



LAWS13009 Corporations Law

Term 3 - 2019

Profile information current as at 20/04/2024 05:06 am

All details in this unit profile for LAWS13009 have been officially approved by CQU University and represent a learning partnership between the University and you (our student). The information will not be changed unless absolutely necessary and any change will be clearly indicated by an approved correction included in the profile.

General Information

Overview

LAWS13009 Corporations Law examines the various business structures available under Australian law, with a particular focus on companies. Topics include partnerships, corporate personality; the incorporation process; the corporate constitution; company contracts; administration of companies and management of the business of companies; duties and liabilities of directors and officers; share capital and membership; members' remedies; company credit and security arrangements; and winding up of companies. This unit meets the LPAB requirements for company law.

Details

Career Level: *Undergraduate*

Unit Level: *Level 3*

Credit Points: *6*

Student Contribution Band: *10*

Fraction of Full-Time Student Load: *0.125*

Pre-requisites or Co-requisites

Prerequisites: LAWS11057, LAWS11059, LAWS11061 and LAWS11062

Important note: Students enrolled in a subsequent unit who failed their pre-requisite unit, should drop the subsequent unit before the census date or within 10 working days of Fail grade notification. Students who do not drop the unit in this timeframe cannot later drop the unit without academic and financial liability. See details in the [Assessment Policy and Procedure \(Higher Education Coursework\)](#).

Offerings For Term 3 - 2019

- Online

Attendance Requirements

All on-campus students are expected to attend scheduled classes – in some units, these classes are identified as a mandatory (pass/fail) component and attendance is compulsory. International students, on a student visa, must maintain a full time study load and meet both attendance and academic progress requirements in each study period (satisfactory attendance for International students is defined as maintaining at least an 80% attendance record).

Website

[This unit has a website, within the Moodle system, which is available two weeks before the start of term. It is important that you visit your Moodle site throughout the term. Please visit Moodle for more information.](#)

Class and Assessment Overview

Recommended Student Time Commitment

Each 6-credit Undergraduate unit at CQUniversity requires an overall time commitment of an average of 12.5 hours of study per week, making a total of 150 hours for the unit.

Class Timetable

Regional Campuses

Bundaberg, Cairns, Emerald, Gladstone, Mackay, Rockhampton, Townsville

Metropolitan Campuses

Adelaide, Brisbane, Melbourne, Perth, Sydney

Assessment Overview

1. Group Discussion

Weighting: 10%

2. Written Assessment

Weighting: 30%

3. Examination

Weighting: 60%

Assessment Grading

This is a graded unit: your overall grade will be calculated from the marks or grades for each assessment task, based on the relative weightings shown in the table above. You must obtain an overall mark for the unit of at least 50%, or an overall grade of 'pass' in order to pass the unit. If any 'pass/fail' tasks are shown in the table above they must also be completed successfully ('pass' grade). You must also meet any minimum mark requirements specified for a particular assessment task, as detailed in the 'assessment task' section (note that in some instances, the minimum mark for a task may be greater than 50%). Consult the [University's Grades and Results Policy](#) for more details of interim results and final grades.

CQUniversity Policies

All University policies are available on the [CQUniversity Policy site](#).

You may wish to view these policies:

- Grades and Results Policy
- Assessment Policy and Procedure (Higher Education Coursework)
- Review of Grade Procedure
- Student Academic Integrity Policy and Procedure
- Monitoring Academic Progress (MAP) Policy and Procedure – Domestic Students
- Monitoring Academic Progress (MAP) Policy and Procedure – International Students
- Student Refund and Credit Balance Policy and Procedure
- Student Feedback – Compliments and Complaints Policy and Procedure
- Information and Communications Technology Acceptable Use Policy and Procedure

This list is not an exhaustive list of all University policies. The full list of University policies are available on the [CQUniversity Policy site](#).

Previous Student Feedback

Feedback, Recommendations and Responses

Every unit is reviewed for enhancement each year. At the most recent review, the following staff and student feedback items were identified and recommendations were made.

Feedback from Feedback to UC in zoom sessions.

Feedback

Students commented that the textbook was clear and well structured to the weekly modules.

Recommendation

UC will continue with the current textbook or an alternate textbook that is structured in a similar way.

Feedback from Feedback to UC in zoom sessions.

Feedback

Students praised the availability of unit materials when the unit went live on Moodle.

Recommendation

UC will ensure all unit materials are available on Moodle when the unit goes live.

Feedback from Recommended by UC to Head of Course.

Feedback

Unit materials require an overview to ensure they cover all current areas of Corporations Law.

Recommendation

This has been actioned by Stephen Colbran. The unit is currently being rewritten by Peter Robinson for the Term 3 2019 offering.

Feedback from Via the 'have your say' survey

Feedback

Students praised the informative nature of the weekly notes that were uploaded onto Moodle and available to students the day the unit went live.

Recommendation

The UC will continue to update the weekly notes (that outline the key legislation and case law relevant to the weekly topic) and ensure they are presented in a clear and concise writing style.

Unit Learning Outcomes

On successful completion of this unit, you will be able to:

1. Advise on different forms of business organisation in Australia
2. Research business structures in foreign jurisdictions and compare them to Australian business structures
3. Understand and explain the rules and ethics of internal governance of companies, directors' duties and members' rights, and apply these principles to problem scenarios
4. Advise on the civil and criminal responsibility of a company for the actions of individuals purporting to act on its behalf
5. Understand and explain the different forms of financing for companies and the regulation of securities markets
6. Advise on various forms of external administration of companies.

Alignment of Learning Outcomes, Assessment and Graduate Attributes



N/A
Level



Introductory
Level



Intermediate
Level



Graduate
Level



Professional
Level



Advanced
Level

Alignment of Assessment Tasks to Learning Outcomes

Assessment Tasks	Learning Outcomes					
	1	2	3	4	5	6
1 - Group Discussion - 10%		•				
2 - Written Assessment - 30%	•		•	•		
3 - Examination - 60%			•	•	•	•

Alignment of Graduate Attributes to Learning Outcomes

Graduate Attributes	Learning Outcomes					
	1	2	3	4	5	6
1 - Communication	•	•	•	•	•	•
2 - Problem Solving	•		•	•	•	•
3 - Critical Thinking	•	•	•	•	•	•
4 - Information Literacy	•	•	•	•	•	•
5 - Team Work		•				
6 - Information Technology Competence		•				
7 - Cross Cultural Competence		•				
8 - Ethical practice			•			
9 - Social Innovation						
10 - Aboriginal and Torres Strait Islander Cultures						

Alignment of Assessment Tasks to Graduate Attributes

Assessment Tasks	Graduate Attributes									
	1	2	3	4	5	6	7	8	9	10
1 - Group Discussion - 10%	•		•	•		•	•			
2 - Written Assessment - 30%	•	•	•	•		•		•		
3 - Examination - 60%	•	•	•	•				•		

Textbooks and Resources

Textbooks

LAWS13009

Prescribed

Australian Company Law Commentary Premium

Edition: N/A (2019)

Authors: Peter A. Tillman and CCH Editors

CCH Australia (Intelliconnect)

Sydney , NSW , Australia

ISBN: N/A

Binding: Website Link

LAWS13009

Prescribed

Halsbury's Laws of Australia

Edition: N/A (2018)

Authors: Stephen Graw

LexisNexis Australia (Lexis Advance Pacific)

Sydney , NSW , Australia

ISBN: N/A

Binding: Website Link

Additional Textbook Information

The prescribed textbooks are online services available for free through the CQU library, so you do not need to buy a textbook for this unit. However, the unit does have an open book examination, so if you want to take a textbook into the examination, you may wish to work from the reference readings given in the Study Guide for:

Pamela Hanrahan, Ian Ramsay and Geof Stapledon, *Commercial Applications of Company Law* (Oxford University Press, 20th ed, 2019)

IT Resources

You will need access to the following IT resources:

- CQUniversity Student Email
- Internet
- Unit Website (Moodle)

Referencing Style

All submissions for this unit must use the referencing style: [Australian Guide to Legal Citation, 4th ed](#)

For further information, see the Assessment Tasks.

Teaching Contacts

Peter Robinson Unit Coordinator

p.robinson1@cqu.edu.au

Schedule

Week 1 - 11 Nov 2019

Module/Topic	Chapter	Events and Submissions/Topic
Corporations and Other Business Organisations	Prescribed readings	

Week 2 - 18 Nov 2019		
Module/Topic	Chapter	Events and Submissions/Topic
The Nature of the Company and its Promoters	Prescribed readings	
Week 3 - 25 Nov 2019		
Module/Topic	Chapter	Events and Submissions/Topic
Internal Governance and Management Structures	Prescribed readings	
Week 4 - 02 Dec 2019		
Module/Topic	Chapter	Events and Submissions/Topic
Company Liabilities	Prescribed readings	Online discussion forum Due: Week 4 Thursday (5 Dec 2019) 11:45 pm AEST
Vacation Week - 09 Dec 2019		
Module/Topic	Chapter	Events and Submissions/Topic
Revision	Revision	
Week 5 - 16 Dec 2019		
Module/Topic	Chapter	Events and Submissions/Topic
Directors' Role and Fiduciary Duties	Prescribed readings	
Week 6 - 23 Dec 2019		
Module/Topic	Chapter	Events and Submissions/Topic
Directors' Duty of Care and Insolvent Trading	Prescribed readings	
Week 7 - 06 Jan 2020		
Module/Topic	Chapter	Events and Submissions/Topic
Members and their Remedies	Prescribed readings	
Week 8 - 13 Jan 2020		
Module/Topic	Chapter	Events and Submissions/Topic
Corporate Reporting, Record Keeping and Auditing	Prescribed readings	Assignment Due: Week 8 Thursday (16 Jan 2020) 11:45 pm AEST
Week 9 - 20 Jan 2020		
Module/Topic	Chapter	Events and Submissions/Topic
Corporate Financing	Prescribed readings	
Week 10 - 27 Jan 2020		
Module/Topic	Chapter	Events and Submissions/Topic
External Administration: Schemes, Receivership and Voluntary Administration	Prescribed readings	
Week 11 - 03 Feb 2020		
Module/Topic	Chapter	Events and Submissions/Topic
External Administration: Liquidation	Prescribed readings	
Week 12 - 10 Feb 2020		
Module/Topic	Chapter	Events and Submissions/Topic
Securities Trading and Takeovers	Prescribed readings	
Exam Week - 17 Feb 2020		
Module/Topic	Chapter	Events and Submissions/Topic
Exam preparation	Revision	

Assessment Tasks

1 Online discussion forum

Assessment Type

Group Discussion

Task Description

This is a task in which you will perform research online relating to foreign and local business structures and make a post on an online forum for discussion by other students. You will also be expected to perform research on at least two other students' posts and post comments upon them. Detailed requirements for this assessment task will be presented on the Moodle site at the beginning of term.

Assessment Due Date

Week 4 Thursday (5 Dec 2019) 11:45 pm AEST

The forum will be closed and inaccessible after the due date and time. The due date is set to allow plenty of time for students to comment on your post, so your original post should be submitted well before the due date.

Return Date to Students

Week 6 Monday (23 Dec 2019)

Weighting

10%

Assessment Criteria

The 10 marks will be separately allocated for your original submission and for your comments on other students' submissions, so you must complete both aspects to get full marks. Six (6) marks will be allocated to your original contribution and any further discussion flowing from it, and two (2) marks each will be available for your comments on other students' contributions.

Marks for your contributions and comments will be awarded based on:

1. The quality of your research (including referencing);
2. The logical quality of your argument;
3. The insightfulness/originality of your observations, arguments and comments;
4. The clarity of your presentation.

There is no specific weighting of marks for each of these items, as shortfalls in one criterion may be compensated by strengths in another. The exact balance of research, logical argument and insight/originality expected will depend on the overall nature of the contribution/comment.

Referencing Style

- [Australian Guide to Legal Citation, 4th ed](#)

Submission

Online

Submission Instructions

The submissions will be made by posting on an online forum established on the unit's Moodle site.

Learning Outcomes Assessed

- Research business structures in foreign jurisdictions and compare them to Australian business structures

Graduate Attributes

- Communication
- Critical Thinking
- Information Literacy
- Information Technology Competence
- Cross Cultural Competence

2 Assignment

Assessment Type

Written Assessment

Task Description

Detailed information about this assessment task will be provided on the Moodle site at the beginning of the term.

The assignment will involve a number of tasks:

1. Studying and researching business structures under Australian law;
2. Thinking about how that law impacts real life decisions about business structures;
3. Thinking about what facts you would need to learn from a client in order to advise on an appropriate business structure;
4. Explaining to your (imaginary) supervising partner how you would use those facts to advise a client, and how differing facts would affect your advice;
5. Conducting an interview with a real life (pretend) client and reporting on that interview.

The submission will involve the following parts and sub-parts:

Part A (20 marks) - **Written report to the supervising partner pre-interview** (1,500 words)

This written report will have three sections:

- (a) A description of the law that you think would be relevant to someone deciding on the appropriate business structure (10 marks);
- (b) An explanation of why you think that law is relevant to the client's decision (5 marks); and
- (c) An explanation of the information you require from the client to give the advice and to make a recommendation (5 marks).

Part B (10 marks) - **Written report to supervising partner post-interview** (maximum 800 words).

A written report on the interview with the client, containing the following sections:

- (a) A summary of the information that you extracted from the client (5 marks); and
- (b) A summary of how you advised the clients, what recommendations you made and why (5 marks).

Assessment Due Date

Week 8 Thursday (16 Jan 2020) 11:45 pm AEST

Return Date to Students

Week 10 Monday (27 Jan 2020)

Weighting

30%

Assessment Criteria

The allocation of marks is shown in the task description above. The marking criteria, and the aspects of the task to which they relate, are as follows:

1. The quality of your research (Part A, sub-part (a). For this sub-part, the quality of the research will also take into account proper referencing);
2. The depth of your thinking about the real life issues (Part A, sub-parts (b) and (c); Part B, sub-part (b));
3. The insightfulness/originality of your observations, arguments and comments (Part A, sub-parts (b) and (c); Part B, sub-part (b));
4. The clarity of your presentation (all sub-parts).

NOTE:

Apart from Criterion 4 (clarity of presentation):

- Criterion 1 is the only criterion for Part A, sub-part (a);
- Criteria 2 and 3 are the only criteria for Part A, sub-parts (b) and (c), and Part B, sub-part (b). Criteria 2 and 3 are part of a single concept and will not be allocated marks separately.

For Part A and Part B, sub-part (b), Criterion 4 (clarity of presentation) will be taken into account as a deduction if the presentation is poor. It will not have a separate mark allocation.

For Part B, sub-part (a), Criterion 4 (clarity of presentation) is the only criterion. It will take into account both written presentation to the supervising partner and whether your presentation was sufficient to extract the information required in Part A, sub-part (c).

Referencing Style

- [Australian Guide to Legal Citation, 4th ed](#)

Submission

Online

Submission Instructions

The assignment will be submitted as a single MS Word file online via Moodle.

Learning Outcomes Assessed

- Advise on different forms of business organisation in Australia
- Understand and explain the rules and ethics of internal governance of companies, directors' duties and members' rights, and apply these principles to problem scenarios
- Advise on the civil and criminal responsibility of a company for the actions of individuals purporting to act on its behalf

Graduate Attributes

- Communication
- Problem Solving
- Critical Thinking
- Information Literacy
- Information Technology Competence
- Ethical practice

Examination

Outline

Complete an invigilated examination.

Date

During the examination period at a CQUniversity examination centre.

Weighting

60%

Length

120 minutes

Exam Conditions

Open Book.

Materials

Dictionary - non-electronic, concise, direct translation only (dictionary must not contain any notes or comments).

Academic Integrity Statement

As a CQUniversity student you are expected to act honestly in all aspects of your academic work.

Any assessable work undertaken or submitted for review or assessment must be your own work. Assessable work is any type of work you do to meet the assessment requirements in the unit, including draft work submitted for review and feedback and final work to be assessed.

When you use the ideas, words or data of others in your assessment, you must thoroughly and clearly acknowledge the source of this information by using the correct referencing style for your unit. Using others' work without proper acknowledgement may be considered a form of intellectual dishonesty.

Participating honestly, respectfully, responsibly, and fairly in your university study ensures the CQUniversity qualification you earn will be valued as a true indication of your individual academic achievement and will continue to receive the respect and recognition it deserves.

As a student, you are responsible for reading and following CQUniversity's policies, including the [Student Academic Integrity Policy and Procedure](#). This policy sets out CQUniversity's expectations of you to act with integrity, examples of academic integrity breaches to avoid, the processes used to address alleged breaches of academic integrity, and potential penalties.

What is a breach of academic integrity?

A breach of academic integrity includes but is not limited to plagiarism, self-plagiarism, collusion, cheating, contract cheating, and academic misconduct. The Student Academic Integrity Policy and Procedure defines what these terms mean and gives examples.

Why is academic integrity important?

A breach of academic integrity may result in one or more penalties, including suspension or even expulsion from the University. It can also have negative implications for student visas and future enrolment at CQUniversity or elsewhere. Students who engage in contract cheating also risk being blackmailed by contract cheating services.

Where can I get assistance?

For academic advice and guidance, the [Academic Learning Centre \(ALC\)](#) can support you in becoming confident in completing assessments with integrity and of high standard.

What can you do to act with integrity?



Be Honest

If your assessment task is done by someone else, it would be dishonest of you to claim it as your own



Seek Help

If you are not sure about how to cite or reference in essays, reports etc, then seek help from your lecturer, the library or the Academic Learning Centre (ALC)



Produce Original Work

Originality comes from your ability to read widely, think critically, and apply your gained knowledge to address a question or problem