



# LAWS8050

## Corporate Governance Law

Session 2, Online-scheduled-weekday 2024

*Macquarie Law School*

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#### **Disclaimer**

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## General Information

Unit convenor and teaching staff

Hannah Harris

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Credit points

10

Prerequisites

Admission to LLM or MIntTrdeComLaw or (Admission to JD and LAWS600 or LAWS8001)

Corequisites

Co-badged status

Unit description

Corporations are powerful and complex legal creations with immense influence over society, economy, politics and the environment. Whose interests do corporations serve? How should corporations be held responsible for social or environmental harms? What are the best methods for addressing corporate misconduct and preventing abuses of power by corporate entities? These are just some of the questions this unit addresses. In this advanced unit, students will build on existing knowledge of corporate law to gain deeper insight into how corporations govern themselves and how they are regulated by external actors, both in Australia and internationally. Students will critically analyse existing corporate governance strategies and the laws that govern corporate interactions. Student's will advance their understanding of the actors and organisations that impact corporate governance, including: corporate boards, corporate regulators, investors, auditors and stock exchanges. This course allows students to research and critically assess concepts such as Corporate Social Responsibility (CSR), Environmental and Social Governance (ESG), and Business and Human Rights. Through research and critical engagement, students will analyse the relationships and legal obligations between corporations and their shareholders, creditors, employees, customers and other external stakeholders.

## 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:** Explain and communicate key concepts related to corporate governance and

corporate regulation.

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

**ULO3:** Review and critique existing strategies for the legal regulation of corporate governance in the domestic and international spheres.

**ULO4:** Identify problems and gaps in law that governs corporations and their interaction with social and environmental issues; consider alternative models and opportunities for reform.

## General Assessment Information

All written assessments submitted electronically must be submitted through the link provided in iLearn. This unit will utilise Turnitin plagiarism detection software. 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.

The design, moderation and feedback of all assessments is in accordance with the Macquarie University Assessment Procedure (link provided under 'Policies and Procedures' below).

### Late Submission Policy

A maximum penalty of five (5) percentage points of the total possible marks will be applied per day to late submissions, for up to a maximum of seven calendar days. Tasks that have not been submitted within the maximum number of additional late days will receive a mark of zero. This provision does not apply to online exams or other assessment with a time limit of less than 24 hours.

Penalties for late submission will be applied consistently and equitably to all students enrolled in the unit. Where short-term, serious and unavoidable circumstances have affected their ability to submit an assessment task, a student must submit a formal application for Special Consideration as per the Special Consideration Policy. Students should not request an informal arrangement from their tutor, lecturer or Unit Convenor.

Where an application for Special Consideration is approved, and the outcome is an extension to the due date of a task, submissions that are received after the new due date will be subject to late penalties that are calculated from the new due date. This only applies where the outcome is an extension to the due date – see the Special Consideration Policy for a schedule of all possible outcomes.

### Special Consideration

Students should submit applications for Special Consideration electronically via [ask.mq.edu.au](http://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).

**Note:** the case studies and final written assessment are due at 11.55pm on the due date.

## Assessment Tasks

Name	Weighting	Hurdle	Due
<a href="#">Professional Skills Task</a>	40%	No	2024-11-03
<a href="#">Case Studies</a>	40%	No	25 August (Case Study #1) 15 September (Case Study #2)
<a href="#">Class Participation</a>	20%	No	Ongoing

### Professional Skills Task

Assessment Type <sup>1</sup>: Professional writing

Indicative Time on Task <sup>2</sup>: 15 hours

Due: **2024-11-03**

Weighting: **40%**

Students will research and produce a piece of writing that demonstrates professional skills relevant to modern corporate governance.

On successful completion you will be able to:

- Explain and communicate key concepts related to corporate governance and corporate regulation.
- Critically appraise the current discourse on corporate governance and how it links to social and environmental challenges.
- Review and critique existing strategies for the legal regulation of corporate governance in the domestic and international spheres.
- Identify problems and gaps in law that governs corporations and their interaction with social and environmental issues; consider alternative models and opportunities for reform.

### Case Studies

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

Indicative Time on Task <sup>2</sup>: 15 hours

Due: **25 August (Case Study #1) 15 September (Case Study #2)**

Weighting: **40%**

Students will apply key concepts and theory to a series of real word case studies

On successful completion you will be able to:

- Critically appraise the current discourse on corporate governance and how it links to social and environmental challenges.
- Review and critique existing strategies for the legal regulation of corporate governance in the domestic and international spheres.
- Identify problems and gaps in law that governs corporations and their interaction with social and environmental issues; consider alternative models and opportunities for reform.

## Class Participation

Assessment Type <sup>1</sup>: Participatory task

Indicative Time on Task <sup>2</sup>: 0 hours

Due: **Ongoing**

Weighting: **20%**

A series of engagement activities and tutorial discussion.

On successful completion you will be able to:

- Explain and communicate key concepts related to corporate governance and corporate regulation.
- Critically appraise the current discourse on corporate governance and how it links to social and environmental challenges.
- Review and critique existing strategies for the legal regulation of corporate governance in the domestic and international spheres.
- Identify problems and gaps in law that governs corporations and their interaction with social and environmental issues; consider alternative models and opportunities for reform.

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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 [Writing Centre](#) 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

The Required Textbook for this unit is: **du Plessis, Hargovan & Harris, *Principles of Contemporary Corporate Governance* (4th Ed, 2018)**

You should purchase the textbook for this course, as it is essential reading.

Other reading material will be provided via iLearn.

This unit is delivered over 12 weeks, starting in week one.

The unit consists of 12 weeks of online recorded material and one hour of mandatory tutorials each week.

## Unit Schedule

The 12 weekly modules and accompanying tutorials will 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. The Future of the Corporation

These topics are subject to change, please review the iLearn page regularly for announcements and to access all relevant content and materials.

## 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](http://ask.mq.edu.au) or if you are a Global MBA student contact [globalmba.support@mq.edu.au](mailto: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/](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.

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Unit information based on version 2024.01R of the [Handbook](#)