



LAWS2300

Business Organisations

Session 1, In person-scheduled-weekday, North Ryde 2022

Macquarie Law School

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General Information

Unit convenor and teaching staff

Hannah Harris

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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

Unless a Special Consideration request has been submitted and approved, (a) a penalty for lateness will apply – **10 marks out of 100 credit 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**. No late submissions will be accepted for timed assessments - e.g. quizzes, online tests.

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 no re-submissions will 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.

Assessment Tasks

Name	Weighting	Hurdle	Due
<u>Online quizzes</u>	40%	No	Week 7 & Week 11
<u>Take home time-limited assessment</u>	40%	No	14/06/2022
<u>Weekly and online participation tasks</u>	20%	No	ongoing

Online quizzes

Assessment Type ¹: Quiz/Test

Indicative Time on Task ²: 2 hours

Due: **Week 7 & Week 11**

Weighting: **40%**

Two online multiple choice quizzes will test understanding of the substantive law of corporations

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.

Take home time-limited assessment

Assessment Type ¹: Quiz/Test

Indicative Time on Task ²: 3 hours

Due: **14/06/2022**

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.

Weekly and online participation tasks

Assessment Type ¹: Participatory task

Indicative Time on Task ²: 20 hours

Due: **ongoing**

Weighting: **20%**

A series of activities including discussion, legal problem solving and debates that require an understanding of the lectures and required readings.

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.

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

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.

Corporations law has experienced significant developments in Australia and globally over the past few years and it is essential that you have the most recent version of the text which reflects these developments.

Unit Schedule

This course is made up of 12 modules of content. Approximately 2 hours of content each week, as well as and 12 tutorials of 1 hour each.

The 12 modules and accompanying tutorials cover the following topics:

1. 1. Business Organisations & the History of the Corporation (Textbook Chapters 1 & 2)
2. 2. Corporate Personality & the Process of Incorporation (Chapters 3 & 4)
3. 3. The Corporate Constitution & Internal Rules (Chapter 5)
4. 4. Corporate Contracting (Chapter 6)
5. 5. Corporate Decision-making, Meetings & Reporting (Chapter 7)
6. 6. Corporate Finance (Chapter 8)
7. 7. Corporate Fundraising (Chapter 9)
8. 8. Directors' Duties Part 1 (Chapters 10 & 11)
9. 9. Directors' Duties Part 2 (Chapters 12 & 13)
10. 10. Members Rights & Remedies (Chapter 14)
11. 11. Receivership, Schemes of Arrangement & Voluntary Administration (Chapters 15 & 16)
12. 12. Corporate Takeovers (Chapter 18)

PLEASE NOTE, tutorials begin in week 2 and continue through week 13, providing revision of the previous week's lecture content.

Materials for each module can be found in the tabs below, along with tutorial questions for discussion in the appropriate week.

This course is based on the text: Bottomley et al, *Contemporary Australian Corporate Law* (2nd Ed, 2020)

The required reading from the textbook will be noted in the relevant module tab and is also noted

above. 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.

YOU MUST COMPLETE THE REQUIRED READING & ALL LECTURE MATERIAL BEFORE ATTENDING TUTORIAL!!!

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 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
12/04/2022	Change of final exam date due to clash with public holiday.