The purpose of this course is to develop your basic ability to negotiate in a purposeful, principled, and effective way. You will learn several of the key skills you will need to negotiate well in real life through our work together in this mini-course.

Negotiation is a social skill, and like all social skills you have to practice it if you want to get better at it. To give you that chance, we'll do a number of simulated negotiations. We'll also use lectures, case studies, exercises, games, videos, and demonstrations to help you develop your understanding. The simulations we'll use along the way will cover a wide range of business situations, including

- a venture financing,
- a business acquisition, and
- a purchase and sale agreement

Since there is really no way to make up the experiences we create in class, and since your participation will help your classmates learn, I will expect you to attend each class.

Welcome to the course! I hope it will be one of the very best highlights of your time at Stern, and that it will help you handle conflict and business dealings with confidence and wisdom.
Specific Course Objectives

By the end of this course, I want you to be able to demonstrate that you can wisely

1. handle win/lose (or "distributive") negotiation;

2. bridge gaps- where at first it seems like only impasse is possible- using win/win (or "integrative") negotiation concepts;

3. communicate more effectively and persuasively, even in the face of hard resistance;

4. understand and manage coalition dynamics and begin to understand other organizational dynamics;

5. prepare a detailed and effective plan for a difficult business negotiation; and

6. tell if you've reached a good outcome in a negotiation, using specific measures of success.

Day -To-Day Course Logistics

When and How to Reach Me:
Phone: You are welcome to call me any time from 10:00 a.m. to 11:00 p.m. any day but Sunday. My phone number is (212) 799-8720. Please do not call to tell me you will miss a class. e-mail: My address is sf14@nyu.edu.

Handouts and Sign-In Sheet- You'll find handouts for the day's class in a stack near the door as you walk in. Please take one of each handout. Please also sign in using the sheet next to the handouts.

Grading

30% Class participation
40% At-home final exam
30% Comment memos

A Word About Grading Policy Generally
About 35% of students get grades in the A range, and about 65% have gotten grades in the B range. In the past it usually just worked out that way using my basic approach to grading. Recently Stern instituted this distribution as a basic guideline. The distribution guideline helps us insure fairness among different CCN courses.

When it comes time to give letter grades, here's the basic grading system I'll use: A= 91.00 or better; A-= 90.00 or better; B+= 87.00 or better; B= 83.00 or better; B-= 80.00. I may adjust this system as needed to fit the grade distribution guideline.

Class Participation. A key part of class participation is being here. I expect you to fully prepare for each class so that you are ready to discuss assigned readings and simulations, to participate actively in our in-class exercises, and contribute thoughtful comments. You should expect me to call on you periodically. When I do, you should be ready to comment on the observations of other students and the material under discussion. I will also encourage you to talk about things that anger you, amuse you, surprise you, or strike you as just plain wrong. Since you'll be writing comments about several
simulations that we'll do or debrief in class, it's especially important not to miss those classes. I will also look for signs you were listening to your classmates when you write about simulations we discuss in class.

**Asking Questions.** One very good way to participate in class is to ask questions. I particularly encourage you to ask 'dumb' questions. (As you'll see, one of the central points of the course is that 'dumb' questions have remarkable value in negotiations.) Usually they are the best contributions of all.

**Self-Assessment.** To help determine your grade for class participation, I will rely in part on your own assessment, using a simple form, which I will ask you to complete and submit in our last class. The form will ask you about the quality and quantity of your participation: to what degree your contribution was active, thoughtful, and helpful, and how much you were contributing this way.

**Attendance Sheet.** Please be sure each class to sign the attendance sheet- a standard feature of negotiation courses around the world. Usually, the sheet will be waiting for you by the door as you enter. If the attendance sheet asks, be sure to note if you are ready to discuss a given assignment by writing "YES" or "NO" next to your signature. Sometimes a student will understandably tell me he feels that an attendance sheet is unreasonable, but I think you'll agree that it's really a help to you. Since there's no substitute for being here and since I want to be sure I give credit where credit is due, a sheet helps assure us that I'm giving you the credit you deserve.

**Class Participation Grading Guidelines.** To determine your grade for class participation, I usually begin by assigning each student the same base grade-- usually an 85. Then I add points if I feel the student's comments and questions during class discussion, and her involvement in the simulations, were particularly good, and I deduct points if the student was not very engaged or tended to talk a lot without adding a lot. Class participation grades usually range from about an 81 to a 93.

Part of your grade on the memos will depend on your ability to draw lessons from classmates' comments and experiences, which means it pays to listen carefully to classmates. Among other things, I'll be looking for your ability to quote a student's comments (ideally by name), citing a student's shared experience, or describing a debate or a consensus you spotted on a specific topic.

**What If You Do Miss Class(es)?** Each class meeting is worth roughly 5% of your grade for the course. The only exceptions are for religious or civic obligation, serious family emergency, or serious illness. Just give me a brief note explaining the matter as soon as you reasonably can if this is the case. Please do not ask for an exception for other reasons, such as an interview, a work eruption, a computer malfunction, an unexpected business trip, or a conflicting event. While these things are certainly important, I expect you to make this course a priority as you would a major business undertaking. There's no need to notify me or apologize to me if you miss a class.

Why do I make such a big deal about an absence? It's for the sake of school policy and learning. The school has asked me to make it clear that in most cases missing a class in a mini-semester course is not OK. Also, since we only have six sessions, each one is precious.

**If You Expect to Miss a Class.** Please talk to me about it as soon as possible after class. While I'd love you to stay, we may conclude you shouldn't take the course this semester.
The Two Simulation Memos. I'll tell you how to prepare each of the comment memos. In each you'll discuss specific, transferable lessons you've learned from a given simulation and how the experience, the debriefing, the readings, and the lecture helped you learn them. I may also ask you to comment thoughtfully and constructively in a paragraph about the work of the classmate you negotiated with. I will never grade you on what someone else says about you; rather, only the writer's grade will be affected. Unless I say otherwise in this syllabus, please have each memo submitted in class in hard copy form.

A Word About Writing. Since good writing counts in business, I will base part of your grade for written work on your writing. Use simple words and sentences whenever you can. Please be succinct.

The At-Home Final Exam. The exam will present you with a negotiation case and ask you to write about it using course concepts. For example, the exam may ask you to comment on how you would handle the case, or ask you to comment on the wisdom of a specific deal. The exam will also ask a couple of other questions that require shorter answers. You'll need to return it via email within 96 hours to me and a copy via email to my Teaching Assistant. I've designed the exam so you will be able to do it within 1 hour and 30 minutes.

Deadlines. If you miss a deadline for a written assignment, I will deduct 3 points for that assignment for the first day it's late, and one point for each additional day except Sunday. The only exception is for religious or civic obligation, serious family emergency, or serious illness. Just give me a note as soon as you reasonably can if this is the case. Please do not ask for an exception for other reasons.

The Honor Code. As in every other class as Stern, you must adhere to the MBA Honor Code. The school reminds me to remind you that as a student, you are obligated to report to me, the instructor, any violation of the code that you suspect you observe.

Biography

My name is Seth Freeman, J.D. I practiced corporate and securities law in large New York firms for six years following my graduation from the University of Pennsylvania Law School in 1984. Since 1991 I have taught law and business at several schools. I have taught as an adjunct professor at Stern for several years.

I am also a Contract Associate Professor at Columbia Business School, a visiting professor at Bordeaux École de Management in France, and a visiting professor at Zhongshan University's Executive MBA program and Beijing University's EMBA program in China.

My main subject is negotiation and conflict management. I have also taught courses on the economics of complex decisions, securities regulation, corporate law, and general business law. I also serve as a trainer and consultant on negotiations for organizations such as UBS, Stew Leonard's, and Spire Capital. I've also been an active student of mediation and other forms of alternative dispute resolution, and have served as a mediator for the Queens Mediation Center.

I'm married to my wife Cary, who is an actress. We live on the Upper West Side.

My work in private practice included transactions involving initial public offerings, corporate restructurings, and aircraft financing. I graduated from Cornell University in 1981 with a degree in economics.
Here are the readings for the course:

**Required**  *Copyrighted materials*, which I'll give out in class.

*Class Handout Fee.* This fee covers all of the simulation exercises we will use in class. The class handout fee must be paid to the NYU Professional Bookstore by the start of the first class session. I describe below how you can pay the fee online. If you don't pay the handout fee by the date of our first class then you won't be able to participate in the class exercises.


*Getting To YES* ("YES") by Ury

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**How To Pay for Copyrighted Materials for Collaboration, Conflict & Negotiation**

It will be possible to pay on-line for the copyrighted materials we'll use this mini-semester. To do that,

- Go to [http://www.bookstores.nyu.edu/](http://www.bookstores.nyu.edu/), click on order textbooks, and then type in our course number (B65.2159.01). Follow the directions there.

- You can also purchase one or both of the recommended texts there if you'd like to.

*Note: if the bookstore does not yet list the course materials, do not worry- I will keep you updated.*

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You should complete the reading assignments before the class indicated unless otherwise noted. Readings will comprise a significant portion of the subject matter for your writing assignments and the exams. Sometimes I will also distribute other materials.

1. (Monday, September 10)  

   **Integrative Bargaining**-- Introduction to the Course and My Vision for You; Introduction to Negotiation; Two types of Negotiation; Interests and Interest-Based Bargaining; Texoil Simulation; Finding Creative Trades with Interests and Options; Relational Currencies (time permitting).

   No assignment.

   *Find attached to Outline for Class 1:*  
   Assignment memo describing 1st comment memo due in Class 2.

   *Pick up:*  
   *Negotiating Highlights Magazine.*
2. (Monday, September 17)

**Overcoming Negotiating Dilemmas; Skilled Listening; Influence and Overcoming Resistance.** Win As Much As You Can Game; Overcoming Negotiation Dilemmas; Listening and Question Asking; Basic Persuasion Techniques - Common Interests, Yessable Proposals, If We Agree/Disagree, Objective Criteria, Going to the Balcony.

*Reading:* Negotiating Highlights Magazine, which you received in class 1.

*Recommended Readings:* Essentials Chapter 4 Integrative Bargaining; YES chapters 1, 2, 3, and 4.

*Due in class:* The 1st comment on the first simulation we did in class 1 is due in class 2, following the format I describe in the Assignment memo I distributed in class 1. Be sure to include your email address and phone number. The assigned reading for class 2 may be of use to you in thinking about your comment memo. Please write in the upper right hand corner of your memo in pen whether you choose “Faster Feedback” or “Detailed Feedback.” If you choose Faster Feedback, I’ll give you your grade and a line of brief comments within a week. If you choose Detailed Feedback, I’ll give you your grade plus more detailed margin notes and comments within two weeks. *Also due in class:* Please bring a copy of your memo for the classmate you wrote about and give it to her after class.

*Also Due in class:* Student Survey (last page of this syllabus)

*Pick up:* Bountiful Table Materials.

*Do In Class:* Form teams of four (yourself included) for the Bountiful Table Simulation, which we'll do in class next time. During the coming week, you will need to discuss the Bountiful Table materials with your teammates and prepare to respond to an offer in class 3. See description of class 3 below for more details.

3. (Monday, September 24)

**Measures of Success; Power & Influence in One-On-One Interactions.** Bountiful Table Simulation; Alternatives to Negotiations; Time Bombs and the Measures of Success.

*Readings:* Bountiful Table materials

*Do By Class 3:* During the week before class, discuss the Bountiful Table materials with your teammates and be prepared to receive an offer from Carter Corporation when you arrive in class. (In class your team will receive and discuss the offer and develop and present a counter offer. The Carter Corporation executive will review your counter offer and give you a final offer in class which you must accept or reject without further comment.)

*Find attached to your outline:* Assignment memo describing the 2nd comment memo is due in Class 5. (I want you to have my feedback on the first memo before you submit the next one.)
4. (Monday, October 1) **Distributive Bargaining.** Knight/Excalibur Simulation; Louis Numbers and Walkaways; Objective Criteria; The Five Measures of Success; Ultimatum Game (time permitting).

*Recommended Readings:* Essentials Chapter 4 Strategy and Tactics of Distributive Bargaining; YES Chapters 6 and 5 Essentials - Chapter 5 - Communication, Perception, and Cognitive Bias.

*Find attached to Outline:* Pacific Oil case and "I FORESAW IT: A Way to Improve Your Preparations for Negotiations."

5. (Monday, October 8) **Effective Preparation.** Pacific Oil Case; Planning for Difficult Negotiations with I FORESAW IT; Coping with Multi-Issue Negotiations with Non-Linear Bargaining and Single Negotiating Texts.*

*Reading:* Items you picked up in class 4-- Pacific Oil case and "I FORESAW IT: A Way to Improve Your Preparations for Negotiations." Be prepared to discuss the Pacific Oil case. Be ready to discuss what happened when, and what Fountaine did well and poorly.

*Due in class:* The 2nd comment memo on the Bountiful Table simulation (which your team will submit collectively) is due in class, following the format I describe in the Assignment memo I distributed in class 3. This is a team memo.

*Pick up:* Coalition Game rules and other readings. *Also pick up:* Class participation self-assessment form and informal anonymous feedback form.

6. (Monday, October 15) **Coalitions and Introduction to Organizational Dynamics and Multiparty talks.** Coalition Game; Introduction to Coalition dynamics; Closing Thoughts and an after word.

*Reading:* Coalition Game rules.

*Also due in class:* Class participation self-assessment form and informal anonymous feedback form.

*At-home final exam* - I will hand it out to you in class on the date of the exam. It’s due by 1 p.m. Friday, October 19. Please send it to the email address(es) I note in the exam.
### Summary of Deadlines of Deliverables
(not reading assignments or out-of-class simulation work)

<table>
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<tr>
<th>Class</th>
<th>Assignment Details</th>
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<tbody>
<tr>
<td>Class 2</td>
<td>Anonymous Student Survey AND Comment memo on the Teroxil simulation</td>
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<tr>
<td>Class 5</td>
<td>Comment memo by your team on Bountiful Table simulation</td>
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<tr>
<td>Class 6</td>
<td>Class Participation Self-Assessment Form + Informal Feedback</td>
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<tr>
<td></td>
<td>In Class 6</td>
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<tr>
<td></td>
<td>Receive at-home final exam</td>
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<tr>
<td>October 19 1:00 p.m.</td>
<td>Final exam due via email to the address(es) noted there</td>
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</tbody>
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- 🌟 = non-gradable assignment
- 🌟🌟 = required, gradable assignment
- 🌟🌟🌟 = optional item

### Summary Class Schedule

<table>
<thead>
<tr>
<th>Class</th>
<th>Date</th>
<th>Topic</th>
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<tbody>
<tr>
<td>Class 1</td>
<td>Sept 10</td>
<td>Integrative Bargaining</td>
</tr>
<tr>
<td>Class 2</td>
<td>Sept 17</td>
<td>Negotiating Dilemmas, Persuasion and Listening</td>
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<td>Class 3</td>
<td>Sept 24</td>
<td>Measures of Success</td>
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<tr>
<td>Class 4</td>
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<td>Class 5</td>
<td>Oct 8</td>
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</tr>
<tr>
<td>Class 6</td>
<td>Oct 15</td>
<td>Coalitions, Conclusions, and Challenges</td>
</tr>
</tbody>
</table>
Please take a few minutes before our 2nd class to jot down answers to the following questions. I'm asking these questions to help me learn better how to make the course valuable for you. You may write on the back or attach a sheet if you need more space.

1. What are two specific things a professor can do that can really help you learn well?

2. Tell me one thing one of your professors did that helped your professor develop a good rapport with your class.

3. Please tell me anything else you would like me to know that may help me understand your needs and hopes for the coming course.