



# LAWS20059 Corporations and Business Structures

## Term 1 - 2021

Profile information current as at 27/04/2024 05:03 pm

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 1 - 2021

- 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. **Take Home Exam**

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 Student feedback

**Feedback**

Break down large assessments into a series of smaller assessments

**Recommendation**

Mix of assessments will be reviewed

## 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 - Take Home Exam - 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 - Take Home Exam - 60%	○	○	○			○		

## Textbooks and Resources

### Textbooks

LAWS20059

#### Prescribed

#### Commercial Applications of Company Law 2020

Edition: 21st ed (2020)

Authors: Pamela Hanrahan, Ian Ramsay and Geof Stapledon

Oxford University Press

Docklands , Victoria , Australia

ISBN: 9780190323929

Binding: Paperback

[View textbooks at the CQUniversity Bookshop](#)

### IT Resources

#### You will need access to the following IT resources:

- CQUniversity Student Email
- Internet
- Unit Website (Moodle)
- Zoom Capacity (microphone required, webcam preferred if possible)

## Referencing Style

#### All submissions for this unit must use the referencing styles below:

- [Australian Guide to Legal Citation, 4th ed](#)
- [American Psychological Association 7th Edition \(APA 7th edition\)](#)

For further information, see the Assessment Tasks.

## Teaching Contacts

**Angelo Capuano** Unit Coordinator

[a.capuano@cqu.edu.au](mailto:a.capuano@cqu.edu.au)

## Schedule

### Week 1: Sole Proprietors, Partnerships and Joint Ventures - 08 Mar 2021

Module/Topic	Chapter	Events and Submissions/Topic
Sole Proprietors, 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: Trusts - 15 Mar 2021

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: The Nature of Companies - 22 Mar 2021**

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, 21st ed, 2020), 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: Internal Corporate Governance - 29 Mar 2021**

Module/Topic	Chapter	Events and Submissions/Topic
Internal Corporate Governance	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 21st ed, 2020) Chapter 4 (sections 4-170, 4-200 to 4-360, 4-400 to 4-440, 4-500 to 4-540, Chapter 5 (sections 5-100 to 5-140, 5-300 to 5-720), 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: Corporate Management and Directors' Duties - 05 Apr 2021**

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, 21st ed, 2020) 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 12-300 (insolvent trading)); Chapter 13 (sections 13-001 to 13-120, 13-200 to 13-300 (statutory and general law fiduciary duties); Chapter 14 (sections 14-001 to 14-360, 14-400 to 14-420 (statutory and general law fiduciary duties, conflict of interest).	

**Vacation Week - 12 Apr 2021**

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

**Week 6: Remedies and Reporting Requirements - 19 Apr 2021**

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, 21st ed, 2020) Chapter 15 (sections 15-001 to 15-160, 15-210 to 15-340 (Remedies), Chapter 16 (sections 16-001, 16-140, 16-210, 16-400 to 16-420 (Members' remedies), Chapter 17 (all) (Reporting and disclosure).	<b>Presentation and Written Assessment Due: Week 6 Friday (23 Apr 2021) 11:55 pm AEST</b>

**Week 7: Corporate Finance - 26 Apr 2021**

Module/Topic	Chapter	Events and Submissions/Topic

Corporate Finance	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 21st ed, 2020) Chapter 18 (sections 18-001 to 18-120, 18-200 to 18-360); Chapter 19 (sections 19-001 to 19-240, 19-280 to 19-540); Chapter 20 (all).
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**Week 8: Corporate Contracting and Liability - 03 May 2021**

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, 21st ed, 2020) Chapter 23 (sections 23-300 to 23-470, 23-490 to 23-590)	

**Week 9: External Administration - 10 May 2021**

Module/Topic	Chapter	Events and Submissions/Topic
External Administration	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 21st ed, 2020) Chapters 24 and 25.	

**Week 10: The Secondary Market - 17 May 2021**

Module/Topic	Chapter	Events and Submissions/Topic
The Secondary Market	Pamela Hanrahan, Ian Ramsay & Geof Stapledon, Commercial Applications of Company Law (Oxford University Press, 21st ed, 2020) Chapter 21 (sections 21-200 to 21-220 (trading offences), 21-300 to 21-390 (takeovers). Lauren McKee, 'How Do I Transfer Shares?' (2 April 2019, Legal Vision, Web Page)	

**Week 11: Examination practice and revision - 24 May 2021**

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

**Week 12: Examination practice and revision - 31 May 2021**

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

**Review/Exam Week - 07 Jun 2021**

Module/Topic	Chapter	Events and Submissions/Topic

**Exam Week - 14 Jun 2021**

Module/Topic	Chapter	Events and Submissions/Topic
		Take-home exam due at a date and time to be set.

## 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 (23 Apr 2021) 11:55 pm AEST

The extensions policy will be strictly enforced. Late submission incurs a penalty of 2 marks per day.

**Return Date to Students**

Week 8 Friday (7 May 2021)

Results and feedback will be available on Moodle

**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 YouTube 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 marking 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](#)
- [American Psychological Association 7th Edition \(APA 7th edition\)](#)

**Submission**

Online

**Submission Instructions**

Submission will be online via Moodle.

**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

## 2 Take-Home Exam

**Assessment Type**

Take Home Exam

**Task Description**

Students will be required to solve problems and/or answer questions relating to any of the topics studied in the unit. They will be expected to have sound knowledge of the law and apply the law to real life situations in order to solve problems and/or give advice.

**Assessment Due Date**

The date of the take-home exam will be set by the School and advised to students during the term.

**Return Date to Students**

Results of the take-home exam will only be made available after certification of grades.



**Weighting**

60%

**Assessment Criteria**

The take-home exam will assess a number of skills, such as:

- written expression;
- referencing;
- the ability to use legislation and case law;
- the ability to identify legal issues;
- the ability to identify applicable law;
- the ability to accurately explain the law;
- the ability to apply law to solve problems, and/or to answer questions;
- the ability to reach a conclusion and/or provide advice based on legal analysis.

**Referencing Style**

- [Australian Guide to Legal Citation, 4th ed](#)
- [American Psychological Association 7th Edition \(APA 7th edition\)](#)

**Submission**

Online

**Submission Instructions**

Submission will be online via Moodle

**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
- Ethical and Professional Responsibility

## 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