



LAWS2300

Business Organisations

Session 1, In person-scheduled-weekday, North Ryde 2024

Macquarie Law School

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General Information

Unit convenor and teaching staff

Tony Antoniou

tony.antoniou@mq.edu.au

Tutor

Max Barnett

max.barnett@mq.edu.au

Tutor

Benjamin Roe

benjamin.roe@mq.edu.au

Credit points

10

Prerequisites

60cp including LAWS104 or LAWS1200

Corequisites

Co-badged status

Unit description

This unit will introduce students to the field of corporate law and corporations. The corporation is examined in its legal, historical and cultural context with consideration of the various actors involved. Particular attention is given to the social and legal role of directors and shareholders. The topics covered in this unit include: Incorporation and the corporate personality and constitution; corporate decision-making and financing; directors' duties; shareholder rights and remedies; and winding up of companies This is a required unit for any student in the LLB and a requirement for admission as a legal practitioner.

Important Academic Dates

Information about important academic dates including deadlines for withdrawing from units are available at <https://www.mq.edu.au/study/calendar-of-dates>

Learning Outcomes

On successful completion of this unit, you will be able to:

ULO1: Analyse and articulate (orally and in writing) the substantive corporate law rules in legislation and case law.

ULO2: Evaluate the effectiveness of corporate legislation and its impact on corporate stakeholders.

ULO3: Describe the influence of history and social context on the development of corporations law including directors' duties and shareholders rights

ULO4: Apply relevant corporate and commercial law principles to resolve legal problems.

General Assessment Information

General Assessment Information

All assessments are submitted electronically. Turnitin plagiarism detection software is used to check all written assessments.

Students should carefully check that they submit the correct file for an assessment, as re-submissions will not be accepted after the due date and time, including instances where students upload an incorrect file in error.

Word limits are strictly applied. Work above the word limit will not be marked. Footnotes are to be used only for referencing. Referencing must conform to the requirements set out in the Australian Guide to Legal Citation 4th edition.

Marking of all assessments is moderated through a process of blind marking and the use of detailed marking rubrics.

Late penalty policy

Unless a Special Consideration request has been submitted and approved, a 5% penalty (of the total possible mark) will be applied each day a written assessment is not submitted, up until the 7th day (including weekends). After the 7th day, a mark of '0' (zero) will be awarded even if the assessment is submitted. Submission time for all written assessments is set at 11.55pm. A 1-hour grace period is provided to students who experience a technical issue.

This late penalty will apply to non-timed sensitive assessments (incl essays, reports, posters, portfolios, journals, recordings etc). Late submission of time-sensitive tasks (such as tests/exams, performance assessments/presentations, scheduled practical assessments/labs etc) will only be addressed by the unit convenor in a Special consideration application. Special Consideration outcome may result in a new question or topic.

Special Consideration

Students should submit applications for Special Consideration electronically via ask.mq.edu.au, along with the supporting documentation. Before submitting their applications, students should refer to the Special Consideration Policy (link provided under 'Policies and Procedures' below).

Assessment Tasks

Name	Weighting	Hurdle	Due
<u>Class Participation</u>	10%	No	weekly and ongoing
<u>Oral Response to Problem Question</u>	20%	No	Week 5 (24/03/24)
<u>Reflective Activity</u>	30%	No	Week 8 (14/04/24)
<u>Take home time-limited assessment</u>	40%	No	3/6/24 (10am-1pm)

Class Participation

Assessment Type ¹: Participatory task

Indicative Time on Task ²: 0 hours

Due: **weekly and ongoing**

Weighting: **10%**

Participation in tutorial discussions, debates and/or presentations.

On successful completion you will be able to:

- Analyse and articulate (orally and in writing) the substantive corporate law rules in legislation and case law.
- Evaluate the effectiveness of corporate legislation and its impact on corporate stakeholders.
- Describe the influence of history and social context on the development of corporations law including directors' duties and shareholders rights
- Apply relevant corporate and commercial law principles to resolve legal problems.

Oral Response to Problem Question

Assessment Type ¹: Viva/oral examination

Indicative Time on Task ²: 6 hours

Due: **Week 5 (24/03/24)**

Weighting: **20%**

Students will record and submit an oral response to a hypothetical problem question

On successful completion you will be able to:

- Analyse and articulate (orally and in writing) the substantive corporate law rules in legislation and case law.
- Evaluate the effectiveness of corporate legislation and its impact on corporate stakeholders.
- Describe the influence of history and social context on the development of corporations law including directors' duties and shareholders rights
- Apply relevant corporate and commercial law principles to resolve legal problems.

Reflective Activity

Assessment Type ¹: Reflective Writing

Indicative Time on Task ²: 4 hours

Due: **Week 8 (14/04/24)**

Weighting: **30%**

Reflecting on real world events through the lens of the unit themes

On successful completion you will be able to:

- Analyse and articulate (orally and in writing) the substantive corporate law rules in legislation and case law.
- Evaluate the effectiveness of corporate legislation and its impact on corporate stakeholders.
- Describe the influence of history and social context on the development of corporations law including directors' duties and shareholders rights

Take home time-limited assessment

Assessment Type ¹: Quiz/Test

Indicative Time on Task ²: 20 hours

Due: **3/6/24 (10am-1pm)**

Weighting: **40%**

A time limited assessment that may include problem and essay style responses examining materials from the whole course

On successful completion you will be able to:

- Analyse and articulate (orally and in writing) the substantive corporate law rules in legislation and case law.
- Apply relevant corporate and commercial law principles to resolve legal problems.

¹ If you need help with your assignment, please contact:

- the academic teaching staff in your unit for guidance in understanding or completing this type of assessment
- the [Writing Centre](#) for academic skills support.

² Indicative time-on-task is an estimate of the time required for completion of the assessment task and is subject to individual variation

Delivery and Resources

Lectures

Lectures include the following:

- One hour of online pre-recorded content posted on iLearn (via Echo) and
- One F2F lecture of 1 hour in length that will also be recorded and posted on iLearn (via Echo)

Lecture slides will be uploaded within the relevant topic each week.

Tutorials

- Tutorial registrations must be completed via the online system and the convenor, unfortunately, cannot in any circumstances add additional students or change tutorial enrolments.
- Required tutorial readings - Uploaded within the relevant topic each week
- Tutorial questions - Uploaded within the relevant topic each week.
- Zoom Tutorial links are available under the “Online Tutorial Zoom links” Tab

Lectures and tutorials will begin in week 1.

Prescribed Textbook

This course requires the following text book:

Stephen Bottomley, Kath Hall, Peta Spender and Beth Nosworthy, Contemporary Australian Corporate Law (2nd Edition), 2020

- All students MUST have the most recent 2nd Edition of the textbook. The 2nd edition is also available in eBook format.

- Some weeks include additional required readings, as well as optional readings. All additional required readings will either have direct links or be available through the Leganto tab.

Unit Schedule

Week 1 - Context, History & Regulation, Corporate Law Theories & Debates and Business Organisations (Textbook Chapters 1 & 2)

Week 2 - The Company as a Separate Legal Entity and Formation and Types of Companies (Chapters 3 & 4)

Week 3 - The Internal Rules of a Company (Chapter 5)

Week 4 - Corporate Contracting (Chapter 6)

Week 5 - Decision-Making, Meetings & Reporting (Chapter 7)

Week 6 - Corporate Finance (Chapter 8)

Week 7 - Corporate Fundraising (Chapter 9)

Week 8 - Directors' Duties Part 1 (Overview of Directors' Duties and the Duty of Care, Skill and Diligence) (Chapters 10 & 11)

Week 9 - Directors' Duties Part 2 (Duties of Good Faith and Conflicts of Interests) (Chapters 12 & 13)

Week 10 - Members Rights & Remedies (Chapter 14)

Week 11 - Receivership, Schemes of Arrangement, Voluntary Administration and Winding Up (Chapters 15 & 16)

Week 12 - Takeovers (Chapter 18)

Policies and Procedures

Macquarie University policies and procedures are accessible from [Policy Central \(https://policies.mq.edu.au\)](https://policies.mq.edu.au). Students should be aware of the following policies in particular with regard to Learning and Teaching:

- [Academic Appeals Policy](#)
- [Academic Integrity Policy](#)
- [Academic Progression Policy](#)
- [Assessment Policy](#)
- [Fitness to Practice Procedure](#)
- [Assessment Procedure](#)
- [Complaints Resolution Procedure for Students and Members of the Public](#)
- [Special Consideration Policy](#)

Students seeking more policy resources can visit [Student Policies \(https://students.mq.edu.au/support/study/policies\)](https://students.mq.edu.au/support/study/policies). It is your one-stop-shop for the key policies you need to know about throughout your undergraduate student journey.

To find other policies relating to Teaching and Learning, visit [Policy Central \(https://policies.mq.edu.au\)](https://policies.mq.edu.au) and use the [search tool](#).

Student Code of Conduct

Macquarie University students have a responsibility to be familiar with the Student Code of Conduct: <https://students.mq.edu.au/admin/other-resources/student-conduct>

Results

Results published on platform other than [eStudent](#), (eg. iLearn, Coursera etc.) or released directly by your Unit Convenor, are not confirmed as they are subject to final approval by the University. Once approved, final results will be sent to your student email address and will be made available in [eStudent](#). For more information visit ask.mq.edu.au or if you are a Global MBA student contact globalmba.support@mq.edu.au

Academic Integrity

At Macquarie, we believe [academic integrity](#) – honesty, respect, trust, responsibility, fairness and courage – is at the core of learning, teaching and research. We recognise that meeting the expectations required to complete your assessments can be challenging. So, we offer you a range of resources and services to help you reach your potential, including free [online writing and maths support](#), [academic skills development](#) and [wellbeing consultations](#).

Student Support

Macquarie University provides a range of support services for students. For details, visit <http://students.mq.edu.au/support/>

The Writing Centre

[The Writing Centre](#) provides resources to develop your English language proficiency, academic writing, and communication skills.

- [Workshops](#)
- [Chat with a WriteWISE peer writing leader](#)
- [Access StudyWISE](#)
- [Upload an assignment to Studiosity](#)
- [Complete the Academic Integrity Module](#)

The Library provides online and face to face support to help you find and use relevant information resources.

- [Subject and Research Guides](#)
- [Ask a Librarian](#)

Student Services and Support

Macquarie University offers a range of [Student Support Services](#) including:

- [IT Support](#)
- [Accessibility and disability support](#) with study
- Mental health [support](#)
- [Safety support](#) to respond to bullying, harassment, sexual harassment and sexual assault
- [Social support including information about finances, tenancy and legal issues](#)
- [Student Advocacy](#) provides independent advice on MQ policies, procedures, and processes

Student Enquiries

Got a question? Ask us via [AskMQ](#), or contact [Service Connect](#).

IT Help

For help with University computer systems and technology, visit http://www.mq.edu.au/about_us/offices_and_units/information_technology/help/.

When using the University's IT, you must adhere to the [Acceptable Use of IT Resources Policy](#). The policy applies to all who connect to the MQ network including students.

Changes since First Published

Date	Description
25/01/2024	changed final exam date

Unit information based on version 2024.03 of the [Handbook](#)