

## SCHOOL OF ACCOUNTING & COMMERCIAL LAW

### COML 111 LAW FOR BUSINESS

Trimester Two 2009

### COURSE OUTLINE

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#### 1 Names and Contact Details

##### Course Co-ordinator/Lecturer

Associate Professor  
David Dunbar      RH 610      Phone: 463 7422  
Email:              [david.dunbar@vuw.ac.nz](mailto:david.dunbar@vuw.ac.nz)

##### Other Lecturer

Associate Professor  
Yvonne van Roy      RH 605      Phone: 463 6762  
Email:              [Yvonne.vanRoy@vuw.ac.nz](mailto:Yvonne.vanRoy@vuw.ac.nz)

**Administrator**              The *Administrator* is Danielle Van Resseghem,  
Reception (RH 708), Phone direct 463 7465, or e-mail  
[Danielle.VanResseghem@vuw.ac.nz](mailto:Danielle.VanResseghem@vuw.ac.nz)

The Administrator should be contacted in relation to any changes to scheduled tutorial attendance and other enquiries, of an administrative nature. Uncollected and misplaced tutorial bullet-point summary enquiries should be directed to your tutor in the first instance - if unsuccessful, please see the Administrator.

Should your performance in this course in relation to any of the specified mandatory course requirements be impeded by unforeseeable events (or circumstances such as sickness, bereavement of a close relative or other such personal difficulties), you should contact the Administrator as soon as is reasonably possible. You will be required to complete a form, which will need to be approved by the course co-ordinator. **Do not delay this until the end of the course or when final results are posted.**

#### 2 Trimester Dates

- Teaching period: Monday 13 July to Friday 16 October 2009
- End of Year Study Period: Monday 19 October to 26 October 2009.
- Examination Period: Tuesday, 27 October to Saturday 14 November 2009 (inclusive). There will be a 3 hour registry conducted final exam held during the examination period.

### **3 Withdrawal dates**

Information available via

<http://www.victoria.ac.nz/home/admisenrol/payments/withdrawalsrefunds.aspx>

### **4 Class Times and Room Numbers**

Monday, Wednesday and Friday, 14.10 – 15.00pm, MCLT 103

#### **4.1 Tutorial Sessions**

There will be 10 tutorials, in the weeks beginning:

1. 27 July
2. 3 August
3. 10 August
4. 17 August
5. 7 September
6. 14 September
7. 21 September
8. 28 September
9. 5 October
10. 12 October.

You will be given an opportunity to sign up for the tutorials on a first-come-first served basis. The instructions for signing up are attached as the last page (11) of this Course Outline and will also be posted on Blackboard. The completed tutorial lists will be posted on the commercial law notice board and Murphy level two notice boards.

### **5 Course Learning Objectives**

By the end of this course, students should be able to:

- 1 describe how the general legal environment impacts on business in New Zealand;
- 2 analyse the legal constraints on business;
- 3 describe the basic legal structures that constitute businesses and the law that regulates businesses and the business environment;
- 4 identify legal issues and provide potential solutions to legal problems within the business environment.

### **6 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, tort law, consumer law, and the law relating to intellectual property, asset protection, and taxation.

### **6.1 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 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).

## **7 COURSE DELIVERY**

The course will be delivered via 3 weekly lectures for 12 weeks and 10 tutorials starting at the beginning of week three.

## **8 EXPECTED WORKLOAD**

You should expect to spend on average 8 hours per week on the course (excluding travelling time and study for the two exams). How this time is made up will vary from week to week, but would typically comprise:

- 2 hours in scheduled lectures;
- 4 hours preparing for and participating in tutorials and completing the legal exercise;
- 2 hours reading for lectures, and revising lecture and tutorial notes.

Unless you keep up with the course work, you are likely to face considerable problems catching up in order to be adequately prepared for the in class Mid Term Test and the final exam.

In order to benefit from lectures you should read the relevant sections of the Course Materials Book (CMB) and the textbook relating to each lecture topic **before** the lectures.

## **9 GROUP WORK**

There is NO group work in this course.

## **10 Readings**

- 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.**

## 11 Materials and Equipment: TEXTBOOK

The text for the course consists of **two sets of course materials** available from the student notes shop. It is highly recommended that, prior to lectures you read the appropriate section from course materials (as indicated in the course materials or by the lecturers). There is no charge for class handouts. Copies of all class handouts will also be available on Blackboard.

## 12 Assessment Requirements

The three items of assessment for this course are:

1. a terms test,
2. a legal exercise,
3. a final examination.

Students **must attempt all three items of assessment**. The legal exercise and terms test must be completed to a satisfactory standard in order to meet the “mandatory course requirements” outlined in section 16 below. However, the marks for these items of assessment will be totalled in whichever of the following three combinations is **most favourable to the student**.

<b>12.1 First option :</b>	Mid Term Test	100 marks	20%
	Legal Exercise	150 marks	30%
	Final Exam	<u>250 marks</u>	50%
	TOTAL	<u>500 marks</u>	100%

<b>12.2 Second option:</b>	Mid Term 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)

<b>12.3 Third option:</b>	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 *Mid Term Test* will **not** count)

### 12.4 Two over riding requirements

The overall mark calculated in accordance with the most favourable of the above three options is subject to the following two over riding requirements.

1. No student will be credited with a pass if she/he does not achieve at least 40% in the **final examination**, irrespective of in-term percentages, and
2. No student will be credited with a pass if he/she does not meet the Mandatory Course Requirements outlined in section 16 below.

## 13 Mid Term Test

The **50 minute Mid Term Test** will be held in class on **Thursday 20 August** which is the last class before the mid semester break. The **Room location and time will be advised. All students must do the Terms Test.**

The material which is examinable for the Mid Term Test includes all material taught in the first 5 and half weeks of the course (that is, up to and including Tuesday 18 August).

Your Mid Terms test script will be marked and returned to you in a tutorial.

#### **14 Final Examination**

There will be a final examination for this course scheduled during the period from Tuesday 27 October to Saturday 14 November 2009. The duration of the exam will be **3 hours**. The final exam will cover the entire course. Subject to the results of the Mid Term Test, the emphasis will be on the last six weeks of material covered in lectures and tutorials

#### **15 Legal Exercise**

The Legal Exercise is 1500 words (max), due **Friday 19 September** (see further information below). The Legal Exercise topic will be distributed in lectures. Please note that the Legal Exercise is **compulsory**.

(Exercises should be placed in the box marked “COML 111 Legal Exercises” on the second floor of the Murphy Building.)

##### **15.1 Basic Requirement For Your Exercise**

**(Note: 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 18 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](http://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.

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.

##### **15.2 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.

## **16 Penalties**

The due date of **Friday 18 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.**

## **17 Mandatory Course Requirements**

To meet the mandatory course requirements you must:

1. Attend **six** out of **ten** tutorials; and
2. Obtain at least 40% for the Mid Term Test and legal exercise combined (Note: **both** terms test and legal exercise are compulsory); and

3. Obtain at least 40% in the final exam; and

4. Obtain an overall mark of at least 50%.

Failure to meet mandatory course requirements will mean the student will not pass the course and will receive either a K, D or E grade, depending on whether you achieve 50% or not in the course overall.

## **18 COMMUNICATION OF ADDITIONAL INFORMATION**

Any additional information provided during lectures or information on changes to any aspects of the course will be conveyed to students through Blackboard announcements.

## **19 FOR THE FOLLOWING IMPORTANT INFORMATION FOLLOW THE LINKS PROVIDED**

### **19.1 Academic Integrity and Plagiarism**

<http://www.victoria.ac.nz/home/study/plagiarism.aspx>

### **19.2 General University Policies and Statutes**

<http://www.victoria.ac.nz/home/about/policy/academic.aspx>

### **19.3 Faculty of Commerce and Administration Offices**

<http://www.victoria.ac.nz/fca/studenthelp/Contactus.aspx>

### **19.4 Manaaki Pihipihinga Programme**

[http://www.victoria.ac.nz/st\\_services/mentoring/](http://www.victoria.ac.nz/st_services/mentoring/)

**COML 111 2009: Lecture Programme: Tuesday, and Thursday  
14.10 - 15.00, in HULT 323**

<b>Week</b>	<b>Lecture</b>	<b>Lecturer</b>	<b>Topic</b>	<b>Tutorial</b>
1	July 14 July 16	DGD DGD	<i>Course Admin v Intro - Setting the Scene - video</i> Getting the Business started:- <i>Sole Trader, Partnership, Registered Company</i>	<b>No Tutorial</b>
2	July 21 July 23	DGD DGD	Company law issues: <i>recap, shareholder agreements, Directors Reckless Trading, Conflicts of Interest</i>	<b>No Tutorial</b>
3	July 28 July 30	DGD DGD	Protecting the Company's Intellectual Property: <i>Copyright, Patents, Confidential Information, Trademarks</i>	<b>Tutorial 1</b>
4	Aug 4 Aug 6	DGD DGD	Employment Law: <i>employees/independent contractor, terms and conditions, termination of employment.</i>	<b>Tutorial 2</b>
5	Aug 11 Aug 13	YvR YvR	Contracts <i>basic elements</i> <i>Offer, Acceptance, Consideration (etc)</i>	<b>Tutorial 3</b>
6	Aug 18 Aug 20	YvR	Contracts (cont) <b><u>Mid Term Test in class time</u></b>	<b>Tutorial 4</b>
<b>Mid-Trimester Break 24 August to 7 September</b>				
7	Sept 8 Sept 10	YvR YvR	Contracts (cont) Tort Law, <i>Negligence, Liability in Tort</i>	<b>Tutorial 5</b>
8	Sept 15 Sept 17	YvR YvR	Consumer Law <i>The Fair Trading Act</i> <i>The Consumer Guarantees Act</i>	<b>Tutorial 6</b>
9	Sept 22 Sept 24	YvR YvR	<b><i>Legal Exercise due Friday 19 September, 5pm</i></b> Consumer Law (cont)	<b>Tutorial 7</b>
10	Sept 29 Oct 1	YvR YvR	Liability for Anti-Competitive Conduct <i>The Commerce Act</i>	<b>Tutorial 8</b>
11	Oct 6 Oct 8	DGD DGD	Asset protection <i>trusts</i>	<b>Tutorial 9</b>
12	Oct 13 Oct 15	DGD DGD	Entities and taxation Revision.	<b>Tutorial 10</b>



## COML 111 2009: Detailed Tutorial Signup Instructions

1. Go to the signup website at: <https://signups.victoria.ac.nz>
2. Enter your SCS username and password to login the system.
3. The “Signup Home” page opens. It displays all courses you are enrolled for and that use the S-Cubed Tutorial & Workshop Signup system. Click on the course you wish to sign up for.
4. The selected course page opens. It will show the course contact and brief details of the signup instructions. A “key” is provided at the bottom that explains all buttons and what they do.
5. The schedule of tutorials includes the day/time, location, maximum group size, and spaces left in the tutorial sessions.
6. If there are spaces left in a particular session, you will see the “ENROL” button next to it. You can click this button to enrol yourself into that tutorial session.
7. If there are NO more spaces left in a particular session, you will see the “JOIN WAITLIST” button, if available. You can click this button to join the waitlist for that tutorial session. Please note that you will be removed from any other waitlist you may have joined earlier. If somebody withdraws from this session, you will automatically be moved up the waitlist or enrolled into the session. In this case you are enrolled in the session; an email will be sent to you if you are enrolled into the session from a waitlist.
8. You can only “JOIN WAITLIST” if you have already enrolled in one of the other available sessions. In other words, “ENROL” in one session and then you can choose to join the waitlist for another preferred session.
9. You can choose to “WITHDRAW” from a session you have already enrolled for. You can also choose to “CANCEL WAITLIST” to remove yourself from a particular waitlist.
10. A “FULL” button indicates all seats and waitlist are full for that tutorial session. You must choose another session.
11. More details on the various buttons are available in the “Key” section at the bottom of the signup page.
12. You should “ENROL” in only ONE tutorial session and may “JOIN WAITLIST” for only ONE other tutorial session.
13. You can login and signup (or change your signup) anytime before the **closing date of the tutorial signup. You will NOT be able to sign up or change your choice after the tutorial signups have closed.**
14. You can view/confirm details of the sessions you are enrolled and waitlisted for, such as day/time and location by clicking on “My Signups” on the left hand menu.
15. Click on “Support” on the left hand menu if you are having problems.

This online signup system is available around the clock over the internet. Any requests after this date will need to be manually handled by the course administrator. You will need to submit a written application stating the reason why you were not able to sign up on time using the online system, along with other relevant documentation such as medical certificate etc.

Finally, **you must always attend the tutorial sessions that you have signed up for.** If you attend a different session, your attendance may not be recorded.