

School of Accounting & Commercial Law

COML 303 LAW OF ORGANISATIONS

Trimester Two 2009

COURSE OUTLINE

Names and Contact Details

<u>Academic:</u>	<i>Course Co-ordinator & Lecturer</i>	<i>Room</i>	<i>Phone</i>
	Trish Keeper E-mail address: Trish.Keeper@vuw.ac.nz	RH 721	463-5203
	<i>Lecturers</i> Christopher Cripps E-Mail address: Christopher.Cripps@vuw.ac.nz	RH 705	463-5757
	Yvonne van Roy E-mail address: Yvonne.VanRoy@vuw.ac.nz	RH 605	463-6762
<u>Administrator:</u>	Rainet Mutandwa E-mail address: Rainet.Mutandwa@vuw.ac.nz	RH 708	463-5383

Trimester Dates

Teaching Period: Monday 13 July to Friday 16 October 2009

End of Year Study Period: Monday 19 October to Monday 26 October 2009

Examination Period: Tuesday, 27 October to Saturday, 14 November 2009 (inclusive).

Note: Students who enrol in courses with examinations should be able to attend an examination at the University at any time during the formal examination period.

Withdrawal dates: Information available via

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

Class Times and Room Numbers

COML 303 is taught in the second trimester in 2009.

Lecture times: **Tuesday, Wednesday, Friday**
9.30am – 10.20am

All Lectures in RHLT 1

Tutorials: All students are required to attend one tutorial per week of tutorials. Tutorials will start in the **third** week of the semester, i.e. in the **WEEK COMMENCING 27 JULY 2009**.

There will be six tutorials in this course.

Course Content

The topics are listed below in the approximate order in which they are covered.

Provisional Lecture Programme 2009	Lecturer	Topic	Tutorial /Assessment
Week 1 (Week beginning 13 July) No Tutorial	Chris Cripps	Introduction to the law of business organisations Overview of different business structures	No Tutorial
Week 2 (Week beginning 20 July)	Yvonne van Roy	Partnership Law	No Tutorial
Week 3 (Week beginning 27 July)	Yvonne van Roy	Partnership Law	Tutorial 1
Week 4 (Week beginning 3 August)	Chris Cripps	Nature of corporation, constitution	Tutorial 2
Week 5 (Week beginning 10 August)	Chris Cripps	Names and liability of corporations	Tutorial 3
Week 6 (Week beginning 17 August)	Chris Cripps	Shareholders remedies	Terms Test No Tutorial
Mid semester break			
Week 7 (Week beginning 7 September)	Trish Keeper	Directors Duties	No tutorial
Week 8 (Week beginning 14 September)	Trish Keeper	Directors Duties and Accounting and Auditing requirements	Tutorial 4
Week 9 (Week beginning 21 September)	Trish Keeper	Corporate Insolvency: Overview	No tutorial
Week 10 (Week beginning 28 September)	Trish Keeper	Securities Markets regulation	Tutorial 5
Week 11 (Week beginning 5 October)	Trish Keeper	Securities Markets regulation	No Tutorial
Week 12 (Week beginning 12 October)	Trish Keeper	Securities Markets regulation	Tutorial 6

Course Learning Objectives

Student passing this course should be able to:

- Understand the development and functions of the New Zealand company and partnership law and associated areas of law.
- Explain the legal principles and policies that underlie the law of organisations.
- Identify and evaluate legal problems and issues that arise in selected areas within the law of organisations.
- Analyse the law from a perspective of identifying defects and proposing reforms.

Tutorial Sign-up

Tutorial sign-up will be via <https://signups.victoria.ac.nz> and should be done during the first week of trimester. The instructions for signing up are attached as page 6 of this Course Outline and will also be posted on the Announcements section of **Course COML 303** on Blackboard.

The completed tutorial lists will be posted on the Commercial Law noticeboard on the Mezzanine Floor of Rutherford House and on Blackboard.

An attendance register will be kept. If you find it necessary to miss a tutorial please try to notify the tutor or administrative coordinator in advance, so arrangements can be made for you to attend another tutorial stream. There are 6 tutorials in total. As emergencies and unexpected occurrences can occur, it is only mandatory to attend 4 of the tutorials as a course requirement. Accordingly you do not need to produce medical certificate or other documentation if you do not attend 1 or 2 of the 6 tutorials.

However if you attend less than 4 of the tutorials, you will need to produce medical certificate or equivalent documentation for all tutorials missed.

Course Delivery

The course will be delivered by lectures and tutorials. Before lectures you should read the assigned material on the reading list and for tutorials, students need to read and consider the tutorial questions before each tutorial. Some tutorials will be problem solving. It is recommended that students attempt to answer such questions before the tutorial by identifying the key issues, analysing the applicable law and applying to the facts. Other tutorials may require reading of relevant pages of the text book or additional material before the tutorial.

Expected Workload

For 300-level 24 points one trimester courses, 18 hours per week are recommended. An average student should spend 15 hours per week for preparation, reading, and writing in addition to attendance at lectures and tutorials.

Readings

Reading lists will be provided by the lecturers who are responsible for each topic. Additional material may be provided by individual lecturers.

Required Texts

Watson, Gunasekara, Gedye, Van Roy, Ross, Longdin, Sims and Brown, *The Law of Business Organisations*, Palatine Press, 5th ed (2009).

Recommended Text

Butterworths Company Law Statutes (8th edition) or equivalent book or copies of legislation

Additional Texts and Materials

John McDermott, *Understanding Company Law*, LexisNexis, Wellington, 2005. 3 copies of this text have been placed on Close Reserve in the Commerce Library.

G Walker, et al, *Commercial Applications of Company Law in New Zealand*, (2nd ed) CCH, Auckland 2005. 3 copies of this text have been placed on Closed Reserve in the Commerce Library.

The Bibliography section on Blackboard has more detail on other useful sources.

Materials and Equipment

Spare copies of this Course Outline and any course handout can be obtained from the shelves outside the lifts on level 7 of Rutherford House.

Assessment Requirements

Terms Test: **20% of the final mark.**
 Week 6
 Date: TBC

Assignment There is an **optional** 1500 word Essay due in week 9. If students submit an essay, this will count as 20% of their overall grade. If students do not submit an essay, then their final mark will consist of their terms test mark and their exam mark. The weighting will be 25% for test and 75% for exam.

Exam: **60 % of the final mark.**
 Date to be confirmed

Note: Your assessed work may also be used for quality assurance purposes, such as to assess the level of achievement of learning objectives as required for accreditation and audit purposes. The findings may be used to inform changes aimed at improving the quality of FCA programmes. All material used for such processes will be treated as confidential, and the outcome will not affect your grade for the course.

Materials permitted in Test and Examination

The Terms Test and Final Exam are both open book and you may bring whatever materials you like into the exam room. Be aware that lecturers do not have spare copies of books available for loan and it is your responsibility to make sure you have a copy of anything you may wish to refer to during the test and final exam.

Penalties

Any assignment handed in after the deadline for that assessment will be subject to an automatic 5 percent minimum penalty (and an additional 5 percent per day including Saturday and Sunday) unless prior permission has been granted or unless proof of exceptional circumstances can be produced. Also note the Turnitin notice below.

Mandatory Course Requirements

Students must attend 4 out of 6 tutorials.

Communication of Additional Information

Additional information concerning this course will be via Blackboard to which all students have access. Urgent notices will be circulated by email.

Use of Turnitin

Student work provided for assessment in this course may be checked for academic integrity by the electronic search engine <<http://www.turnitin.com>>. Turnitin is an on-line plagiarism prevention tool which compares submitted work with a very large database of existing material. At the discretion of the Head of School, handwritten work may be copy typed by the School and subject to checking by Turnitin. Turnitin will retain a copy of submitted materials on behalf of the University for detection of future plagiarism, but access to the full text of submissions will not be made available to any other party.

For the following important information follow the links provided:

Academic Integrity and Plagiarism

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

General University Policies and Statutes

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

Faculty of Commerce and Administration Offices

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

Manaaki Pihipihinga Programme

http://www.victoria.ac.nz/st_services/mentoring/

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.