



LAWS2300

Business Organisations

Session 1, Weekday attendance, North Ryde 2020

Macquarie Law School

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Disclaimer

Macquarie University has taken all reasonable measures to ensure the information in this publication is accurate and up-to-date. However, the information may change or become out-dated as a result of change in University policies, procedures or rules. The University reserves the right to make changes to any information in this publication without notice. Users of this publication are advised to check the website version of this publication [or the relevant faculty or department] before acting on any information in this publication.

General Information

Unit convenor and teaching staff

Lecturer

Vijaya Nagarajan

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Contact via 98507911

Level 6, Room 626, 6 First Walk

Wednesday 2pm - 4pm, Thursday 1pm - 2pm

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.

Assessment Tasks

Coronavirus (COVID-19) Update

Assessment details are no longer provided here as a result of changes due to the Coronavirus (COVID-19) pandemic.

Students should consult [iLearn](#) for revised unit information.

[Find out more about the Coronavirus \(COVID-19\) and potential impacts on staff and students](#)

Delivery and Resources

Coronavirus (COVID-19) Update

Any references to on-campus delivery below may no longer be relevant due to COVID-19.

Please check here for updated delivery information: https://ask.mq.edu.au/account/pub/display/unit_status

Lectures: there will be lecture (2 hours) posted each week. The lectures start in Week 1.

Tutorials: will held weekly and students' participation assessed. Students must attend the tutorial in which they are enrolled and any changes must be made through eStudent. Questions for tutorials will be posted on the iLearn page regularly. Tutorials will begin in Week 1.

Resources

Required reading

1. Stephen Bottomley, Kath Hall, Peta Spender and Beth Nosworthy, Contemporary Australian Corporate Law, (Cambridge University Press, 2018)
2. Legislation - students will also need access to the most recent edition of Australian Corporations Legislation, Volume One
3. Other relevant resources will be posted regularly on iLearn

Recommended texts

1. Robert Austin and Ian M Ramsay, Ford, Austin and Ramsay's Principles of Corporations Law, (LexisNexis, 2018)
2. Jason Harris, Company Law: Theories, Principles and Applications, (LexisNexis, 2015)

3. Phillip Lipton, Abe Herzberg and Michelle Welsh, Understanding Company Law, (Lawbook Co., 2018)
4. Paul Redmond, Corporations and Financial Markets Law, (Lawbook Co. 2017)
5. Jeswynn Yogaratnam and Lidia Xynas, Corporations Law: In Principle, (Lawbook Co., 2017)

Useful Sources

1. Australian Business Law Review
2. Australian Journal of Corporate Law
3. Company and Securities Law Journal
4. Australian Institute of Company Directors website (eg: <https://aicd.companydirectors.com.au/resources/all-topics>)
5. Australian Securities & Investment Commission website (eg: <https://asic.gov.au/regulatory-resources/>)
6. Australian Stock Exchange website (eg: <https://www.asx.com.au/about/corporate-governance.htm>)

Unit Schedule

Coronavirus (COVID-19) Update

The unit schedule/topics and any references to on-campus delivery below may no longer be relevant due to COVID-19. Please consult [iLearn](#) for latest details, and check here for updated delivery information: https://ask.mq.edu.au/account/pub/display/unit_status

Lectures

Week 1 Business organisations and the history of the corporation

Week 2 Corporate personality and its consequences

Week 3 Incorporation and the types of corporations

Week 4 Corporate constitution

Week 5 Corporate contracting

Week 6 Administration through decision-making, meetings and reporting

Week 7 Corporate finance

Week 8 Corporate fundraising

Week 9 Duties and liabilities of directors and officers part 1

Week 10 Duties and liabilities of directors and officers part 2

Week 11 Members rights and remedies

Week 12 Process for receivership, schemes of arrangements, voluntary administration and winding up

Week 13 No lecture this week

Please Note: Lectures will precede tutorials. For example, the tutorial in Week 4 will deal with topics covered in the Week 3 lecture

Policies and Procedures

Macquarie University policies and procedures are accessible from [Policy Central](https://staff.mq.edu.au/work/strategy-planning-and-governance/university-policies-and-procedures/policy-central) (<https://staff.mq.edu.au/work/strategy-planning-and-governance/university-policies-and-procedures/policy-central>). 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](#)
- [Grade Appeal Policy](#)
- [Complaint Management Procedure for Students and Members of the Public](#)
- [Special Consideration Policy](#) (**Note:** *The Special Consideration Policy is effective from 4 December 2017 and replaces the Disruption to Studies Policy.*)

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

If you would like to see all the policies relevant to Learning and Teaching visit [Policy Central](https://staff.mq.edu.au/work/strategy-planning-and-governance/university-policies-and-procedures/policy-central) (<https://staff.mq.edu.au/work/strategy-planning-and-governance/university-policies-and-procedures/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/study/getting-started/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

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) provides academic writing resources and study strategies to help you improve your marks and take control of your study.

- [Getting help with your assignment](#)
- [Workshops](#)
- [StudyWise](#)
- [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

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](#)

If you are a Global MBA student contact globalmba.support@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/.

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 from Previous Offering

The assessment has changed from a formal examination to a timed take home examination