

SCHOOL OF ACCOUNTING & COMMERCIAL LAW

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COML 111 LAW FOR BUSINESS

Trimester Two 2006

COURSE OUTLINE

Contact Details

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Class Times and Room Numbers

Monday, Tuesday and Thursday, 10.00-11.00am, MCLT101

Course Objectives

Students passing this course should be able to:

1. Understand the general legal environment within which business enterprises operate in New Zealand.
2. Understand the significance of statute and case law, and the general operation of the legal system.
3. Attain an understanding of basic legal structures and the law that constitute and regulate businesses and the business environment.
4. Identify legal issues and provide potential solutions to legal problems within the business environment.

Course Content

A general introduction to the legal issues encountered in business with particular emphasis on business enterprises. A wide variety of legal issues will be covered in this context, including the formation and management of business enterprises, responsibilities and duties of directors, employment and contract law, consumer law, and issues in tax law, and the law relating to intellectual property.

Readings

I. Eagles et al., Law in Business & Government in New Zealand (Palatine Press, Auckland)
P Gerbic & M. Lawrence: Understanding Commercial Law (Butterworths, Wgtn)
J. Hubbard, C Thomas, S.Varnham: Principles of Law for New Zealand Business (Pearson Education NZ Ltd, Auckland)
M.McDowell & D.Webb: The New Zealand Legal System (Butterworths, Wgtn)
R.D. Mullholland: Introduction to the New Zealand Legal System (Butterworths, Wgtn)

Note: Students are **NOT** required to purchase any of these books.

Textbook

The text for the course consists of **two sets of course materials** available from the student notes shop at a cost of \$17-20. It is highly recommended that, prior to lectures, you read the appropriate sections of the course materials as indicated in the course materials or by the lecturers. There is no charge for class handouts. Copies of class handouts will also be available on Blackboard.

Assessment Requirements

The items of assessment for this course are a terms test, a legal exercise, and a final examination. Students must do **all three** items of assessment. The legal exercise and terms test must be to a satisfactory standard in order to meet the “course requirements” (see below). However, the marks for these items of assessment will be totalled in whichever of the following three ways is most favourable to the student.

EITHER	Terms Test	100 marks	20%
	Legal Exercise	150 marks	30%
	Final Exam	<u>250 marks</u>	50%
	TOTAL	<u>500 marks</u>	100%

OR	Terms Test	100 marks	20%
	Final Exam	<u>400 marks</u>	80%
	TOTAL	<u>500 marks</u>	100%

(In this case the mark for the Legal Exercise will not count)

OR	Legal Exercise	150 marks	30%
	Final Exam	<u>350 marks</u>	70%
	TOTAL	<u>500 marks</u>	100%

(In this case the mark for the Terms Test will not count)

The Legal Exercise is due on Friday 22 September. (Exercises can be placed in the box marked “COML 111 Legal Exercises” on the second floor of the Murphy Building.)

In order to obtain an A+ pass, a student will require a total of at least 85 marks, an A pass requires a total of at least 80%, an A- pass requires a total of at least 75%, a B+ pass requires a total of at least 70%, a B pass requires a total of at least 65%, a B- pass requires a total of at least 60%, a C+ pass requires a total of at least 55% and a C pass requires a total of at least 50%. *No student will be credited with a pass if she/he does not get at least 40% in the final examination, irrespective of in-term percentages.*

Tutorial Sessions

There will be 8 tutorials, in the weeks beginning:

1. 24 July
2. 31 July
3. 7 August
4. 11 September
5. 18 September
6. 25 September
7. 2 October
8. 9 October

You will be given an opportunity to sign up for the tutorials on a first-come-first served basis. You must sign up on Blackboard (<http://blackboard.scs.vuw.ac.nz>). The instructions for signing up are attached as page 9 of this Course Outline and will also be posted on the Announcements section of **Course COML 111** on Blackboard. The completed tutorial lists will be posted on the commercial law notice board and Murphy level two notice boards.

The tutorial programme contains a number of questions which are related to, and approximately in sequence with the lecture programme. These questions will be assigned by your tutor to students who will be expected to deal with them orally for about five minutes, to be ready to lead any tutorial discussion that may arise and to present a written answer to their assigned question. Each student can expect to be asked to present an answer to at least one tutorial question. The programme is flexible and your tutor may depart from it in some cases. For ALL tutorials everyone should be able to demonstrate that they have prepared for discussion of all questions. Tutorial discussion questions will be handed out in lectures.

Terms Test

The Terms Test will be held on **Thursday 17 August**. The **Room location and time to be advised**. All students must attend the Terms Test. Material which is examinable for the Terms Test includes all material taught in the first 5 weeks of the course (that is, up to and including Thursday 10 August).

Your terms test script will be marked and returned to you.

Legal Exercise

The Legal Exercise is 1500 words (max), due **Friday 22 September** (see further information below). The Legal Exercise topic will be distributed in lectures.

Basic Requirement For Your Exercise

(Note that marks will be deducted for failure to comply with these requirements.)

1. Do not grossly exceed the 1500 word limit (10% tolerance is acceptable) - after this point the work will not be marked.
2. The due date of Friday 22 September will be strictly adhered to and late exercises will have a flat 5% penalty deducted per day late. (For example, a mark of 67% would become 62% a day later). (However, if you consider you have a good reason for not meeting this deadline, please see the course coordinator as soon as you know you will have this problem and before the due date.) Exercises can of course be handed in early.
3. Use footnotes to reference ideas or quotations from another work. For guidance on footnoting, look at the way this is done in the chapters included in your course materials. Please note that you should not cite lecture notes or your course materials. Cite the specific article or chapter instead. If quoting websites, use only websites with authoritative value, and cite that authority along with the website details (eg. www.nzx.com for the New Zealand Stock Exchange).
4. There should be a bibliography, listing the sources of information you have used for your exercise (note that a bibliography is not a substitute for footnotes - you must have both).
5. Provide a separate cover sheet that shows:
 - The Title
 - Your Name
 - The Course Code
6. Leave a 2 inch (5 cm) margin, to enable room for comments.
7. Write clearly or type your work.
8. Do not plagiarise. Plagiarism is not acceptable in any form in University courses. Plagiarism takes many forms and includes:
 - Deliberately copying another student's work;
 - Copying directly from textbooks and other sources without using quotation marks;
 - Not acknowledging the sources you have used in your work (ie you must cite all references);
 - Re-submitting an assignment used in one course as an original piece of work for another course.

Work which shows evidence of plagiarism will be penalised in line with the seriousness of the case. This may involve work being returned unmarked. In extreme cases, University academic disciplinary procedures may be invoked. (See General University Policies and Statutes – pg8).

Guide To Your Legal Exercise Writing

Exercises are intended to encourage you to read, to organise what you read, to think about it, to summarise it, to comment on its significance, and to make judgements and comparisons where necessary. We want you to develop your own ability to think and to research. We are looking for evidence that you have thought carefully and critically about the ideas that you are exposed to.

(a) The question

Read the question carefully. Note key words such as: assess, compare, relate etc. Be sure that you understand the topic. If you don't, make the appropriate enquiries. Do not ignore any part of the question.

(b) Structure the answer

When you have decided what the wording asks you to do, a number of points will suggest themselves, depending on your background knowledge. Limit yourself rigorously to those points you consider relevant to answering the question. If you fill your answer with irrelevant material it will only demonstrate that you have not understood the question. Each paragraph should be a cohesive, integrated unit, dealing with one main idea. There will be explanation or elaboration, leading to a summation or judgement, with a clear link to the next paragraph. Paragraphs assist the reader to follow, stage by stage, the process of your argument.

(c) Writing the exercise

Write clearly and simply. Often, reading the exercise aloud will help you to see if you are communicating effectively and whether your paragraphs flow naturally and in a logical sequence.

It is required by University Statute that you keep your language gender neutral. You can almost always avoid the clumsy "he/she" construction by using plurals or by restructuring the sentence.

Errors in grammar and spelling occur far too frequently. Use a dictionary, and when in doubt consult a reference book such as *Fowler's Modern English Usage*, or Wallace, D & Janet Hughes. 1995 *Style Book: A guide for New Zealand Writers and Editors*, GP Publications. Common problems are incorrect use of apostrophes, use of one sentence paragraphs, and sentences with no verbs.

Write legibly, on one side of the paper only. Typed or printed exercises should be double spaced. Make sure that you do not exceed the word limit for the exercise. Length is not a virtue, and can be a vice. Do not be afraid to stop writing if you feel you have covered the material satisfactorily. Reducing the length of your exercise to keep within the word limit often results in a more focused and better written exercise.

Mandatory Course Requirements

The minimum course requirements which you must satisfy in order to earn the right to sit the final examination and to be assessed for a final grade are:

1. Attend six out of eight tutorials.
2. Be prepared for a short oral presentation with written answers.
3. Obtain at least 40% for the terms test and legal exercise combined (Note: both terms test and exercise are compulsory).

A list of those students who have NOT met the course requirements will be posted on Blackboard. Students who have not met the course requirements will not receive a graded result for the course, and their records will show an ungraded fail.

To pass the course you must achieve an overall mark of at least 50% through the method of assessment set out above.

If you do not use your student email address as your normal email, it is your responsibility to ensure email sent to your student address is forwarded to your usual account.

Your SCS email can be forwarded to any other email account. This is done within the SCS email system by choosing OPTIONS and the GENERAL. Put the new address in the “forward all mail to the following address” field.

Basic case-study scenario

Three friends, Peter, Norman and Mary Jane have decided to set up in business together, capitalizing on the scientific knowledge of two of the friends and the business acumen and financial resources of Norman. Mary Jane and Peter studied biochemistry together at Victoria University in Wellington. Mary Jane went to Munich University to complete a PhD, and worked there for two years as a post-doctoral fellow, involved with the research into the use of spider silk, and the development of an artificially-produced commercial product. She has recently married a New Zealander and returned to New Zealand. Peter completed his PhD at Victoria University and went on to work for one of New Zealand's' Crown Research Institutes. The third member of the group, Norman, has been working for several years as a financial markets dealer. He has been very successful, and is now looking for a less stressful occupation in which he can invest his substantial funds, and use his entrepreneurial talents. Peter and Norman grew up in the same street, and have been friends for many years. Both are members of the local sky diving club, and have recognised the business opportunities existing for a material which is as light and strong as spider silk. (Spider silk is light weight, flexible, water proof, repairs itself when water is added, and is one of the toughest materials in the world).

Faculty of Commerce and Administration Offices

Railway West Wing (RWW) - FCA Student and Academic Services Office

The Faculty's Student and Academic Services 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 Student and Academic Services Office on (04) 463 5376.

Easterfield (EA) - FCA/Education/Law Kelburn Office

The Kelburn Campus Office for the Faculties of Commerce and Administration, Education 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.
- Forms for FCA Student and Academic Services (e.g. application for academic transcripts, requests for degree audit, COP requests).
- Examinations-related information during the examination period.

To check for opening hours call the Student and Academic Services Office on (04) 463 5376.

General University Policies and Statutes

Students should familiarise themselves with the University's policies and statutes, particularly the Assessment Statute, the Personal Courses of Study Statute, the Statute on Student Conduct and any statutes relating to the particular qualifications being studied; see the Victoria University Calendar available in hard copy or under 'About Victoria' on the VUW home page at www.vuw.ac.nz.

Student 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 are to be taken if there is a complaint. For information about complaint procedures under the Statute on Student Conduct, contact the Facilitator and Disputes Advisor or refer to the statute on the VUW policy 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; class representatives may be able to help you in this. If you are not satisfied with the result of that meeting, see the Head of School or the relevant Associate Dean; VUWSA Education Coordinators are available to assist in 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 at 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. The University defines plagiarism as follows:

The presentation of the work of another person or other persons as if it were one's own, whether intended or not. This includes published or unpublished work, material on the Internet and the work of other student or staff.

It is still plagiarism even if you re-structure the material or present it in your own style or words.

Note: It is however, perfectly acceptable to include the work of others as long as that is acknowledged by appropriate referencing.

Plagiarism is prohibited at Victoria and is not worth the risk. Any enrolled student found guilty of plagiarism will be subject to disciplinary procedures under the Statute on Student Conduct and may be penalised severely. Consequences of being found guilty of plagiarism can include:

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

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 Impairments

The University has a policy of reasonable accommodation of the needs of students with disabilities. The policy aims to give students with disabilities the same opportunity as 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, 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 (DSS) to discuss your individual needs and the available options and support on a confidential basis. DSS are located on Level 1, Robert Stout Building, telephone (04) 463 6070, email disability@vuw.ac.nz. The name of your School's Disability Liaison Person is in the relevant prospectus or can be obtained from the School Office or DSS.

Student Support

Staff at Victoria want students to have positive learning experiences at the University. Each Faculty has a designated staff member who can either help you directly if your academic progress is causing you concern, or quickly put you in contact with someone who can. Assistance for specific groups is also available from the Kaiwawao Māori, Manaaki Pihipihinga or Victoria International.

In addition, the Student Services Group (email student-services@vuw.ac.nz) is available to provide a variety of support and services. Find out more at www.vuw.ac.nz/st_services/.

VUWSA employs 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 (tel. 04 463 6983 or 04 463 6984, email education@vuwsa.org.nz) is located on the ground floor, Student Union Building.

Manaaki Pihipihinga - Maori and Pacific Mentoring Programme (Faculty of Commerce and Administration)

This is a mentoring service for Maori and Pacific students studying at all levels. Weekly one hour sessions are held at the Kelburn and Pipitea Campuses in the Mentoring Rooms, 14 Kelburn Parade, and Room 210 and 211, Level 2, Railway West Wing. Sessions cover drafting and discussing assignments, essay writing, and any questions that may arise from tutorials and/or lectures. A computer suite networked to Cyber Commons is available for student use.

To register with Manaaki Pihipihinga, please contact one of the following:

Puawai Wereta
Room 210, Level 2
Railway West Wing
Tel. (04) 463 8997
Email: Puawai.Wereta@vuw.ac.nz

Fa'afai Seiuli
Room 109 B
14 Kelburn Parade
Tel. (04) 463 5842
Email: Faafoi.Seiuli@vuw.ac.nz

Tutorial Sign-up

To sign up for COML 111 tutorials you need to follow the instructions below. Please note that the [Blackboard](#) login procedure has changed. To login to [Blackboard](#) you must use your Victoria University student domain (SCS) user name and password.

1. To sign up select the '**Discussion Board**' button on the left hand side of the screen.
2. Click on '**Tutorial Sign-up**', which will open a list of tutorial times. Click on the tutorial time of your choice. To register your name for this tutorial you must then click on the '**Reply**' button at the bottom of the page.
3. Place an 'x' in the **message** box which is below **subject** and click on '**submit**' at the bottom of the page. You have now registered for this tutorial. Your name should appear under the tutorial of your choice. **Please remember only 15 students per tutorial are accepted.** Count the number of names under the tutorial to ensure that there are no more than **15** names.
4. If you need to change your tutorial group, please **remove** your name from the first tutorial you signed up for. To do this, follow steps 1-3. Select '**Tutorial Sign-up**' and double click on the tutorial time beside your name. Click the '**remove**' button, followed by **OK**. You can now choose a different tutorial time by following steps 3 and 4.
5. Any student who signs up more than **once** may either be placed into their last requested tutorial or they may have their name deleted from all multiple sign ups.
6. Any student who has signed up **after** a tutorial group has been filled will be placed into the next available tutorial group according to availability.

COML 111 : Mon, Tues, Thurs 10-11

Week	Lecture	Lecturer	Topic	Tutorial
1.	Monday 10 July Tuesday 11 July Thursday 13 July	Yvonne van Roy Yvonne van Roy Yvonne van Roy	Course Admin & intro – setting the scene - video Getting the business started: business structures. Partnership, Companies	
2.	Monday 17 July Tuesday 18 July Thursday 20 July	David Dunbar David Dunbar David Dunbar	Company Law issues – Structures, directors duties Company Law issues, directors, creditors Company Law issues	
3.	Monday 24 July Tuesday 25 July Thursday 27 July	David Dunbar David Dunbar David Dunbar	I P Law and Trade secrets, Passing off I P Law – Patent Law I P Law – copyright Law	1. Yvonne
4.	Monday 31 July Tuesday 1 August Thursday 3 August	Yvonne van Roy Yvonne van Roy Yvonne van Roy	Buying equipment and services – Contract Law Contract Law Real Property, rentals, leases	2. David
5.	Monday 7 August Tuesday 8 August Thursday 10 August	Yvonne van Roy Yvonne van Roy Yvonne van Roy	Business & Legislation, regulatory issues Resource Management Act & Treaty Issues Criminal Liabilities	3. David
6.	Monday 14 August Tuesday 15 August Thursday 17 August	Yvonne van Roy Yvonne van Roy Yvonne van Roy	Tort Liabilities – negligence, nuisance, ACC Tort Liabilities <u>TERMS TEST</u>	No Tutorials

(Mid-Trimester Break (21 August – 1 September))

Week	Lecture	Lecturer	Topic	Tutorial
7.	Monday 4 September Tuesday 5 September Thursday 7 September	David Dunbar David Dunbar David Dunbar	Asset protection: Relationships, Trusts Asset Protection Asset Protection	No Tutorial
8.	Monday 11 September Tuesday 12 September Thursday 14 September	David Dunbar David Dunbar David Dunbar	Listing on the Stock Exchange Raising money from the public Raising money from the public	4. Yvonne
9.	Monday 18 September Tuesday 19 September Thursday 21 September	David Dunbar David Dunbar David Dunbar	Employment Law & Restraint of Trade Obligations Entities and Taxation Entities and Taxation	5. David

Legal Exercise Due Friday 22 September 12.00pm

10.	Monday 25 September Tuesday 26 September Thursday 28 September	Yvonne van Roy Yvonne van Roy Yvonne van Roy	Anti Competitive Conduct – Collusion Anti Competitive Conduct – Vertical Restraints: RPM&EDCS Abuse of market Power	6. David
11.	Monday 2 October Tuesday 3 October Thursday 5 October	Yvonne van Roy Yvonne van Roy Yvonne van Roy	Consumer Law: CG Act Consumer Law: Fair Trading Consumer Law: Fair Trading	7. Yvonne
12.	Monday 9 October Tuesday 10 October Thursday	David Dunbar Both Yvonne van Roy	Insolvency Revision Revision	8. Yvonne