



# LAWS536

## Modern Corporate Governance

S2 Day 2017

*Dept of Law*

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#### **Disclaimer**

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## General Information

Unit convenor and teaching staff

Lecturer

Rod Smith

[roderick.smith@mq.edu.au](mailto:roderick.smith@mq.edu.au)

W3A341

Wednesday 3.30pm

Credit points

3

Prerequisites

Corequisites

LAWS507 or LAWS510 or LAWS521 or LAWS523 or LAWS528 or LAWS529 or LAWS553 or LAWS557

Co-badged status

Unit description

In this unit, students will explore comparative approaches to corporate governance in Australia, Europe and Asia. Interdisciplinary materials are used to explore current debates on corporate governance, such as the effectiveness of different actors in governance, the role of litigation as a means of improving governance practices, and the manner in which sustainable practices can be encouraged. The specific challenges posed by global corporations are explored along with a critical evaluation of the current methods for regulating their actions. In this context the unit allows students to engage with both domestic and international regulatory frameworks of corporate laws and norms.

## 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:

Describe the context within which corporate governance operates

Review and critique existing regulatory strategies in the domestic and international spheres

Understand and critically appraise the current discourse on corporate governance

Discern problems and gaps in the manner in which the law seeks to govern

Examine alternative regulatory modes and assess their application

Analyse and solve problems collaboratively

## General Assessment Information

### Participation

Students will be required to participate in discussions during the intensive sessions. In the absence of an application for Disruption to Studies approved by the course convener, any student who does not attend the intensive sessions will result in a grade of 0 for participation.

When considering approval of an application for Disruption to Studies the course convener may require the student to satisfactorily complete a different exercise to be completed at a time determined by the course convener.

### Research Essay

In the absence of an application for Disruption to Studies approved by the course convener, any student who does not submit the research essay by the due date will receive a grade of 0. Submission time and date is strictly enforced.

When considering approval of an application for Disruption to Studies the course convener may require the student to satisfactorily complete a different exercise to be completed at a time determined by the course convener.

### Take Home Assessment

The take home assessment will be released on 28th October 2017. It is then due for submission at 11.59pm on 12 November 2017

In the absence of an application for Disruption to Studies approved by the course convener, any student who does not submit the take home assessment by the due date will receive a grade of 0. Submission time and date is strictly enforced.

When considering approval of an application for Disruption to Studies the course convener may require the student to satisfactorily complete a different exercise to be completed at a time determined by the course convener.

### Macquarie Law School Policy on Assessment:

In the absence of a successful application for special consideration due to a disruption to studies, any assessment task submitted after its published deadline will not be graded and will receive a mark of zero. Applications for a Disruption to Studies are made electronically via [as.k.mq.edu.au](https://k.mq.edu.au) and should be accompanied by supporting documentation. Students should refer to the [Disruption to Studies policy](#) for complete details of the policy and a description of the supporting documentation required.

Word limits will be strictly applied and work above the word limit will not be marked.

All assessments in the unit are to be submitted electronically. Plagiarism detection software is used in this unit.

## Assessment Tasks

Name	Weighting	Hurdle	Due
<u>Online quiz</u>	0%	No	25/8/17
<u>Participation</u>	15%	No	23/9/17
<u>Research Essay</u>	35%	No	9/10/17
<u>Take Home Assessment</u>	50%	No	at 11.59pm 12/11/17

### Online quiz

Due: **25/8/17**

Weighting: **0%**

This is an online quiz that does not count towards the final grade. It is made available for the purpose of giving early feedback on progress. Completion is strongly encouraged as it will assist students to engage with the course.

On successful completion you will be able to:

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres

### Participation

Due: **23/9/17**

Weighting: **15%**

Students will be required to participate in discussions in the intensive sessions.

Participation during the intensive sessions will be directed by the lecturer.

Intensive sessions are held as follows:

Friday and Saturday 22nd and 23rd of September in a room to be announced based on enrollments. This session runs from 9am to 4pm each day.

On successful completion you will be able to:

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international

spheres

- Understand and critically appraise the current discourse on corporate governance
- Discern problems and gaps in the manner in which the law seeks to govern
- Examine alternative regulatory modes and assess their application
- Analyse and solve problems collaboratively

## Research Essay

Due: **9/10/17**

Weighting: **35%**

All students are required to complete a research essay. The research essay is to be submitted to Turnitin via iLearn.

The research essay question will be made available on iLearn. A marking rubric and administrative requirements for this assessment will be made available on iLearn.

The essay must comply with the *Australian Guide to Legal Citation* (3rd ed). The Guide is available here <http://mulr.law.unimelb.edu.au/go/AGLC3>.

On successful completion you will be able to:

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres
- Understand and critically appraise the current discourse on corporate governance
- Discern problems and gaps in the manner in which the law seeks to govern
- Examine alternative regulatory modes and assess their application

## Take Home Assessment

Due: **at 11.59pm 12/11/17**

Weighting: **50%**

All students are required to complete a take home assessment. The take home assessment will be released on 28 October 2017 and is due at 11.59pm on 12 November 2017 and is to be submitted to Turnitin via iLearn.

The take home assessment questions will be made available on iLearn. A marking rubric and administrative requirements for this assessment will be made available on iLearn. The take home assessment will include one legal hypothetical and one essay question.

The take home assessment must comply with the *Australian Guide to Legal Citation* (3rd ed). The Guide is available here: <http://mulr.law.unimelb.edu.au/go/AGLC3>.

On successful completion you will be able to:

- Describe the context within which corporate governance operates
- Understand and critically appraise the current discourse on corporate governance
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- Examine alternative regulatory modes and assess their application

## Delivery and Resources

### Attendance at intensive sessions

This unit is taught only in intensive mode. Intensive sessions will run from 9am until 4pm on both days.

Attendance at the intensive sessions is required for students if you wish to succeed in this course. Please do not enrol in this unit if you are unable to attend these sessions.

### Delivery

Lectures are recorded and will be released through iLearn.

### Resources

Students are required to have access to the following texts:

1. duPlessis JJ, Bagaric M, Hargovan A and Harris J, *Principles of Contemporary Governance*, Cambridge University Press 2014 (3<sup>rd</sup>ed).
2. Corporations Act 2001 (Cth) (you can access this online).

### Technology Use

1. Online units can be accessed at: <http://ilearn.mq.edu.au/>.
2. A computer with internet access is required. Students must possess basic computer skills including internet browsing and word processing.
3. Students are advised that a mobile device will not be sufficient to complete the coursework for this unit.
4. Please consult teaching staff for any further, more specific requirements.

## Policies and Procedures

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

Academic Honesty Policy [http://mq.edu.au/policy/docs/academic\\_honesty/policy.html](http://mq.edu.au/policy/docs/academic_honesty/policy.html)

Assessment Policy [http://mq.edu.au/policy/docs/assessment/policy\\_2016.html](http://mq.edu.au/policy/docs/assessment/policy_2016.html)

Grade Appeal Policy <http://mq.edu.au/policy/docs/gradeappeal/policy.html>

Complaint Management Procedure for Students and Members of the Public [http://www.mq.edu.au/policy/docs/complaint\\_management/procedure.html](http://www.mq.edu.au/policy/docs/complaint_management/procedure.html)

Disruption to Studies Policy (in effect until Dec 4th, 2017): [http://www.mq.edu.au/policy/docs/disruption\\_studies/policy.html](http://www.mq.edu.au/policy/docs/disruption_studies/policy.html)

Special Consideration Policy (in effect from Dec 4th, 2017): <https://staff.mq.edu.au/work/strategy-planning-and-governance/university-policies-and-procedures/policies/special-consideration>

In addition, a number of other policies can be found in the [Learning and Teaching Category](#) of Policy Central.

## Student Code of Conduct

Macquarie University students have a responsibility to be familiar with the Student Code of Conduct: [https://students.mq.edu.au/support/student\\_conduct/](https://students.mq.edu.au/support/student_conduct/)

## Results

Results shown in *iLearn*, 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](http://ask.mq.edu.au).

Attendance at OCS is compulsory for external students.

## Student Support

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

## Learning Skills

Learning Skills ([mq.edu.au/learningskills](http://mq.edu.au/learningskills)) provides academic writing resources and study strategies to improve your marks and take control of your study.

- [Workshops](#)
- [StudyWise](#)
- [Academic Integrity Module for Students](#)
- [Ask a Learning Adviser](#)

## Student Services and Support

Students with a disability are encouraged to contact the [Disability Service](#) who can provide appropriate help with any issues that arise during their studies.

## Student Enquiries

For all student enquiries, visit Student Connect at [ask.mq.edu.au](http://ask.mq.edu.au)

## IT Help

For help with University computer systems and technology, visit [http://www.mq.edu.au/about\\_us/offices\\_and\\_units/information\\_technology/help/](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.

## **Graduate Capabilities**

### **Creative and Innovative**

Our graduates will also be capable of creative thinking and of creating knowledge. They will be imaginative and open to experience and capable of innovation at work and in the community. We want them to be engaged in applying their critical, creative thinking.

This graduate capability is supported by:

#### **Learning outcome**

- Examine alternative regulatory modes and assess their application

#### **Assessment tasks**

- Participation
- Research Essay
- Take Home Assessment

### **Capable of Professional and Personal Judgement and Initiative**

We want our graduates to have emotional intelligence and sound interpersonal skills and to demonstrate discernment and common sense in their professional and personal judgement. They will exercise initiative as needed. They will be capable of risk assessment, and be able to handle ambiguity and complexity, enabling them to be adaptable in diverse and changing environments.

This graduate capability is supported by:

#### **Learning outcomes**

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres
- Understand and critically appraise the current discourse on corporate governance
- Discern problems and gaps in the manner in which the law seeks to govern
- Examine alternative regulatory modes and assess their application
- Analyse and solve problems collaboratively

#### **Assessment tasks**

- Online quiz
- Participation
- Research Essay



## Commitment to Continuous Learning

Our graduates will have enquiring minds and a literate curiosity which will lead them to pursue knowledge for its own sake. They will continue to pursue learning in their careers and as they participate in the world. They will be capable of reflecting on their experiences and relationships with others and the environment, learning from them, and growing - personally, professionally and socially.

This graduate capability is supported by:

### Learning outcomes

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres
- Understand and critically appraise the current discourse on corporate governance
- Discern problems and gaps in the manner in which the law seeks to govern
- Examine alternative regulatory modes and assess their application
- Analyse and solve problems collaboratively

### Assessment tasks

- Online quiz
- Participation
- Research Essay
- Take Home Assessment

## Discipline Specific Knowledge and Skills

Our graduates will take with them the intellectual development, depth and breadth of knowledge, scholarly understanding, and specific subject content in their chosen fields to make them competent and confident in their subject or profession. They will be able to demonstrate, where relevant, professional technical competence and meet professional standards. They will be able to articulate the structure of knowledge of their discipline, be able to adapt discipline-specific knowledge to novel situations, and be able to contribute from their discipline to inter-disciplinary solutions to problems.

This graduate capability is supported by:

### Learning outcomes

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres
- Understand and critically appraise the current discourse on corporate governance
- Discern problems and gaps in the manner in which the law seeks to govern

- Examine alternative regulatory modes and assess their application

## Assessment tasks

- Online quiz
- Participation
- Research Essay
- Take Home Assessment

## Critical, Analytical and Integrative Thinking

We want our graduates to be capable of reasoning, questioning and analysing, and to integrate and synthesise learning and knowledge from a range of sources and environments; to be able to critique constraints, assumptions and limitations; to be able to think independently and systemically in relation to scholarly activity, in the workplace, and in the world. We want them to have a level of scientific and information technology literacy.

This graduate capability is supported by:

## Learning outcomes

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres
- Understand and critically appraise the current discourse on corporate governance
- Discern problems and gaps in the manner in which the law seeks to govern
- Examine alternative regulatory modes and assess their application
- Analyse and solve problems collaboratively

## Assessment tasks

- Online quiz
- Participation
- Research Essay
- Take Home Assessment

## Problem Solving and Research Capability

Our graduates should be capable of researching; of analysing, and interpreting and assessing data and information in various forms; of drawing connections across fields of knowledge; and they should be able to relate their knowledge to complex situations at work or in the world, in order to diagnose and solve problems. We want them to have the confidence to take the initiative in doing so, within an awareness of their own limitations.

This graduate capability is supported by:

## Learning outcomes

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres
- Discern problems and gaps in the manner in which the law seeks to govern
- Examine alternative regulatory modes and assess their application
- Analyse and solve problems collaboratively

## Assessment tasks

- Online quiz
- Participation
- Research Essay
- Take Home Assessment

## Effective Communication

We want to develop in our students the ability to communicate and convey their views in forms effective with different audiences. We want our graduates to take with them the capability to read, listen, question, gather and evaluate information resources in a variety of formats, assess, write clearly, speak effectively, and to use visual communication and communication technologies as appropriate.

This graduate capability is supported by:

## Learning outcomes

- Describe the context within which corporate governance operates
- Review and critique existing regulatory strategies in the domestic and international spheres
- Understand and critically appraise the current discourse on corporate governance
- Discern problems and gaps in the manner in which the law seeks to govern
- Examine alternative regulatory modes and assess their application
- Analyse and solve problems collaboratively

## Assessment tasks

- Online quiz
- Participation
- Research Essay
- Take Home Assessment

## Engaged and Ethical Local and Global citizens

As local citizens our graduates will be aware of indigenous perspectives and of the nation's historical context. They will be engaged with the challenges of contemporary society and with knowledge and ideas. We want our graduates to have respect for diversity, to be open-minded, sensitive to others and inclusive, and to be open to other cultures and perspectives: they should have a level of cultural literacy. Our graduates should be aware of disadvantage and social justice, and be willing to participate to help create a wiser and better society.

This graduate capability is supported by:

### Learning outcome

- Discern problems and gaps in the manner in which the law seeks to govern

### Assessment tasks

- Participation
- Research Essay
- Take Home Assessment

## Changes since First Published

Date	Description
25/07/2017	Changed the days for the OCS from Sat and Sun to fri and sat. Dates were correct.