# Unit Outline

**School of**

**College of**

## LAW OF BUSINESS ORGANISATIONS

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<th>Unit Name</th>
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<tr>
<td>Unit Number</td>
<td>200183</td>
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<tr>
<td>Unit Coordinator/s</td>
<td>Marina Nehme</td>
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<tr>
<td>Session</td>
<td>Spring</td>
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<tr>
<td>Year</td>
<td>2010</td>
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### Handbook Summary

This unit deals with legal issues concerning the creation and control of companies and compares this structure with other forms of business organisations, such as partnership, trusts and sole traders. This unit will provide students with an appreciation of the law of partnership, and companies and, for the sake of completeness and comparison, a brief examination of the law regarding unincorporated and incorporated non-profit associations.

### Credit Points

10 Credit Points

### Pre-requisites

Nil

### Co-requisites

Nil

### Incompatible/not to be counted for credit with

Level 2

### Assumed Knowledge

General knowledge of Australian business law.

### Attendance Requirements

There is a class participation mark worth 10%. Students who fail to attend will not be able to achieve marks for class participation. A class roll will be taken at tutorials.

### Enrolment Restrictions

Students enrolled in course 2502.1 (Bachelor of Laws – Non graduate entry) must obtain permission to enrol in this unit.

### Learning Outcomes

On successful completion of this unit, students should be able to:

1. Recognise the basic principles of company law;
2. Describe the practical operation of a scheme of corporate regulation in the Australian federal system;
3. Recognise how the statutory regime of corporate regulation intersects with common law and equitable developments;
4. Appraise some of the criticisms of current corporate law in the wider context, for example globalisation and also be familiar with public policy issues in this area; and
5. Apply the student’s understanding of company law concepts to analysing and solving practical problems.

### Unit Content

The main topics of the unit are:

- Various forms of business organisations
- Partnerships,
- Registration of a company, pre-registration activities
- Dealings with outsiders and liability
- Internal management rules, management of a company – board of directors and general meeting
- Duties of directors and consequences of breach of directors’ duty
- Shareholder remedies
- Capital and fundraising
- Record keeping, disclosures and audit
- External administration – receivership, administration and winding up.
Mode of Delivery

This unit consists of a one hour lecture and two hour tutorial weekly.

The lecture is designed for providing a framework to enhance the students understanding of the prescribed reading including theoretical underpinnings along with relevant law.

The tutorial is designed for students to attend having prepared beforehand to discuss the questions and the problems in order to facilitate their understanding of the material and improve their problem solving skills. The tutorials should improve students' comprehension by providing an environment for cooperative learning as well.

Students can only attend the tutorial group for which they are registered. Tutorial places are allocated via Platform Web only. Visit http://platformweb.uws.edu.au for the timetable and tutorial registration.

Assessment Items and Weighting

Assessment for this unit will be based on the following components:

<table>
<thead>
<tr>
<th>Component</th>
<th>Weighting (%)</th>
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<tr>
<td>Class Participation</td>
<td>10%</td>
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<tr>
<td>Mid semester exam</td>
<td>30%</td>
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<tr>
<td>Final Exam</td>
<td>60%</td>
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An overall mark of at least 50% is required to pass the unit.

Essential Library Resources

Textbook: *Australian Corporate Law*, Jason Harris, Anil Hargovan and Michael Adams (2009, 2nd ed, LexisNexis); *Australian Corporations Legislation 2010; Partnership Act 1892* (NSW): This Act can be accessed through Company Law vUWS.

References:


Web Sites

There are several web sites of interest. These include:

- [www.austlii.com.au](http://www.austlii.com.au) - for access to Australian & British court decisions – just go in to the various databases and look through the head notes for the cases dealing with corporations’ law. It also has links to other sites, including an index to law journals, where you can search by subject.

- [www.asic.gov.au](http://www.asic.gov.au) - the Australian Securities and Investments Commission site, ie, the body that enforces certain aspects of the *Corporations Law*.

- [www.acc.gov.au](http://www.acc.gov.au) - the Australian Competition and Consumer Commission site gives details on recent decisions about the *Trade Practices Act* as well as information on corporations’ law issues, such as takeovers or mergers. It also links you to other agencies.


- [www.apra.gov.au](http://www.apra.gov.au) - the site of the Australian Prudential Regulation Authority, another of the bodies regulating corporations.

- [http://cclsr.law.unimelb.edu.au](http://cclsr.law.unimelb.edu.au) - the site of the Centre for Corporation Law and Research, at the University of Melbourne.


On-line Learning Requirements

Lecture notes, tutorial questions, guide to lectures and tutorials and podcasts will be made available on the E-Learning (vUWS) link on the UWS home page [www.uws.edu.au](http://www.uws.edu.au).

**Students are expected to consult vUWS at least once a week, as all announcements will be made via vUWS and teaching material will be regularly updated and posted online. Further, the unit co-ordinator will be sending the students a vUWS email every week.**

Special Requirements

Nil