



ACCG751

Legal Governance for Business Enterprises

S1 Evening 2019

Dept of Accounting & Corporate Governance

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General Information

Unit convenor and teaching staff

Convenor - Lecturer

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Sessional Academic Staff Consultation Space, Room 223, 4ER

by appointment

Moderator

Michael Quilter

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by appointment

Credit points

4

Prerequisites

Admission to MRes

Corequisites

Co-badged status

ACCG951

Unit description

This unit examines the structure and issues relating to the legal governance regimes of business enterprises and provides the opportunity to develop research and written communication skills. At the core of the unit is an analysis of corporate governance frameworks including historical aspects, board structure and director's responsibilities. Also included is the consideration of the impact of stakeholder influence, market forces on the regulation of governance, and an examination of the ASX Corporate Governance Council Principles and Recommendations. The unit is primarily research oriented and students are required to undertake research in the area of corporate governance.

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:

Analyse and comprehend the characteristics and framework of the legal system in which corporations function and in which they are governed.

Develop professional judgement in the various ways that companies are structured and how this affects the company's activities and impacts on management, insolvency and governance factors.

Critically evaluate key corporate governance and corporate social responsibility issues, in particular those that relate to the role and obligations of directors.

Develop research capability including ability to investigate and evaluate source material and through analysis formulate argument and draw conclusions.

Assessment Tasks

Name	Weighting	Hurdle	Due
<u>1. Article Analysis</u>	30%	No	21 March 2019 (Week 4)
<u>2. Research Assignment</u>	60%	No	30 May 2019 (Week 12)
<u>3. Presentation</u>	10%	No	Week 9, 10 and 11

1. Article Analysis

Due: **21 March 2019 (Week 4)**

Weighting: **30%**

This assessment involves reading a scholarly article as allocated and thereafter submitting an analysis of the article. Your analysis must be submitted via iLearn/Turnitin by 6pm Thursday 21st March 2019. A hard-copy of the analysis must also be submitted (handed-in) in your class on 21st March 2019. Further details will be provided in class.

No extensions will be granted. There will be a deduction of 10% of the total available marks made from the total awarded mark for each 24 hour period or part thereof that the submission is late (for example, 25 hours late in submission – 20% penalty). This penalty does not apply for cases in which an application for Special Consideration is made and approved.

On successful completion you will be able to:

- Analyse and comprehend the characteristics and framework of the legal system in which corporations function and in which they are governed.
- Develop professional judgement in the various ways that companies are structured and how this affects the company's activities and impacts on management, insolvency and governance factors.

- Critically evaluate key corporate governance and corporate social responsibility issues, in particular those that relate to the role and obligations of directors.
- Develop research capability including ability to investigate and evaluate source material and through analysis formulate argument and draw conclusions.

2. Research Assignment

Due: **30 May 2019 (Week 12)**

Weighting: **60%**

This assessment involves researching an allocated topic. Your assignment must be submitted via iLearn/Turnitin by 6pm Thursday 30th May 2019. A hard-copy of the assignment must also be submitted (handed-in) in your class on 30th May 2019. Further details will be provided in class.

No extensions will be granted. There will be a deduction of 10% of the total available marks made from the total awarded mark for each 24 hour period or part thereof that the submission is late (for example, 25 hours late in submission – 20% penalty). This penalty does not apply for cases in which an application for Special Consideration is made and approved.

On successful completion you will be able to:

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- Develop professional judgement in the various ways that companies are structured and how this affects the company's activities and impacts on management, insolvency and governance factors.
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- Develop research capability including ability to investigate and evaluate source material and through analysis formulate argument and draw conclusions.

3. Presentation

Due: **Week 9, 10 and 11**

Weighting: **10%**

Presentation topics will be allocated in Week 4 and presentations will take place during Weeks 9, 10, and 11. Further details will be provided in class.

No extensions will be granted. This penalty does not apply for cases in which an application for Special Consideration is made and approved.

On successful completion you will be able to:

- Analyse and comprehend the characteristics and framework of the legal system in which corporations function and in which they are governed.
- Develop professional judgement in the various ways that companies are structured and how this affects the company's activities and impacts on management, insolvency and governance factors.
- Critically evaluate key corporate governance and corporate social responsibility issues, in particular those that relate to the role and obligations of directors.
- Develop research capability including ability to investigate and evaluate source material and through analysis formulate argument and draw conclusions.

Delivery and Resources

Classes

Classes will progress through the various Areas referred to in the Unit Schedule in this Unit Guide. There may be some reorganisation, overlapping, and/or integration of areas to accommodate assessment and unit structure. Texts, readings and unit content will be discussed in the first seminar.

Recommended Texts and/or Materials

Principles of Contemporary Corporate Governance, Du Plessis, Hargovan, Bagaric, Harris, 4th ed. 2018 Cambridge University Press

Understanding Company Law, Lipton, Herzberg and Welsh, Thomson Reuters (Lawbook Co.)

You will be referred to other relevant material where appropriate

Both of the above texts can be purchased from the Macquarie University Co-op Bookshop, and are available in the Macquarie University library.

Useful websites

- www.asic.gov.au
- www.asx.com.au
- www.takeovers.gov.au

Students should be ready to allocate at least 150 hours during semester time to this Unit. This includes all classes, assessment, personal study and other learning activities. Here is a sample breakdown of a student workload:

	Activities	Hours
1	Weekly Seminars including required assessment	39

2	Assessment Task 1 - Assignment - Scholarly article analysis (reading, analysing, drafting)	31
3	Assessment Task 2 - Research Assignment (researching, analysing, interpreting, drafting)	60
4	Assessment Task 3 - Presentation	20
	Total	150

Unit Schedule

Week 1 of session - Introduction to governance issues, corporate framework and core principles – Assessment 1 allocated - analysis of a scholarly article

Corporations Act: www.austlii.edu.au/au/legis/cth/consol_act/ca2001172/

Week 2 - Concept, principles and history of corporate governance; stakeholders; CSR

Week 3 - Board functions and structure; roles of directors

Week 4 - Directors duties; Assessment 1 due; Assessment 2 (Assignment) allocated including discussion of assignment topics; Assessment 3 allocated

Week 5 - Directors duties, liability and enforcement

Week 6 - Accounting governance; audit

Week 7 - Regulating governance through the courts - case studies in corporate governance – discussion of factors relevant to completing Assessment 2 and 3

UNIVERSITY BREAK

Week 8 - Regulating corporate governance and the regulators; ASX and ASIC

Week 9 - Business ethics and corporate governance; Presentations (Assessment 3) and discussion

Week 10 – Insolvency and governance issues; Presentations (Assessment 3) and discussion

Week 11 - International perspectives on corporate governance; Presentations (Assessment 3) and discussion

Week 12 – International perspectives on corporate governance cont. - Assessment 2 due

Week 13 – Summary and Review; future of corporate governance

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-centr](https://staff.mq.edu.au/work/strategy-planning-and-governance/university-policies-and-procedures/policy-centr)

al). 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.*)

Undergraduate 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](http://staff.mq.edu.au/work/strategy-planning-and-governance/university-policies-and-procedures/policy-central) (<http://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

Academic Honesty

The nature of scholarly endeavour, dependent as it is on the work of others, binds all members of the University community to abide by the principles of academic honesty. Its fundamental principle is that all staff and students act with integrity in the creation, development, application and use of ideas and information. This means that:

- all academic work claimed as original is the work of the author making the claim
- all academic collaborations are acknowledged
- academic work is not falsified in any way
- when the ideas of others are used, these ideas are acknowledged appropriately.

Further information on the academic honesty can be found in the Macquarie University Academic

Honesty Policy at http://www.mq.edu.au/policy/docs/academic_honesty/policy.html

Grades

Macquarie University uses the following grades in coursework units of study:

- HD - High Distinction
- D - Distinction
- CR - Credit
- P - Pass
- F - Fail

Grade descriptors and other information concerning grading are contained in the Macquarie University Grading Policy which is available at:

<http://www.mq.edu.au/policy/docs/grading/policy.html>

Grading Appeals and Final Examination Script Viewing

If, at the conclusion of the unit, you have performed below expectations, and are considering lodging an appeal of grade and/or viewing your final exam script please refer to the following website which provides information about these processes and the cut off dates in the first instance. Please read the instructions provided concerning what constitutes a valid grounds for appeal before appealing your grade.

http://www.businessandeconomics.mq.edu.au/new_and_current_students/undergraduate_current_students/how_do_i/grade_appeals/

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 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

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.

Graduate Capabilities

PG - Capable of Professional and Personal Judgment and Initiative

Our postgraduates will demonstrate a high standard of discernment and common sense in their professional and personal judgment. They will have the ability to make informed choices and decisions that reflect both the nature of their professional work and their personal perspectives.

This graduate capability is supported by:

Learning outcomes

- Analyse and comprehend the characteristics and framework of the legal system in which corporations function and in which they are governed.
- Develop professional judgement in the various ways that companies are structured and how this affects the company's activities and impacts on management, insolvency and governance factors.
- Critically evaluate key corporate governance and corporate social responsibility issues, in particular those that relate to the role and obligations of directors.
- Develop research capability including ability to investigate and evaluate source material and through analysis formulate argument and draw conclusions.

Assessment tasks

- 1. Article Analysis
- 2. Research Assignment
- 3. Presentation

PG - Critical, Analytical and Integrative Thinking

Our postgraduates will be capable of utilising and reflecting on prior knowledge and experience, of applying higher level critical thinking skills, and of integrating and synthesising learning and

knowledge from a range of sources and environments. A characteristic of this form of thinking is the generation of new, professionally oriented knowledge through personal or group-based critique of practice and theory.

This graduate capability is supported by:

Learning outcomes

- Analyse and comprehend the characteristics and framework of the legal system in which corporations function and in which they are governed.
- Develop professional judgement in the various ways that companies are structured and how this affects the company's activities and impacts on management, insolvency and governance factors.
- Critically evaluate key corporate governance and corporate social responsibility issues, in particular those that relate to the role and obligations of directors.
- Develop research capability including ability to investigate and evaluate source material and through analysis formulate argument and draw conclusions.

Assessment tasks

- 1. Article Analysis
- 2. Research Assignment
- 3. Presentation

PG - Research and Problem Solving Capability

Our postgraduates will be capable of systematic enquiry; able to use research skills to create new knowledge that can be applied to real world issues, or contribute to a field of study or practice to enhance society. They will be capable of creative questioning, problem finding and problem solving.

This graduate capability is supported by:

Learning outcomes

- Analyse and comprehend the characteristics and framework of the legal system in which corporations function and in which they are governed.
- Develop professional judgement in the various ways that companies are structured and how this affects the company's activities and impacts on management, insolvency and governance factors.
- Critically evaluate key corporate governance and corporate social responsibility issues, in particular those that relate to the role and obligations of directors.
- Develop research capability including ability to investigate and evaluate source material and through analysis formulate argument and draw conclusions.

Assessment tasks

- 1. Article Analysis
- 2. Research Assignment
- 3. Presentation

Research, Practice and Global Sustainability

Students are encouraged to consult different sources and search for external reading materials. This will enhance their understanding of the unit concepts and support their learning process. Examples of journals that can be consulted to follow up matters of interest in relation to corporate governance issues are: Australian Journal of Corporate Law; Company and Securities Law Journal.