanford Encyclopedia of Philosophy*, Edward N. Zalta (ed.), URL = <<https://plato.stanford.edu/archives/sum2013/entries/grounds-moral-status/>>.

Lecture: When is something worthy of moral consideration?

Wed. Oct. 11th

Reading: Kant, I. (1785) *Groundwork for the Metaphysics of Morals*. (portions)

Lecture: The importance of rational capacities for moral status

Week 9

Mon. Oct. 16th

Reading: Werhane, P. (1980) "Formal Organizations, Economic Freedom and Moral Agency," *The Journal of Value Inquiry*, 14(1): 43-50.

Lecture: Against corporate moral agency and their having moral goals

Wed. Oct. 18th

Reading: Keeley, M. (1981) "Organizations as Non-Persons," *The Journal of Value Inquiry*, 15(2): 149-155.

Lecture: Is it squad goals, or goals for squads?

Week 10

Mon. Oct. 23rd

Reading: Pettit, P. (2001) "Deliberative Democracy and the Discursive Dilemma," *Noûs*, 35(1): 268-99.

Lecture: The discursive dilemma and corporate decisions

Wed. Oct. 25th

Reading: Weintraub, R. (2011) “A Solution to the Discursive Dilemma,” *Philosophical Studies*, 152(2): 181-188.

Lecture: Possible responses to the discursive dilemma

Week 11

Mon. Oct. 30th

Reading: List, C., Pettit, P. (2011) *Group Agency: The Possibility, Design, and Status of Corporate Agents*. Oxford University Press. (chapters 1 & 3)

Lecture: Group agency

Wed. Nov. 1st

Reading: Jaworska, A. (2007) “Caring and Full Moral Standing,” *Ethics*, 117: 460–497.

Lecture: The importance of caring and emotions

Week 12

Mon. Nov. 6th

Reading: De George, R. (1986) “Corporations and Morality” in *Shame, Responsibility, and the Corporation*, (ed.) Curtler, H. Haven Publications. pg. 59-75. And
Tollefsen, D. (2008) “Affectivity, Moral Agency, and Corporate-Human Relations,” *APA Newsletter on Philosophy and Law*, 7(2):9-13.

Lecture: Corporate emotions

Wed. Nov. 8th

Reading: Hess, K. & Björnsson, G. (2016) “Corporate Crocodile Tears? On the Reactive Attitudes of Corporate Agents,” *Philosophy and Phenomenological Research*, DOI: 10.1111/phpr.12260.

Lecture: Do corporations have reactive attitudes?

Week 13

Mon. Nov. 13th

Reading: Singer, P. (1993) *Practical Ethics*. Cambridge: Cambridge University Press, 2nd edition. (portions)

Lecture: Sentience

Wed. Nov. 15th

Reading: Hess, K. (2013) “‘If You Tickle Us...’: How Corporations Can Be Moral Agents Without Being Persons,” *Journal of Value Inquiry*, 47, pg. 319-335.

Lecture: Are corporations vulnerable enough to matter?

Week 14

Mon. Nov. 20th

Reading: Sepinwall, A. (2012) "Citizens United and the Ineluctable Question of Corporate Citizenship," *Connecticut Law Review*, 44(3): 575-615.

Lecture: Forget personhood. What about citizenship?

Wed. Nov. 22nd

THANKSGIVING BREAK – NO CLASS!

Week 15

Mon. Nov. 27th

Reading: Silver, D. (2015) "Business Ethics After Citizens United: A Contractualist Analysis," *Journal of Business Ethics*, 127(2): 385-397.

Hasnas, J. (forthcoming) "Should Corporations Have the Right to Vote? A Paradox in the Theory of Corporate Moral Agency," *Journal of Business Ethics*, DOI: 10.1007/s10551-016-3172-0.

Lecture: Should corporations have a say in policy?

Wed. Nov. 29th

Reading: Wettstein, F. & Baur, D. (2016) "Why Should We Care About Marriage Equality?: Political Advocacy as a Part of Corporate Responsibility," *Journal of Business Ethics*, 138(2): 199-213.

Lecture: More on implications for corporate personhood

LONG PAPER ASSIGNMENT DUE: Saturday, December 2nd 5pm

Final Exam: Wednesday, December 6th 8am-10am

Course requirements

1. Regular attendance and participation at lectures. This counts for 10% of the course grade.
2. Unannounced in-class 10 minute quizzes on the reading assigned for that class session. This counts for 10% of the course grade.
3. Eight Short Argument Papers. There are eleven possible weeks in which to do papers, and you must do eight of them. If you do a ninth paper, then I will only grade your best eight. This counts for

40% of the course grade.

4. One Long Paper Assignment. This counts for 20% of the course grade.

5. An in-class essay final examination. This counts for 20% of the course grade.

Grading Scale

Course final grades will be determined using the following scale

A	93-100
A-	90-92
B+	87-89
B	83-86
B-	80-82
C+	77-79
C	73-76
C-	70-72
D+	67-69
D	63-66
D-	60-62
F	59 and below

Course policies

Students with disabilities

Any student who has registered with the office of Disability Services and Programs (DSP) and who has been certified by DSP as needing specific accommodations will gladly be afforded those accommodations. Please meet with the instructor as early as possible in the semester to discuss the best ways of providing these accommodations. I am very glad to work with you to tailor the course requirements to your specific needs subject to considerations of general fairness for all students in the class.

Academic conduct

Plagiarism – presenting someone else’s ideas as your own, either verbatim or recast in your own words – is a serious academic offense with serious consequences. Please familiarize yourself with the discussion of plagiarism in *SCampus* in Part B, Section 11, “Behavior Violating University Standards” <https://policy.usc.edu/student/scampus/part-b>. Other forms of academic dishonesty are equally unacceptable. See additional information in *SCampus* and university policies on scientific misconduct, <http://policy.usc.edu/scientific-misconduct>.

Discrimination, sexual assault, intimate partner violence, stalking, and harassment are prohibited by the university. You are encouraged to report all incidents to the *Office of Equity and Diversity/Title IX Office* <http://equity.usc.edu> and/or to the *Department of Public Safety* <http://dps.usc.edu>. This is important for the health and safety of the whole USC community.

Faculty and staff must report any information regarding an incident to the Title IX Coordinator who will provide outreach and information to the affected party. The sexual assault resource center webpage <http://sarc.usc.edu> fully describes reporting options. Relationship and Sexual Violence Services <https://engemannshc.usc.edu/rsvp> provides 24/7 confidential support.

Support systems

A number of USC's schools provide support for students who need help with scholarly writing. Check with your advisor or program staff to find out more. Students whose primary language is not English should check with the *American Language Institute* <http://ali.usc.edu>, which sponsors courses and workshops specifically for international graduate students. *The Office of Disability Services and Programs* <http://dsp.usc.edu> provides certification for students with disabilities and helps arrange the relevant accommodations. If an officially declared emergency makes travel to campus infeasible, *USC Emergency Information* <http://emergency.usc.edu> will provide safety and other updates, including ways in which instruction will be continued by means of Blackboard, teleconferencing, and other technology.

Paper submission, deadlines and format

Please submit your papers through Blackboard. Please format your papers as follows: 12-point font, double-spaced, at least one inch margins all around, your name on the top right-hand corner of the first page. Do not include your student ID number or any other possibly sensitive identifying information on your papers or any other correspondence with instructors.

Late papers, if accepted, will have their grade reduced by 1/2 of a grade for each day beyond the due date.

Classroom protocol

During quizzes or examinations: All books, notes, and screened devices (including laptop computers, tablets, smartphones, and smartwatches) must be stowed away. If you do not have the means to stow these materials out of sight (e.g. in a backpack or other bag, or under a sweater, etc.) you may bring them to the front of the classroom and retrieve them at the end of the writing exercise. Additionally, no earphones may be worn during the period of the writing exercise. Violations of these prohibitions constitute an academic integrity violation.

Communication

I will strive to respond promptly to your e-mail inquiries, comments, etc. Given the volume of e-mail I receive, it will help us if you will begin the subject line of your messages with 'Business Ethics'. Examples: 'Business Ethics request for a meeting' or 'Business Ethics question'.