



MISSION: To develop a unique business school identity which is distinctive in the marketplace and provides a clear value proposition for students. This will be achieved by embedding the themes of entrepreneurship and innovation, digitalisation and data within our programs and embracing sustainability, work integrated learning and a commitment to social justice.

OVERVIEW

Course Description A company possesses its own legal identity. This course provides an in-depth analysis of the classifications and features of companies, the obligations and rights of parties to the corporation with emphasis on the main legislation. Directions for focus include consideration of the company as a legal person; the incorporation of companies; internal governance; director's duties and shareholder's rights; accounts and financial disclosure; transacting and external administration. As alternatives to the corporate form the course sources and interprets the different legal forms of sole trader, partnership and trading trusts. Students will experience increased confidence in employing legal terminology, tools and communication in diverse situations.

Contact Hours **Lecture:**
Face to face on campus for two (2) hours per week for 12 weeks starting week 1.

Self-Directed Learning:

Six (6) hours of online content per term provided for self-directed learning.

Unit Weighting 10 units

Requisites This course is only available to students enrolled in Master of Professional Accounting, Master of Professional Accounting (Advanced), Master of Professional Accounting / Master of Business and M Prof Acct/M Bus Admin programs.

Pre-requisites Students must have successfully completed PACC6009

Workload Students are required to spend on average 120-140 hours of effort (contact and non-contact) including assessments per 10 unit course.

Please refer to the course CANVAS site for details of teaching staff for ALL course offerings. The primary contact for courses is the Course Coordinator, whose details are listed on the course CANVAS site.

Student Consultation A minimum of one (1) hour of consultation per week. Please see course CANVAS site for details of time and location.

Course Learning Outcomes **On successful completion of this course, students will be able to:**

1. Identify the principal legal forms of business organisations differentiating between strengths and weaknesses.
2. Demonstrate an integrative understanding of the legal structure of a company.
3. Interpret and restate the legal rights and duties of parties to the corporation (governance).
4. Recognise, assess and resolve basic legal issues in an ethical and professional manner when interacting with corporations.
5. Explain the legal consequences of the main feature of a company, particularly separate legal personality.
6. Discuss how a company contracts with others.
7. Exhibit an awareness of the rights and duties of directors and shareholders of a company.
8. Demonstrate an evaluative understanding of corporate finance and failure.

COURSE OUTLINE

9. Communicate your professional knowledge in an articulate style and structure

ASSESSMENTS

This course has 4 assessments. Each assessment is described in more detail in the sections below:

	Assessment Name	Due Date	Involvement	Weighting	Learning Outcomes
1	Workshop Presentations	Weekly - once per student during course at the beginning of the lecture.	Individual	10%	1, 3, 4, 6, 9
2	In Class Quiz	At the beginning of lecture in Week 5	Individual	10%	4, 5, 6
3	Problem Solving Assignment	At the beginning of the lecture in Week 7	Individual	30%	1, 4, 5, 6, 9
4	Final Examination	Formal Examination Period	Individual	50%	2, 4, 5, 6, 7, 8, 9

Please note: students are advised that ALL assessments must be submitted in English. Assessments not submitted in English will receive a mark of zero.

Results of individual assessment items and final results, including those provided via the Learning Management System (LMS) are 'unofficial results' until they are confirmed as finalised by the School Assessment Body and the Head of School or delegate. Finalised results are released directly to students on the Fully Graded Date of the relevant Semester/Trimester.

Time referenced is time in Newcastle NSW

Late Submissions	The mark for an assessment item submitted after the designated time on the due date, without an approved extension of time, will be reduced by 10% of the possible maximum mark for that assessment item for each day or part day that the assessment item is late. Note: this applies equally to week and weekend days.
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Assessment 1 – Workshop Presentations

Assessment Type

Presentation

Purpose

The purpose of this assessment is to assess students:

1. knowledge of company law and concepts and proficiency in their application;
2. ability to communicate their knowledge;
3. ability to apply business related social, ethical, economic, regulatory and global perspectives in problem solving; and
5. ability to analyse and think critically

Description

Students will be expected to present an allocated tutorial question in class once during the trimester. 5% of the marks will be allocated for the technical accuracy of the content of the presentation and the other 5% will be allocated for effective presentation. Refer to CANVAS for Workshop Questions. Questions will be allocated to the students who are presenting 1 week prior to the presentation. Questions will be allocated during class.

Weighting

10%

Length

5 minutes per student presentation

Due Date

Weekly – once per student during the course

Submission Method

In class

Assessment Criteria

Criteria for technical accuracy of the content (5%):

1. Demonstrates an appropriate level of understanding of the use of Corporations Law.
2. Technical accuracy
3. Logical arguments
4. Critical analysis

Criteria of Assessment for Presentation (5%)

1. Organisation of the presentation: introduction, body, conclusion, connections
Appropriate visual aids
2. Time management, delivery ("presenting" rather than "reading" from the paper),
3. tempo and the volume of speech
4. Level of appropriate interaction with audience
5. Responding to questions

Return Method	Not Returned
Feedback Provided	Verbal feedback on performance and workshop solution in class

Assessment 2 - Class Quiz

Assessment Type	In Term Test
Purpose	The examination assesses students' comprehensive understanding of the principles of Company Law and its application to identify and solve legal problems.
Description	This quiz will be conducted in class as multiple-choice questions covering topics from Weeks 1 to 4. Students use their cumulative knowledge of Company Law to apply the relevant principles and rules to selected factual business scenarios. Students construct well-reasoned arguments as to how the law applies to the problem in order to suggest alternative solutions for the parties. They form logical, ethical and evidenced conclusions about the probable resolution. Students demonstrate advanced written communication skills.
Weighting	10%
Length	15 minutes
Due Date	Week 5
Submission Method	In class
Assessment Criteria	Demonstrates an appropriate level of understanding of the use of Corporations Law
Return Method	Not Returned
Feedback Provided	In class

Assessment 3 - Problem solving assignment

Assessment Type	Written assignment
Purpose	The purpose of this assessment is to assess students: <ol style="list-style-type: none"> 1. knowledge of company law and concepts and proficiency in their application; 2. ability to communicate their knowledge; 3. ability to apply business related social, ethical, economic, regulatory and global perspectives in problem solving; and 4. ability to analyse and think critically
Description	This piece of assessment will require you to answer three (3) problem-based questions involving hypothetical legal issues and/or disputes involving three (3) separate factual situations. Each problem question is worth ten (10) marks. Combined, the problem based questions total thirty (30%) of your available marks for this course. The problem assignment must be typewritten and double-spaced. A copy should always be kept by the student and this is the students' responsibility. Assessment Item Cover Sheet - Individual (http://www.newcastle.edu.au/service/student-forms/) cover sheet is to be attached to each submission.
Weighting	30%
Length	1500 words
Due Date	Week 7
Submission Method	Upload to CANVAS
Assessment Criteria	Four (4) criteria will be used. <ol style="list-style-type: none"> 1. Relevance to the question 2. Accuracy of information/argument 3. Demonstrated links to corresponding readings 4. Clarity of expression
Return Method	CANVAS
Feedback Provided	Yes, via CANVAS

Assessment 4 - Final Examination

Assessment Type	Formal Examination
Purpose	The purpose of this assessment is to assess students': <ol style="list-style-type: none"> 1. Knowledge of company law and concepts and proficiency in their application; 2. Ability to communicate their knowledge; 3. Ability to apply business related social, ethical, economic, regulatory and global perspectives in problem solving; and ability to analyse and think critically.
Description	The final exam will be a comprehensive examination of materials taught throughout the course, including topics and questions covered in the tutorials. The exam will include multiple choice, and essay problem solving questions. This course has a RESTRICTED OPEN BOOK examination. A memory aid is permitted. The memory aid is a single double sided A4 sheet of handwritten or typed

Weighting Length Due Date Submission Method Assessment Criteria	<p>notes for use during the examination. Note: memory aids must be left on the examination table and cannot be removed from the examination venue.</p> <p>50%</p> <p>120 minutes</p> <p>Formal Examination Period</p> <p>Formal Examination</p> <p>Students will be expected to demonstrate the following:</p> <ol style="list-style-type: none"> 1. Knowledge and understanding of the topics covered throughout the course 2. Ability to identify and solve basic legal problems <p>Four (4) criteria will be used.</p> <ol style="list-style-type: none"> 1. Relevance to the question. 2. Accuracy of information/argument. 3. Demonstrated links to corresponding readings. 4. Clarity of expression.
Return Method Feedback Provided	<p>Not Returned</p> <p>No Feedback. Examination scripts will not be returned to students. Final examination scripts will be made available for review by students, upon request, in a controlled and monitored setting. Students are required to make requests, directly to the relevant course coordinator. Completed examination scripts are kept by the Newcastle Business School for a period of six (6) months only, from the relevant fully graded date. Requests made after the six (6) month period cannot be considered.</p>

SYLLABUS

Course Content

Topics in the course include but are not limited to the following:

1. Forms and characteristics of business associations
2. Partnerships, the rights and obligations of partners
3. Nature and forms of corporations
4. Directors' duties, members' rights and legal aspects of company finance

Course Materials

Required Text:

Hanrahan, P., Ramsay, I., and Stapleton, G. (2022) *Commercial Applications of Company Law*, 23rd ed. Australia: Oxford University Press.

ISBN: 9780190337209

Please refer to the course CANVAS site for details of additional recommended texts.

SCHEDULE

Week	Topic	Class Preparation	Workshop Activities
1	Choosing a business structure	Chapter 4, Paras: [4-001] – [4-260], [4-400]- [4-460]	Assigned Problems (refer to CANVAS)
2	Set up and Formation of Companies	Chapter 2, Paras [2-001] – [2-560], Chapter 4 [4-300] – [4-380], [4-500] – [4-540], Chapter 5 [5-001] - [5-220]	Assigned Problems (refer to CANVAS)
3	The Legal Nature of Companies	Chapter 1, Paras [1-380] - [1-500], Chapter 3 Paras [3-001] – [3-550]	Assigned Problems (refer to CANVAS)
4	Management and Control of Business Decision Making	Chapter 6 – Paras [6-001] – [6-120], [6-200] – [6-320], [6-400] – [6-540]; Chapter 7 – Paras [7-001] – [7-120], [7-300] – [7-360], [7-600] – [7-620]; Chapter 8 –Paras [8-100] – [8-370]	Assigned Problems (refer to CANVAS)
5	Directors Duties – Part 1	Chapter 10 - Paras [10-001] – [10-180], [10-300] – [10-370], [10-400] – [10-450]; Chapter 11 – Paras [11-001] – [11-240]; Chapter 12 – Paras [12-001] – [12-180]; Chapter 15 – Paras [15-220], [15-310].	Assigned Problems (refer to CANVAS) Assessment 2 due: (class quiz) due: Week 5
6	Directors Duties – Part 2	Chapter 7 Paras [7-500] - [7-560], Chapter 13 - Paras [13-001] – [13-300], Chapter 14 – Paras [14-001] – [14-420]	Assigned Problems (refer to CANVAS)
7	Fund Raising - Equity	Chapter 18 – Paras [18-300]- [18-360]; Chapter 19 – Paras [19-300] – [19-440]; Chapter 20 – Paras [20-001] – [20-680]	Assigned Problems (refer to CANVAS) Assessment 3 due: Week 7
8	Debt & Reporting / Disclosure & Audit	Chapter 17 – Paras [17-001]- [17-580], Chapter 18 - Paras [18-001]- [18-280]	Assigned Problems (refer to CANVAS)
9	Members Rights & Remedies	Chapter 19 – Paras [19-100] - [19-280]; Chapter 9 – Paras [9-001] – [9-380], Chapter 15 – Paras [15-001] – [15-340] and Chapter 16 – Paras [16-001] – [16-420]	Assigned Problems (refer to CANVAS)
10	Transacting	Chapter 23 [23-001] – [23-590]	Assigned Problems (refer to CANVAS)
11	External Administration	Chapter 24 – Paras [24-001] – [24-370];	Assigned Problems (refer to CANVAS)
12	Winding Up	Chapter 25 - Paras [25-001] – [25-230]	Assigned Problems (refer to CANVAS)

If a lecture/class is scheduled on a public holiday, a make-up lecture may be announced by the course coordinator on the course CANVAS site.

CONTACTS

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ADDITIONAL INFORMATION

Grading Scheme

This course is graded as follows:

Range of Marks	Grade	Description
85-100	High Distinction (HD)	Outstanding standard indicating comprehensive knowledge and understanding of the relevant materials; demonstration of an outstanding level of academic achievement; mastery of skills*; and achievement of all assessment objectives.
75-84	Distinction (D)	Excellent standard indicating a very high level of knowledge and understanding of the relevant materials; demonstration of a very high level of academic ability; sound development of skills*; and achievement of all assessment objectives.
65-74	Credit (C)	Good standard indicating a high level of knowledge and understanding of the relevant materials; demonstration of a high level of academic achievement; reasonable development of skills*; and achievement of all learning outcomes.
50-64	Pass (P)	Satisfactory standard indicating an adequate knowledge and understanding of the relevant materials; demonstration of an adequate level of academic achievement; satisfactory development of skills*; and achievement of all learning outcomes.
0-49	Fail (FF)	Failure to satisfactorily achieve learning outcomes. If all compulsory course components are not completed the mark will be zero. A fail grade may also be awarded following disciplinary action.

*Skills are those identified for the purposes of assessment task(s).

Communication Methods	Communication methods used in this course include: <ul style="list-style-type: none"> - CANVAS Course Site: Students will receive communications via the posting of content or announcements on the CANVAS course site. - Email: Students will receive communications via their student email account. - Face to Face: Communication will be provided via face to face meetings or supervision.
Course Evaluation	Each year feedback is sought from students and other stakeholders about the courses offered in the University for the purposes of identifying areas of excellence and potential improvement.
Oral Interviews (Vivas)	As part of the evaluation process of any assessment item in this course an oral examination (viva) may be conducted. The purpose of the oral examination is to verify the authorship of the material submitted in response to the assessment task. The oral examination will be conducted in accordance with the principles set out in the Oral Examination (viva) Procedure . In cases where the oral examination reveals the assessment item may not be the student's own work the case will be dealt with under the Student Conduct Rule .
Academic Misconduct	All students are required to meet the academic integrity standards of the University. These standards reinforce the importance of integrity and honesty in an academic environment. Academic Integrity policies apply to all students of the University in all modes of study and in all locations. For the Student Academic Integrity Policy, refer to https://policies.newcastle.edu.au/document/view-current.php?id=35 .
Adverse Circumstances	The University acknowledges the right of students to seek consideration for the impact of allowable adverse circumstances that may affect their performance in assessment item(s). Applications for special consideration due to adverse circumstances will be made using the online Adverse Circumstances system where: <ol style="list-style-type: none"> 1. the assessment item is a major assessment item; or 2. the assessment item is a minor assessment item and the Course Co-ordinator has specified in the Course Outline that students may apply the online Adverse Circumstances system; 3. you are requesting a change of placement; or 4. the course has a compulsory attendance requirement. Before applying you must refer to the Adverse Circumstances Affecting Assessment Items Procedure available at: https://policies.newcastle.edu.au/document/view-current.php?id=236
Important Policy Information	The Help button in the Canvas Navigation menu contains helpful information for using the Learning Management System. Students should familiarise themselves with the policies and procedures at https://www.newcastle.edu.au/current-students/no-room-for/policies-and-procedures that support a safe and respectful environment at the University.

This course outline was approved by the Head of School. No alteration of this course outline is permitted without Head of School approval. If a change is approved, students will be notified and an amended course outline will be provided in the same manner as the original.

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