

Victoria Management School

MMBA 502 COMMERCIAL LAW

Trimester One 2010

COURSE OUTLINE

Names and Contact Details COURSE COORDINATOR

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PROGRAMME ADMINISTRATOR

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TEACHING STAFF

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Trimester Dates

Teaching Period: Monday 1st March – Friday 4th June 2010

Study Period: Monday 7th June – Thursday 10th June 2010

Examination Period: Friday 11th June – Wednesday 30th June 2010 (inclusive)

Withdrawal from Courses:

Information available via

**Withdrawal dates: Late withdrawals with Associate Dean (Students) permission
(See Section 8: Withdrawals - from the Personal Courses of Study Statute)**

<http://policy.vuw.ac.nz/Amphora!~policy.vuw.ac.nz~POLICY~000000001743.pdf>

Withdrawal dates: refunds:

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

Class Times and Room Numbers

Lecture: Monday 19.40 – 21.30
Rutherford House LT 3

Course Content

This course is aimed at professional managers who perform strategic roles within the private sector and government enterprises. Integral to the effective performance of such roles is an understanding of the legal principles that impact on business.

The course is divided into two main parts. After an introduction to law and an explanation of some key concepts, Part One will concentrate on the incidence of civil legal obligations in business relationships. The emphasis in Part Two will be legal issues arising in corporate governance. The coverage of each of the topics will take a conceptual approach and therefore will be jurisdiction neutral in the introduction; however the broader discussion of the topics will draw mainly from New Zealand law to give participants an understanding of the New Zealand perspective on business compliance.

What we are setting out to do in this course is to introduce participants to the processes and rules governing business compliance in a common law jurisdiction. However, in discussing these concepts we will make comparisons with Civil Law systems practised in some European countries.

Course Learning Objectives

This course will provide participants the opportunity:

1. to develop oral and written communication skills
 - a) through active participation in class discussion
 - b) through the development and presentation of written reports, in particular the two assignments that form the in-term assessment for the course
 - c) through formal and informal classroom debate
2. to develop critical and creative thinking skills
 - a) through the assignments requiring analysis, evaluation, interpretation and synthesis
 - b) through debate and classroom discussion
3. to develop problem solving skills
 - a) through preparation for the Final Exam questions which require the application of legal rules to hypothetical fact situations
 - b) through preparation for tutorial, project or group exercise
4. to develop leadership skills
 - a) through structuring independent study
 - b) through fulfilling spokesperson duties, reporting on a group's activities or ideas to a class

Overall Course Objectives

By the end of this course, you should:

1. have a clear understanding of the New Zealand legal system, its sources and its origins
2. have an understanding of the judicial method, in particular how judges decide cases and interpret statutes
3. have an appreciation of the nature of the civil legal obligations arising under statute, contract, tort and equity, and any defences available against them
4. have an understanding of the different legal structures available for business and their comparative advantages
5. have a good grasp of the legal obligations associated with corporate governance, including the legal separation of the corporate identity from the personnel in business, and other issues important in corporate governance

Course Delivery

Delivery of the course is centred on a schedule of lectures. There will generally be pre-lecture or post-lecture reading or other preparation.

Lecture Schedule – MMBA 502

Part 1: Session Legal Obligations in Commercial Relations

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|---|----------|--|
| 1 | 1 March | - Introduction: Part 1 Topics
- Function, Development and Classification of law |
| 2 | 8 March | - Legal Reasoning: Judge Made Law; Statutory Interpretation |
| 3 | 15 March | - Civil Legal Obligations
- Contract Law: Phenomena of Agreement |
| 4 | 22 March | - Torts: Negligence |
| 5 | 29 March | - Torts: Economic Torts |
| 6 | 19 April | - Obligations under Statute; Fiduciary Obligations |

Part 2: Session Legal Obligations in Corporate Governance & Market Regulation

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|----|----------|---|
| 7 | 26 April | - Introduction: Part 2 Topics
- Governing Markets |
| 8 | 3 May | - Legal Personality
- Choice of Business Structure |
| 9 | 10 May | - The Constitution and Conduct of Companies |
| 10 | 17 May | - Market Regulation |
| 11 | 24 May | - Presentations |
| 12 | 31 May | - Conclusion |

Expected Workload

Workload expectations for this course are 10 hours per week for the 12 teaching weeks and 30 hrs during the mid-trimester break.

Group Work

The course does contain some group work. Additional information about this is provided in the coverage of assessment elsewhere in this outline. It is expected that the time commitment for this group work outside class will fit inside the expected workload.

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.

Readings

The *required* textbook is: Louise Longdin et al, Law in Business and Government in New Zealand, Palatine Press, 4th Edition, 2006.

Other *readings*: Students will be provided with lecture summaries. These summaries will explain how each of the topics in the course will be covered. Where necessary other materials such as textbooks and practitioner or academic journals will be recommended.

Materials and Equipment

It is not expected that any other materials or equipment will be required.

Assessment Requirements

Assignment	Title	Weight	Date
1	First Assignment	25%	Issued 22 March and due back 19 April
2	Group Assignment Individual Exercise	15% 10%	Issued 3 May and due back 24 May
3	Open-Book Final Examination 3 hours	50%	11 June- 30 June 2009
	TOTAL	100%	

First Assignment (25%) – In the first part 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 this assignment would be of a length of between 1500 words and 2000 words (exclusive of footnotes or other references and bibliography). This assignment constitutes “individual work” in terms of MBA Programme requirements.

Group Assignment (15%) - In the second part of the course there will be a Group Assignment. In this Assignment groups will work on a task and present the results to the whole class both in

written form and in an oral presentation. The mark obtained by members of the group will be the mark awarded to the group.

Individual Exercise (10%) – This will run in parallel with the Group Assignment. The Individual Exercise constitutes "individual work" in terms of MBA programme requirements.

Final Examination (50%) - 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 (40%) of the marks available on the final examination in order to pass the course.

Examinations

Students who enrol in courses with examinations are obliged to attend an examination at the University at any time during the formal examination period.

The final examination for this course will be scheduled at some time during the period from

Examination Period: Friday 11^h June – Wednesday 30th June 2010.

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.

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

To meet Mandatory Course Requirements, students are required to:

1. Attend lectures and actively participate in class discussions;
2. Submit the two assignments;
3. Obtain at least 40 per cent of the marks in the Final Examination; and
4. Attend and satisfactorily participate at the full-day Ethics Workshop to be held on Saturday 24 April.

Class Representative

A class representative will be elected in the first class, and that person's name and contact details will be available to VUWSA, the Course Coordinator and the class. The class representative provides a communication channel to liaise with the Course Coordinator on behalf of students.

Communication of Additional Information

Information on course-related matters will be announced at class and posted on the **Blackboard** website at <http://blackboard.vuw.ac.nz/>. It will be crucial for you to regularly check Blackboard for messages, announcements and materials.

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/research/reference/referencingguides.aspx>).

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>

AVC (Academic) Website: information including: Conduct, Academic Grievances, Students with Impairments, Student Support

http://www.victoria.ac.nz/home/about_victoria/avcacademic/Publications.aspx

Faculty of Commerce and Administration Offices

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

Manaaki Pihipihinga Programme

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