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**SCHOOL OF ACCOUNTING & COMMERCIAL LAW**

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**COML 303 LAW OF ORGANISATIONS**

Trimester Two 2010

**COURSE OUTLINE**

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**Names and Contact Details**

<u>Academic:</u>	<i>Course Co-ordinator &amp; Lecturer</i>	<i>Room</i>	<i>Phone</i>
	Trish Keeper E-mail address: <a href="mailto:Trish.Keeper@vuw.ac.nz">Trish.Keeper@vuw.ac.nz</a>	RH 721	463-5203
	<i>Lecturers</i> Christopher Cripps E-Mail address: <a href="mailto:Christopher.Cripps@vuw.ac.nz">Christopher.Cripps@vuw.ac.nz</a>	RH 701	463-5757
	Yvonne van Roy E-mail address: <a href="mailto:Yvonne.VanRoy@vuw.ac.nz">Yvonne.VanRoy@vuw.ac.nz</a>	RH 605	463-6762
<u>Administrative:</u>	Danielle Van Resseghem E-mail: <a href="mailto:Danielle.VanResseghem@vuw.ac.nz">Danielle.VanResseghem@vuw.ac.nz</a>	RH 708	463-7465

**Trimester Dates**

**Teaching Period:** Monday 12<sup>th</sup> July – Friday 15<sup>th</sup> October 2010

**Study Period:** Monday 18<sup>th</sup> October – Thursday 21<sup>st</sup> October 2010

**Examination Period:** Friday 22<sup>nd</sup> October – Saturday 13<sup>th</sup> November 2010 (inclusive)

Please note that students with examinations are obliged to be present at University until the end of the examination period.

### **Withdrawal from Courses:**

Your fees will be refunded if you withdraw from this course on or before **23 July 2010**

The last date for withdrawal from this course is the three-quarter point of the teaching period, i.e. **Friday 24 September**. After that date, withdrawal requires the permission of the Associate Dean (Students) as set out in section 8 of the Personal Courses of Study Statute <http://policy.vuw.ac.nz/Amphora!~policy.vuw.ac.nz~POLICY~000000001743.pdf>

To apply for permission, fill in the Late Withdrawal form available from either of our Student Customer Service Desks.

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

COML 303 is taught in the second trimester in 2010

#### Lecture times:

**Monday, Thursday and Friday**  
**9.30am – 10.20am**  
**All Lectures in RHLT 1**

#### Tutorials:

All students are required to attend one tutorial per week. Tutorials will start in the **fourth** week of the trimester, i.e. in the **WEEK COMMENCING 2 AUGUST 2010**. There will be six tutorials in this course.

### **Tutorial Sign-up**

Tutorial sign-up will be via <https://signups.vuw.ac.nz> and should be done during the first week of trimester. The instructions for signing up are attached as page 7 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 Content

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

### Attendance at Lectures

A significant part of this course is lecture based. Therefore, you are strongly recommended to attend *all* lectures and tutorial group sessions. Much information, which is examinable, is conveyed by the *spoken word only* and is not posted on *Blackboard* or otherwise distributed!

Provisional Lecture Programme 2009	Lecturer	Topic	Tutorial /Assessment
<b>Week 1</b> (Week beginning 12 July)	<b>Christopher Cripps</b>	Introduction to the law of business organisations Overview of different business structures	No Tutorial
<b>Week 2</b> (Week beginning 19 July)	<b>Christopher Cripps</b>	Nature of corporation, constitution	No Tutorial
<b>Week 3</b> (Week beginning 26 July)	<b>Christopher Cripps</b>	Names and liability of corporations	No Tutorial
<b>Week 4</b> (Week beginning 2 August)	<b>Christopher Cripps</b>	Shareholders remedies	Tutorial 1
<b>Week 5</b> (Week beginning 9 August)	<b>Trish Keeper</b>	Directors Duties	Tutorial 2
<b>Week 6</b> (Week beginning 16 August)	<b>Trish Keeper</b>	Directors Duties and Accounting and Auditing requirements	No Tutorial <b>Terms Test</b>

Mid trimester

23 August to 3 September

<b>Week 7</b> (Week beginning 6 September)	<b>Trish Keeper</b>	Corporate Insolvency: Overview	Tutorial 3
<b>Week 8</b> (Week beginning 13 September )	<b>Trish Keeper</b>	Corporate Insolvency: Overview	Tutorial 4
<b>Week 9</b> (Week beginning 20 September)	<b>Trish Keeper</b>	Securities Markets Overview	No tutorial Optional Essay due
<b>Week 10</b> (Week beginning 27 September)	<b>Trish Keeper</b>	Securities Markets regulation	Tutorial 5
<b>Week 11</b> (Week beginning 4 October)	<b>Yvonne van Roy</b>	Partnership Law	No Tutorial
<b>Week 12</b> (Week beginning 11 October)	<b>Yvonne van Roy</b>	Partnership Law	Tutorial 6

## **Course Learning Objectives**

Student passing this course should be able to:

- Describe 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.

## **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.

## **Recommended Texts**

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

Butterworth's Company Law Statutes (8<sup>th</sup> 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*, (2<sup>nd</sup> 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

**Test:**                    **20% of the final mark.**  
**Week 6**  
**Date to be confirmed**

**Essay**                    There is an **optional** 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**

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 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 the course materials book 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.

### 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 **Friday 22nd October – Saturday 13th November 2010 (inclusive)**

### 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.

### Course Pass Requirements

In order to pass this course, a student must: (a) meet the mandatory course requirements, and (b) achieve a weighted average mark of 50% or more, utilising the indicated weightings.

### **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.

### **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 identifies material that may have been copied from other sources including the Internet, books, journals, periodicals or the work of other students. Turnitin is used to assist academic staff in detecting misreferencing, misquotation, and the inclusion of unattributed material, which may be forms of cheating or plagiarism. *At the discretion of the Head of School, handwritten work may be copy- typed by the School and subject to checking by Turnitin.* You are strongly advised to check with your tutor or the course coordinator if you are uncertain about how to use and cite material from other sources. 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 Statures**

<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](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/](http://www.victoria.ac.nz/st_services/mentoring/)

## Tutorial Signup Instructions

1. Go to the signup website at: <https://signups.vuw.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.