



# LAWS20059 Corporations and Business Structures

## Term 3 - 2017

Profile information current as at 06/05/2024 02:26 am

All details in this unit profile for LAWS20059 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

This unit will provide you with a comprehensive study of the law of business structures, with a particular focus on company and securities industry law. Topics include partnerships, trusts and other organisational structures, the effects of incorporation, the corporate constitution, registration requirements, prospectuses and share issues, administration of companies, raising finance, directors, shareholders, meetings, external administration and winding up, takeovers, special types of companies, and market regulation. If you have successfully completed the unit LAWS20029 you should not enrol in this unit.

### Details

Career Level: *Postgraduate*

Unit Level: *Level 9*

Credit Points: 6

Student Contribution Band: 10

Fraction of Full-Time Student Load: 0.125

### Pre-requisites or Co-requisites

Prerequisite: LAWS20058

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 - 2017

- Brisbane
- Distance
- Melbourne
- Sydney

### 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 Postgraduate 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. **Presentation and Written Assessment**

Weighting: 40%

#### 2. **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 Emails, student evaluations

**Feedback**

Students often seek guidance on how to formulate written answers to exam questions, including questions that are not in the problem style.

**Recommendation**

The problem-solving podcasts can be updated to a video format incorporating non-problem questions and questions similar to those found in exams.

## Unit Learning Outcomes

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

1. Research and advise on the principles of partnerships, trusts and company law
2. Advise on the practical and legal features of the various types of corporate and non-corporate business structures, including advice on the risks and problems associated with particular structures
3. Advise on and resolve problems and disputes arising out of partnerships, trusts and corporations
4. Advise on proper practices of corporate governance, finance, reporting and record-keeping.

## Alignment of Learning Outcomes, Assessment and Graduate Attributes



### Alignment of Assessment Tasks to Learning Outcomes

Assessment Tasks	Learning Outcomes			
	1	2	3	4
1 - Presentation and Written Assessment - 40%	•	•	•	•
2 - Examination - 60%	•	•	•	•

### Alignment of Graduate Attributes to Learning Outcomes

Graduate Attributes	Learning Outcomes			
	1	2	3	4
1 - Knowledge	○	○	○	○
2 - Communication	○	○	○	○
3 - Cognitive, technical and creative skills	○	○	○	
4 - Research	○		○	
5 - Self-management	○			
6 - Ethical and Professional Responsibility				○
7 - Leadership				
8 - 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
1 - Presentation and Written Assessment - 40%	○	○	○	○	○			
2 - Examination - 60%	○	○	○			○		

## Textbooks and Resources

### Textbooks

LAWS20059

#### Prescribed

##### Commercial Applications of Company Law

Edition: 18 th (2017)

Authors: Hanrahan P, Ramsay I and Stapledon G.

Oxford University Press

South Melbourne , Victoria , Australia

ISBN: 978-0-19-030436-2

Binding: Paperback

#### Additional Textbook Information

Students may also use the 14th, 15th,16th or 17th editions of the textbook.

[View textbooks at the CQUniversity Bookshop](#)

### 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 styles below:**

- [Australian Guide to Legal Citation, 3rd ed](#)
- [American Psychological Association 6th Edition \(APA 6th edition\)](#)

For further information, see the Assessment Tasks.

## Teaching Contacts

**Brett Eurell** Unit Coordinator

[b.eurell@cqu.edu.au](mailto:b.eurell@cqu.edu.au)

## Schedule

### Week 1 - 06 Nov 2017

Module/Topic	Chapter	Events and Submissions/Topic
Sole Trading, Partnerships and Joint Ventures	Refer to readings in Moodle	

### Week 2 - 13 Nov 2017

Module/Topic	Chapter	Events and Submissions/Topic
Trusts	Refer to readings in Moodle	

### Week 3 - 20 Nov 2017

Module/Topic	Chapter	Events and Submissions/Topic
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The Nature of Companies

Prescribed text book:  
 Chapter 1, sections 1-050 to 1-260,  
 1-500  
 Chapter 2, sections 2-160, 2-200,  
 2-240 to 2-360, 2-500 to 2-560  
 Chapter 3, all

**Week 4 - 27 Nov 2017**

Module/Topic	Chapter	Events and Submissions/Topic
Internal Governance and Company Management	Prescribed text book: Chapter 4, sections 4-170, 4-300 to 4-360, 4-400 to 4-440, 4-500 to 4-540 Chapter 5, sections 5-100 to 5-140, 5-300 to 5-600, 5-640 to 5-720 Chapter 6, sections 6-100, 6-200, 6-300 to 6-540 Chapter 7, sections 7-200 to 7-520 Chapter 8, all Chapter 9, sections 9-200 to 9-380	

**Vacation Week - 04 Dec 2017**

Module/Topic	Chapter	Events and Submissions/Topic
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**Week 5 - 11 Dec 2017**

Module/Topic	Chapter	Events and Submissions/Topic
The Roles and Duties of Directors	Prescribed text book: Chapter 10, sections 10-100 to 10-180, 10-400 to 10-560 Chapter 11, all (duty of care) Chapter 12, sections 12-100 to 12-180 (insolvent trading) Chapter 13, sections 13-050 to 13-120, 13-200 to 13-300 (statutory and general law fiduciary duties) Chapter 14, sections 14-100 to 14-360, 14-400 to 14-420 (statutory and general law fiduciary duties, conflict of interest)	

**Week 6 - 18 Dec 2017**

Module/Topic	Chapter	Events and Submissions/Topic
Remedies for Breach of Duty and Reporting Requirements	Prescribed text book: Chapter 15, sections 15-001, 15-140 to 15-160, 15-210 to 15-340 (Remedies) Chapter 16, sections 16-100, 16-140, 16-210, 16-400 to 16-420 (Members' remedies) Chapter 17, sections 17-100 to 17-110, 17-260 to 17-390, 17-500 to 17-560 (Reporting)	

**Week 7 - 01 Jan 2018**

Module/Topic	Chapter	Events and Submissions/Topic
Corporate Finance	Prescribed text book: Chapter 18, sections 18-100 to 18-120, 18-200 to 18-240, 18-280 to 18-340 Chapter 19, sections 19-120 to 19-240, 19-280 to 19-520 Chapter 20, all	Written Assessment Due: Week 7 Tuesday (2 January 2018) 11.45 pm AEST  <b>Presentation and Written Assessment</b> Due: Week 7 Tuesday (2 Jan 2018) 11:45 pm AEST

**Week 8 - 08 Jan 2018**

Module/Topic	Chapter	Events and Submissions/Topic
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Corporate Contracting and Other Liability  
Prescribed text book:  
Chapter 23, sections 23-300 to 23-470, 23-490 to 23-590

#### **Week 9 - 15 Jan 2018**

<b>Module/Topic</b>	<b>Chapter</b>	<b>Events and Submissions/Topic</b>
External Administration	Prescribed text book: Chapter 24, all Chapter 25, all	

#### **Week 10 - 22 Jan 2018**

<b>Module/Topic</b>	<b>Chapter</b>	<b>Events and Submissions/Topic</b>
The Secondary Market	Prescribed text book: Chapter 21, sections 21-200 to 21-220 (trading offences), 21-300, 21-330 to 21-380 (takeovers)	

#### **Week 11 - 29 Jan 2018**

<b>Module/Topic</b>	<b>Chapter</b>	<b>Events and Submissions/Topic</b>
Revision and Exam Practice		

#### **Week 12 - 05 Feb 2018**

<b>Module/Topic</b>	<b>Chapter</b>	<b>Events and Submissions/Topic</b>
Revision and Exam Practice		

#### **Review/Exam Week - 12 Feb 2018**

<b>Module/Topic</b>	<b>Chapter</b>	<b>Events and Submissions/Topic</b>
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#### **Exam Week - 12 Feb 2018**

<b>Module/Topic</b>	<b>Chapter</b>	<b>Events and Submissions/Topic</b>
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## Assessment Tasks

### 1 Presentation and Written Assessment

#### **Assessment Type**

Presentation and Written Assessment

#### **Task Description**

The assignment is a skills-based task, designed to provide practice in research and providing business advice on real-life issues. The detail is too long to include here, but will be available on the Unit Moodle early in the term.

#### **Assessment Due Date**

Week 7 Tuesday (2 Jan 2018) 11:45 pm AEST

#### **Return Date to Students**

Week 9 Tuesday (16 Jan 2018)

#### **Weighting**

40%

#### **Assessment Criteria**

Research and advice are key skills of modern business professionals. You will be assessed on your research and problem solving skills and your ability to present your advice in a professional manner. You should assume that you are reporting to a business client who has asked you to provide a professional opinion. Any advice and explanations should be expressed in your own words and not simply copied from another source. Good explanations and summaries state the key information and omit information that is unimportant or irrelevant, so your ability to make intelligent decisions about what to include and what to exclude will be a key marking criterion. The format and presentation style of your assignment will also be assessed. Clients expect advice to be clearly stated, consistently formatted and presented in a user-friendly style. You are allowed a lot of leeway in how you do that, but the marker will assess how successful you have been in your

presentation. All students should ensure that basic QA features like spell-checking, page-numbering, and consistent headings are incorporated into their final submission.

### **Referencing Style**

- [Australian Guide to Legal Citation, 3rd ed](#)
- [American Psychological Association 6th Edition \(APA 6th edition\)](#)

### **Submission**

Online

### **Learning Outcomes Assessed**

- Research and advise on the principles of partnerships, trusts and company law
- Advise on the practical and legal features of the various types of corporate and non-corporate business structures, including advice on the risks and problems associated with particular structures
- Advise on and resolve problems and disputes arising out of partnerships, trusts and corporations
- Advise on proper practices of corporate governance, finance, reporting and record-keeping.

### **Graduate Attributes**

- Knowledge
- Communication
- Cognitive, technical and creative skills
- Research
- Self-management

## **Examination**

### **Outline**

Complete an invigilated examination.

### **Date**

During the examination period at a CQUniversity examination centre.

### **Weighting**

60%

### **Length**

180 minutes

### **Exam Conditions**

Open Book.

### **Materials**

Dictionary - non-electronic, concise, direct translation only (dictionary must not contain any notes or comments).  
No calculators permitted



## 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