



# LAWS8050

## Corporate Governance Law

Session 2, Infrequent attendance, North Ryde 2021

*Macquarie Law School*

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#### **Disclaimer**

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#### **Session 2 Learning and Teaching Update**

The decision has been made to conduct study online for the remainder of Session 2 for all units WITHOUT mandatory on-campus learning activities. Exams for Session 2 will also be online where possible to do so.

This is due to the extension of the lockdown orders and to provide certainty around arrangements for the remainder of Session 2. We hope to return to campus beyond Session 2 as soon as it is safe and appropriate to do so.

Some classes/teaching activities cannot be moved online and must be taught on campus. You should already know if you are in one of these classes/teaching activities and your unit convenor will provide you with more information via iLearn. If you want to confirm, see the list of [units with mandatory on-campus classes/teaching activities](#).

Visit the [MQ COVID-19 information page](#) for more detail.

## General Information

Unit convenor and teaching staff

Hannah Harris

[hannah.harris@mq.edu.au](mailto:hannah.harris@mq.edu.au)

Credit points

10

Prerequisites

Admission to LLM or MIntTrdeComLaw or (admission to JD and 80cp in LAW or LAWS units at 6000 level or above)

Corequisites

Co-badged status

Unit description

The purpose of this unit is to introduce students to new economic and legal aspects of sustainable development. The unit covers key topics and emerging themes in sustainable corporate governance and financing. It explores the principles of corporate governance and the manner in which these principles link to sustainability. It also looks at diverse ways in which the links between corporate governance and sustainability can be strengthened and in this context, examines the role of financing (including socially responsible finance). Markets, regulatory strategies, taxes, financial institutions, investment approaches and the insurance industry have responded to some aspects of this global challenge. This provides the wider context for the changing role and legal obligations of the modern corporation. Corporate approaches to environmental management are studied in the light of new economic realities, requirements, risks and standards.

## 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:** Review and critique existing strategies for the legal regulation of corporate governance in the domestic and international spheres.

**ULO2:** Critically appraise the current discourse on corporate governance and how it links to sustainability.

**ULO3:** Identify problems and gaps in the manner in which the law seeks to govern for sustainability and consider reform and alternative models.

**ULO4:** Assess the effectiveness of domestic laws and global norms of corporate governance in the Global South/ less developed states.

## General Assessment Information

### QUIZZES - 20%

There are two quizzes for this course. Each quiz is worth 10% of your final grade. Quizzes are multiple choice and you will have 20 minutes to complete the quiz once you begin.

- Quiz #1 will cover content from weeks 1-3 | Opens 8am 16 August - Closes 5pm 22 August | 15 questions | 20 minutes to complete
- Quiz #2 will cover content from weeks 4-6 | Opens 8 am 6 September - Closes 5pm 12 September | 15 questions | 20 minutes to complete

### CASE STUDIES / PARTICIPATION - 50%

Participation is an important part of the assessment for this course. Combined with case studies, participation makes up 50% of the total grade.

Participation has five components:

- In Class Participation - 10%

This component is based on attendance and engagement in tutorials. Asking and responding to questions during tutorials and demonstrating understanding of relevant content each week. Please note, this participation component is not based solely on attendance and you DO NOT need to apply for SC for any missed tutorials. If you miss live participation in more than two tutorials, you should contact your tutor directly.

- Online Participation - 10%

This component is secured via pop quizzes in weeks 2 through 11. These quizzes are each worth 1% of your grade and require you to answer a single question based on the lecture and reading material for that week. Pop quizzes will take a variety of forms and are not necessarily multi-choice. The pop quizzes are open all week. You have 10 minutes to answer the question and you will receive immediate feedback once you complete the quiz.

- Case Study Reflections - 30%

This component involves three reflections throughout the semester on case studies discussed in the course. Details will be provided in the first tutorial and case study activities will involve a combination of in class and online engagement activities.

### FINAL ASSESSMENT ESSAY - 30%

You will be required to write a 2,500 word research essay (inclusive of footnotes) that

demonstrates your critical understanding and engagement with the subject matter from this course AND your ability to conduct independent research. This essay will provide 30% of your final grade. Students will have two essay topics to choose from, which will be released on Monday 18th of October. The essay will be due on 7 November at 5pm.

## NEW FACULTY LATE ASSESSMENT POLICY

Unless a Special Consideration request has been submitted and approved, (a) a penalty for lateness will apply – **10 marks out of 100 (10%) will be deducted per day for assignments submitted after the due date** – and (b) **no assignment will be accepted seven days (incl. weekends) after the original submission deadline.**

## Assessment Tasks

| Name  | Weighting | Hurdle | Due                                    |
|---|-----------|--------|--|
| <a href="#">Early online multiple choice quiz</a>   | 20%       | No     | 17:00 22/08/21;<br>17:00 12/09/21      |
| <a href="#">A sustained case study throughout the semester and incorporates a number of tasks described on iLearn</a> | 50%       | No     | 22:00 Sunday,<br>weekly and<br>ongoing |
| <a href="#">Final assessment</a>  | 30%       | No     | 22:00 7/11/2021                        |

### Early online multiple choice quiz

Assessment Type <sup>1</sup>: Quiz/Test

Indicative Time on Task <sup>2</sup>: 2 hours

Due: **17:00 22/08/21; 17:00 12/09/21**

Weighting: **20%**

There are two online multiple choice quizzes that test understanding of the unit content

On successful completion you will be able to:

- Review and critique existing strategies for the legal regulation of corporate governance in the domestic and international spheres.
- Critically appraise the current discourse on corporate governance and how it links to sustainability.
- Identify problems and gaps in the manner in which the law seeks to govern for sustainability and consider reform and alternative models.

- Assess the effectiveness of domestic laws and global norms of corporate governance in the Global South/ less developed states.

## A sustained case study throughout the semester and incorporates a number of tasks described on iLearn

Assessment Type <sup>1</sup>: Case study/analysis

Indicative Time on Task <sup>2</sup>: 50 hours

Due: **22:00 Sunday, weekly and ongoing**

Weighting: **50%**

In class and online tasks including discussions, presentations, debates and problem solving tasks

On successful completion you will be able to:

- Review and critique existing strategies for the legal regulation of corporate governance in the domestic and international spheres.
- Critically appraise the current discourse on corporate governance and how it links to sustainability.
- Identify problems and gaps in the manner in which the law seeks to govern for sustainability and consider reform and alternative models.
- Assess the effectiveness of domestic laws and global norms of corporate governance in the Global South/ less developed states.

## Final assessment

Assessment Type <sup>1</sup>: Problem set

Indicative Time on Task <sup>2</sup>: 12 hours

Due: **22:00 7/11/2021**

Weighting: **30%**

A written assessment based around a combination of problem based questions and essay style response

On successful completion you will be able to:

- Review and critique existing strategies for the legal regulation of corporate governance in the domestic and international spheres.

- Critically appraise the current discourse on corporate governance and how it links to sustainability.
  - Identify problems and gaps in the manner in which the law seeks to govern for sustainability and consider reform and alternative models.
  - Assess the effectiveness of domestic laws and global norms of corporate governance in the Global South/ less developed states.
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<sup>1</sup> 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 [Learning Skills Unit](#) for academic skills support.

<sup>2</sup> 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

This course is based on the text: **du Plessis, Hargovan & Harris, *Principles of Contemporary Corporate Governance* (4th Ed, 2018)**

It is HIGHLY recommended that you purchase the textbook for this course, as it is essential reading.

Additional readings will be noted on iLearn and provided via Leganto.

## Unit Schedule

This course is made up of 12 weeks of online content (approximately 2 hours of content each week) and 6 online tutorials of two hours each.

Please note, some of the online content for this course is shared with its undergraduate sister course LAWS5036. However, in LAWS8050 we will explore content in greater detail than in LAWS5036 and the assessment structure reflects this reality.

The 12 weekly modules and accompanying tutorials cover the following topics:

1. The Concept of Corporate Governance
2. Stakeholders & Corporate Social Responsibility
3. Board Functions & Structures
4. Regulating Corporate Governance in Australia
5. Accounting Governance: Auditors & Audits
6. Director's Duties & Liabilities
7. Enforcement of Director's Duties

8. The Global Context: Part One
9. The Global Context: Part Two
10. Corporate Governance & Crises
11. Shareholder Activism
12. Ethics & the Future of the Corporation

## 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](#)
- [Grade Appeal Policy](#)
- [Complaint Management 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](https://ask.mq.edu.au) or if you are a Global MBA student contact [globalmba.support@mq.edu.au](mailto: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](http://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 Enquiry Service

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

If you are a Global MBA student contact [globalmba.support@mq.edu.au](mailto:globalmba.support@mq.edu.au)

## Equity 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.

## 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.

## Changes from Previous Offering

Please note, this course has been updated from previous offerings. The subject matter covered in this course is best summarised below:

This course is an advanced elective that focuses on modern issues in corporate governance and corporate regulation from both Australian and international perspectives.

We will build on your foundational understanding of what a corporation is and how it operates. Then we dive in to more complex and interesting questions and issues:

- Who's interests do corporations serve?
- Should corporations be held responsible for social or environmental harms? What about human rights?



- What is the role of law in corporate governance?
- What are the challenges for governing interactions inside the corporation and between the corporation and outside actors?
- What is Corporate Social Responsibility (CSR) and how does it operate in practice
- How are director's duties relevant to corporate governance and CSR?
- What are some emerging international trends in corporate governance and what do they tell us about the future of the corporation and its role in society?

This is not an exhaustive list. Other issues, questions and case studies will arise as we analyse the legal obligations and complex relationships that exist between corporations and other actors.