

VICTORIA MANAGEMENT SCHOOL

MMBA 502 COMMERCIAL LAW

Trimester 1 2006

COURSE OUTLINE

Contact Details

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Class Times and Room Numbers

Mondays 19:40 – 21:30 (starting 27 February 2006)
RH LT 3

Final Examination Period 5 June – 23 June

Course Objectives

The Master of Business Administration Programme serves to produce professional managers capable of fulfilling strategic roles within corporate and government enterprises. Integral to this capability is an understanding of the legal issues associated with commercial transactions and corporate governance.

The course is divided into two main parts, and each part will deal with legal topics important to managers within the two areas listed above. The coverage of each of the topics will take a conceptual approach and therefore will be jurisdiction neutral in the introduction, however the New Zealand law applicable to each topic will be specially emphasised.

By the end of this course, you should:

1. Have a clear understanding of how commercial legal obligations arise and the differences between obligations arising under contract, tort, equity and statute.
2. Have an appreciation of the nature of the obligations arising under contract, tort, equity and statute, and any defences available against them.
3. Have an understanding of the different legal structures available for business and their comparative advantages.
4. Have a good grasp of the main legal issues associated with corporate governance, including the legal separation of the corporate identity from the personnel in business, and other issues affecting corporate business.

Course Content

This course comprises two-hour lectures covering business law arranged in the following general areas:

Introduction

- Course Introduction
- An introduction to Law and Business Law

Legal Issues in Commercial Transactions

- Introduction to Commercial Transactions
- Civil Legal Obligations - Contracts
- Other Civil Legal Obligations

Legal Issues in Corporate Governance

Readings

Students will be provided with study materials. These materials will be specially selected to act as the primary source of reference information for the topics covered in this course. Where necessary, other materials such as textbooks, and practitioner or academic journals will be recommended.

Materials and Equipment

It is expected that all assignment submissions will be prepared on white bond paper using PC technology and submitted in hard copy. All other assessment materials will be supplied. The final examination will require hand-written responses to be submitted in a VUW examination booklet.

Assessment Requirements

2 × Take-Home Assignments	20% each during the trimester
	1 issued 13 March and due 3 April
	2 issued 1 May and due 22 May

1 × Final Examination (Open Book)	60 %	University Exam Period
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Take-Home Assignments (20% each – two required) – At two intermediate stages of the course a take-home assignment will be provided as an opportunity for students to research, analyse, and write on an application of business law. Typically these assignments would be of a length of between 1500 words and 2500 words (exclusive of footnotes or other references and bibliography). These assignments constitute “individual work” in terms of MBA Programme requirements.

Final Examination (60%) - A final examination will be held during which students will be expected to apply their knowledge of business law both in problem situations (including small case vignettes) and short opinion or essay type answers. In accordance with Victoria MBA programme policy, students must obtain a minimum of forty percent of the marks available on the final examination in order to pass the course. The final examination will be scheduled during the University Mid-Year Examination Period – 5 June to 23 June 2006. MMBA 502 students need to be available during this period.

Penalties

In fairness to other students, work submitted after the deadline will be subject to a penalty of 5% of the total marks available per day of lateness. Assignments more than one week late will not be accepted. A “zero” mark will be applied. In the event of unusual, unforeseen circumstances (e.g., serious illness, family bereavement), students should discuss waiver of the penalty with the course controller prior to the deadline date.

Mandatory Course Requirements

Obtaining Terms

To obtain terms to sit the final examination in this course, students are required to attend and participate in classes, submit both take-home assignments, and achieve at least forty percent of the total marks available for term work.

Passing the Course

In order to pass this course, students are required to obtain at least forty percent of the final examination marks available, and obtain at least fifty percent of the overall course marks available.

Victoria MBA Grading Standards are as follows:

Excellent Category

A- (75 – 79%) to A (80 – 85%) to A+ (above 85%): The learning is demonstrated to a very high level of proficiency, i.e. it is at a standard that makes it exceptional at Master's level.

Very Good Category

B+ (70 – 74%): The learning is demonstrated at a high standard. Students have reached a level that clearly exceeds “competency”.

Good Category

B (65 – 69%): The learning is clearly demonstrated without being exceptional in any way. Students can be thought of as fully competent.

Satisfactory Category

B- (60 – 64%): The learning is demonstrated without being exceptional in any way. Students can be thought of as competent.

Marginal Category

C (50 – 54%) to C+ (55 – 59%): The learning is demonstrated to a minimally acceptable level. There may be flaws but these are not serious enough to “fail” the student.

Unsatisfactory / Failure Category

E (0 – 39%) to D (40 – 49%): The learning is absent or performed to a very low level, or the performance is seriously flawed.

Individual Work

While the Victoria MBA programme has a tradition of study group collaboration, there are important elements in the assessment process that are strictly individual. Collaboration on individual assignments is not allowed beyond general discussion as to how one might interpret the nature of the assignment question. Please do not work together to formulate a response and do not loan out your completed assignments.

Referencing

There are many different styles of referencing and the Faculty of Commerce & Administration at VUW has decided to make APA (American Psychological Association) referencing style the common standard across the Faculty. The Commerce and Central Libraries hold the APA Style Guide. You can also access the information from the online VUW library site (<http://www.vuw.ac.nz/library/resources/virtualref.shtml#style>).

Communication of Additional Information

Additional information and information on any changes will be conveyed to students via class announcements and in written form on the university blackboard server for MMBA 502.

Lecture Schedule – MMBA 502

Week	Date	Topic
<u>Part 1: Legal Issues in Commercial Transactions</u>		
1	27 February	- Topics Introduction (Part 1) - Civil Legal Obligations: Contract/Tort/Equity/Statutory - Civil Legal Obligations: Contract Law - Foundation for a Contract: Phenomena of Agreement
2	6 March	- Phenomena of Agreement (contd.)
3	13 March	- Civil Legal Obligations: Tort/Negligence
4	20 March	- Civil Legal Obligations: Economic Torts
5	27 March	- Civil Legal Obligations: Equity/Fiduciary Duties
<u>Part 2: Legal Issues in Corporate Governance</u>		
6	3 April	- Topics Introduction (Part 2) - TBA
7	24 April	- TBA
8	1 May	- TBA
9	8 May	- TBA
10	15 May	- TBA
11	22 May	- Revision: Part 1
12	29 May	- Revision: Part 2

Faculty of Commerce and Administration Offices

Railway West Wing (RWW) - FCA Student Administration Office

The Student Administration Office is located on the ground and first floors of the Railway West Wing. The ground floor counter is the first point of contact for general enquiries and FCA forms. Student Administration Advisers are available to discuss course status and give further advice about FCA qualifications. To check for opening hours call the office on (04) 463 5376.

Easterfield (EA) - FCA/Law Kelburn Office

The Kelburn Campus Office for the Faculties of Commerce & Administration and Law is situated in the Easterfield Building - it includes the ground floor reception desk (EA005) and offices 125a to 131 (Level 1). The office is available for the following:

- Duty tutors for student contact and advice.
- Information concerning administrative and academic matters.
- FCA Student Administration forms (e.g. application for academic transcripts, requests for degree audit, COP requests).
- Examinations-related information during the examination period.

Check with the Student Administration Office for opening times (04) 463 5376.

General University Policies and Statutes

Students should familiarise themselves with the University's policies and statutes, particularly those regarding assessment and course of study requirements, and formal academic grievance procedures.

Student Conduct and Staff Conduct

The Statute on Student Conduct together with the Policy on Staff Conduct ensure that members of the University community are able to work, learn, study and participate in the academic and social aspects of the University's life in an atmosphere of safety and respect. The Statute on Student Conduct contains information on what conduct is prohibited and what steps can be taken if there is a complaint. For queries about complaint procedures under the Statute on Student Conduct, contact the Facilitator and Disputes Advisor. This Statute is available in the Faculty Student Administration Office or on the website at: www.vuw.ac.nz/policy/StudentConduct.

The policy on Staff Conduct can be found on the VUW website at: www.vuw.ac.nz/policy/StaffConduct.

Academic Grievances

If you have any academic problems with your course you should talk to the tutor or lecturer concerned or, if you are not satisfied with the result of that meeting, see the Head of School or the Associate Dean (Students) of your Faculty. Class representatives are available to assist you with this process. If, after trying the above channels, you are still unsatisfied, formal grievance procedures can be invoked. These are set out in the Academic Grievances Policy which is published on the VUW website:

www.vuw.ac.nz/policy/AcademicGrievances.

Academic Integrity and Plagiarism

Academic integrity is about honesty – put simply it means **no cheating**. All members of the University community are responsible for upholding academic integrity, which means staff and students are expected to behave honestly, fairly and with respect for others at all times.

Plagiarism is a form of cheating which undermines academic integrity. Plagiarism is **prohibited** at Victoria.

The University defines plagiarism as follows:

Plagiarism is presenting someone else's work as if it were your own, whether you mean to or not.

'Someone else's work' means anything that is not your own idea, even if it is presented in your own style. It includes material from books, journals or any other printed source, the work of other students or staff, information from the Internet, software programmes and other electronic material, designs and ideas. It also includes the organization or structuring of any such material.

Plagiarism is not worth the risk.

Any enrolled student found guilty of plagiarism will be subject to disciplinary procedures under the Statute on Student Conduct (www.vuw.ac.nz/policy/studentconduct) and may be penalized severely. Consequences of being found guilty of plagiarism can include:

- an oral or written warning
- suspension from class or university
- cancellation of your mark for an assessment or a fail grade for the course.

Find out more about plagiarism and how to avoid it, on the University's website at: www.vuw.ac.nz/home/studying/plagiarism.html.

Students with Disabilities

The University has a policy of reasonable accommodation of the needs of students with disabilities. The policy aims to give students with disabilities an equal opportunity with all other students to demonstrate their abilities. If you have a disability, impairment or chronic medical condition (temporary, permanent or recurring) that may impact on your ability to participate, learn and/or achieve in lectures and tutorials or in meeting the course requirements, then please contact the Course Coordinator as early in the course as possible. Alternatively you may wish to approach a Student Adviser from Disability Support Services to confidentially discuss your individual needs and the options and support that are available. Disability Support Services are located on Level 1, Robert Stout Building, or phoning 463-6070, email: disability@vuw.ac.nz. The name of your School's Disability Liaison Person can be obtained from the Administrative Assistant or the School Prospectus.

Student Support

Staff at Victoria want students' learning experiences at the University to be positive. If your academic progress is causing you concern, please contact the relevant Course Co-ordinator, or Associate Dean who will either help you directly or put you in contact with someone who can.

The Student Services Group is also available to provide a variety of support and services. Find out more at www.vuw.ac.nz/st_services/ or email student-services@vuw.ac.nz.

VUWSA employs two Education Coordinators who deal with academic problems and provide support, advice and advocacy services, as well as organising class representatives and faculty delegates. The Education Office is located on the ground floor, Student Union Building, phone 463 6983 or 463 6984, email education@vuwsa.org.nz.

Manaaki Pihipihinga Maori and Pacific Mentoring programme (Faculties of Humanities and Social sciences and Commerce and Administration).

- **What:** Academic Mentoring for Maori and Pacific students studying at all levels in the above faculties. Weekly sessions for an hour with a mentor to go over assignments and any questions from tutorials or lectures. Registered students can use the faculty's study rooms and computer suite at any time at Kelburn and Pipitea.
- Mature student and Post grad network

If you would like to register as a mentor or mentee please contact the coordinator.

Where:

Melissa Dunlop
Programme Coordinator
Room 109 D
14 Kelburn Parade: back courtyard
Ph: (04) 463 6015
Email: Maori-Pacific-Mentoring@vuw.ac.nz

Please Note: A mentoring room will also be running at Pipitea Campus starting January. Please contact the Programme Coordinator for details.