Public Abstract First Name:Jason Middle Name:Lance Last Name:Berntsen

Adviser's First Name:Robert Adviser's Last Name:Johnson

Co-Adviser's First Name: Co-Adviser's Last Name: Graduation Term:SS 2007 Department:Philosophy

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This dissertation is about the prospects for non-cognitivism. Chapter One provides some background and introduces the remaining chapters. Chapter Two focuses on the distinction between non-cognitivism about moral thought and non-cognitivism about moral discourse. This distinction is often overlooked. I show, however, that it has at least two important philosophical implications. I also show that Richard Joyce's recent attempt to show that the "real" philosophical debate is over the truth of non-cognitivism about moral discourse fails. Motivation internalism figures in both a standard objection to non-cognitivism and a standard argument for non-cognitivism. In Chapter 3 I show that two popular versions of motivation internalism cannot explain why moral matters are practical matters. Chapters Four and Five both deal with what is widely considered to be one of the most pressing objections to non-cognitivism, the so-called Frege-Geach problem. In Chapter Four I argue that there is, in fact, no such thing as *the* Frege-Geach problem and distinguish four arguments that have been discussed under that heading. I show that while none of these arguments are conclusive as they stand, they each provide the non-cognitivist with a distinct challenge. I briefly sketch ways in which non-cognitivists can attempt to answer each challenge. In Chapter Five I present a recently proposed solution to "the problem of reasoning," a Frege-Geach style argument against non-cognitivism, and argue that that solution does not work.