



# **LAWS20059 Corporations and Business Structures**

## **Term 1 - 2020**

Profile information current as at 16/05/2024 07:00 am

All details in this unit profile for LAWS20059 have been officially approved by CQUniversity 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.

### Corrections

Unit Profile Correction added on 23-03-20

***The end of term examination has now been changed to an alternate form of assessment. Please see your Moodle site for details of the assessment.***

## 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 1 - 2020

- Brisbane
- Melbourne
- Online
- 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 On-campus teachers, markers

##### **Feedback**

Students fail to develop skills to answer legal questions, and rely too heavily on having an answer that they can copy.

##### **Recommendation**

It is necessary to continue to emphasise written answer practice in class and to provide every opportunity for such practice. This should be the subject of regular communications by teaching staff to students in class. The unit provides many problem-solving podcasts as well as other learning materials that can assist in such practice. Students must have opportunities for practice in class and must be made to understand that assessments require learning and thinking, not just copying from sources.

#### Feedback from Student feedback

##### **Feedback**

Similar to above, students report wanting more examples of answers.

##### **Recommendation**

Teachers need to be instructed to spend a lot of time in class working through example answers. However, to ensure that students are developing skills rather than just copying, they should not be given written examples that they will simply copy. Students need to be trained to answer questions that they have not seen before by emphasising reasoning skills rather than rote answers.

## 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

 N/A Level	 Introductory Level	 Intermediate Level	 Graduate Level	 Professional Level	 Advanced Level
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### 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 2019

Edition: 21st edn (2019)

Authors: Pamela Hanrahan, Ian Ramsay and Geof Stapledon

Oxford University Press

South Melbourne , VIC , Australia

ISBN: 9780190323929

Binding: Paperback

#### Additional Textbook Information

Copies will be available to purchase at the CQUni Bookshop here: <http://bookshop.cqu.edu.au> (search on the Unit code).

[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 style: [Australian Guide to Legal Citation, 4th ed](#)  
For further information, see the Assessment Tasks.

## Teaching Contacts

**Matt Nichol** Unit Coordinator

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**Angelo Capuano** Unit Coordinator

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## Schedule

### Week 1 - 09 Mar 2020

Module/Topic	Chapter	Events and Submissions/Topic
Sole Traders, Partnerships and Joint Ventures	Lexis Advance Pacific, Halsbury's Laws of Australia, Section 305 – Partnerships and Joint Ventures Class Notes, general Moodle resources and Extracts from Partnership Act 1891 (on moodle site).	

### Week 2 - 16 Mar 2020

Module/Topic	Chapter	Events and Submissions/Topic
Trusts	Lexis Advance Pacific, Halsbury's Laws of Australia, Section 430 – Trusts Class Notes on Trusts and general Moodle resources (on moodle site)	

**Week 3 - 23 Mar 2020**

Module/Topic	Chapter	Events and Submissions/Topic
The Nature of Companies	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 20th ed, 2019), 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 - 30 Mar 2020**

Module/Topic	Chapter	Events and Submissions/Topic
Internal Corporate Governance	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 20th ed, 2019) 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, 6-400 to 6-540, Chapter 7, sections 7-200 to 7-520, Chapter 8, all, Chapter 9, sections 9-200 to 9-380.	

**Week 5 - 06 Apr 2020**

Module/Topic	Chapter	Events and Submissions/Topic
Corporate Management and Directors' Duties	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 20th ed, 2019) 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, 12-195 (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).	

**Vacation Week - 13 Apr 2020**

Module/Topic	Chapter	Events and Submissions/Topic
Revision and preparation of the assignment		

**Week 6 - 20 Apr 2020**

Module/Topic	Chapter	Events and Submissions/Topic
Remedies and Reporting Requirements	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 20th ed, 2019,) 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).	Written assignment and presentation due: Week 6, Friday (24 April 2020) 11.45 pm AEST.  <b>Presentation and Written Assessment</b> Due: Week 6 Friday (24 Apr 2020) 11:45 pm AEST

**Week 7 - 27 Apr 2020**

Module/Topic	Chapter	Events and Submissions/Topic
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Corporate Finance	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 20th ed, 2019) Chapter 18, sections 18-100 to 18-120, 18-200 to 18-260, 18-280 to 18-340; Chapter 19, sections 19-120 to 19-240, 19-280 to 19-540; Chapter 20, all.
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#### Week 8 - 04 May 2020

Module/Topic	Chapter	Events and Submissions/Topic
Corporate Contracting and Liability	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 20th ed, 2019) Chapter 23, sections 23-300 to 23-470, 23-490 to 23-590	

#### Week 9 - 11 May 2020

Module/Topic	Chapter	Events and Submissions/Topic
External Administration	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 20th ed, 2019) Chapters 24 and 25.	

#### Week 10 - 18 May 2020

Module/Topic	Chapter	Events and Submissions/Topic
Secondary Market	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 20th ed, 2019) Chapter 21, sections 21-200 to 21-220 (trading offences), 21-300, 21-330 to 21-380 (takeovers).	

#### Week 11 - 25 May 2020

Module/Topic	Chapter	Events and Submissions/Topic
Examination practice and revision		

#### Week 12 - 01 Jun 2020

Module/Topic	Chapter	Events and Submissions/Topic
Examination practice and revision.		

#### Review/Exam Week - 08 Jun 2020

Module/Topic	Chapter	Events and Submissions/Topic
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#### Exam Week - 15 Jun 2020

Module/Topic	Chapter	Events and Submissions/Topic
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## Assessment Tasks

### 1 Presentation and Written Assessment

#### Assessment Type

Presentation and Written Assessment

#### Task Description

This assignment task involves legal research from authoritative sources, and the application of legal knowledge and skills to a real life situation. It will involve both written reporting and advice, as well as a presentation component in which students will report their findings in a YouTube video. The full details of the assignment will be provided at length



on the Moodle site.

**Assessment Due Date**

Week 6 Friday (24 Apr 2020) 11:45 pm AEST

**Return Date to Students**

Week 8 Friday (8 May 2020)

**Weighting**

40%

**Assessment Criteria**

The research component will be assessed on the quality of the sources used, the student's ability to select sources relevant to the task, and the ability to summarise the outcomes of the research in a concise and structured way. Arguments addressing the research questions or problems must be logically ordered and structured and focused on the issues. The video presentation must endeavour to present the outcomes of the research in a user-friendly way suitable for understanding by a client who has no knowledge of the law. This aspect of the presentation will be the primary focus of the marking of the video, not just the legal content. A more detailed rubric will be provided with the assignment specification.

**Referencing Style**

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

**Submission**

Online

**Submission Instructions**

Submission will be via Moodle upload as an MS Word file, including a link to the YouTube video presentation. The YouTube video must be accessible to the marker.

**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).

## 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