



## UNSW Course Outline

# LAWS1091 Business Associations - 2024

Published on the 28 Jan 2024

## General Course Information

Course Code : LAWS1091

Year : 2024

Term : Term 1

Teaching Period : T1

Is a multi-term course? : No

Faculty : Faculty of Law and Justice

Academic Unit : School of Private and Commercial Law

Delivery Mode : In Person

Delivery Format : Standard

Delivery Location : Kensington

Campus : Sydney

Study Level : Undergraduate

Units of Credit : 6

### Useful Links

[Handbook Class Timetable](#)

## Course Details & Outcomes

### Course Description

*LAWS1091 is only available in T2 by School Consent. Contact UNSW Law Student Services for more information.*

This course examines the central legislative rules and legal principles of corporation's law. Foundational principles such as limited liability and rights attached to shares are examined together with the rights of shareholders and other stakeholders. There is a particular focus on the appointment and removal of directors and officers, and their duties and decision-making processes. Wider policy issues, including the powers and role of the regulators, are also examined.

## **Main Topics**

- Introduction to the corporation and incorporating under Australian law
- The implications of separate legal personality and limited liability
- The corporate constitution
- Decision making by the Board of Directors and General Meeting
- Theories of the corporation and corporate governance
- Corporate contracting
- Directors' statutory and general law duties
- Shareholders' remedies
- Regulatory responsibilities
- Corporate criminality
- Corporate insolvency
- Corporate groups

# Course Learning Outcomes

Course Learning Outcomes
CL01 : Demonstrate awareness of principles of business associations law and their relationship to the broader economic and social context (PLOs 1 & 3)
CL02 : Explain the foundational principles and theories of business associations and apply them to particular corporate hypothetical fact scenarios (PLO 5)
CL03 : Being informed about theories of the corporation, engage in critical analysis of the impact of legal regulation on corporate stakeholders (PLOs 7, 8 & 11)
CL04 : Navigate and apply legal texts, both statutory and judicial (PLO 4)
CL05 : Engage in critical analysis of relevant policy contexts and cultures (PLOs 1 & 2)
CL06 : Demonstrate effective oral communication skills by delivering accurate and insightful contributions in class (PLOs 9 & 10)
CL07 : Demonstrate effective written communication skills by articulating legal concepts clearly, persuasively and appropriately (PLOs 6 & 9)
CL08 : Demonstrate an ability to incorporate a range of legal and interdisciplinary research sources in written communication with appropriate referencing (PLOs 6 & 9)

Course Learning Outcomes	Assessment Item
CLO1 : Demonstrate awareness of principles of business associations law and their relationship to the broader economic and social context (PLOs 1 & 3)	<ul style="list-style-type: none"> <li>• Class Participation</li> <li>• Research Essay</li> </ul>
CLO2 : Explain the foundational principles and theories of business associations and apply them to particular corporate hypothetical fact scenarios (PLO 5)	<ul style="list-style-type: none"> <li>• Final Invigilated Examination</li> <li>• Class Participation</li> <li>• Research Essay</li> </ul>
CLO3 : Being informed about theories of the corporation, engage in critical analysis of the impact of legal regulation on corporate stakeholders (PLOs 7, 8 & 11)	<ul style="list-style-type: none"> <li>• Class Participation</li> <li>• Research Essay</li> </ul>
CLO4 : Navigate and apply legal texts, both statutory and judicial (PLO 4)	<ul style="list-style-type: none"> <li>• Final Invigilated Examination</li> <li>• Class Participation</li> <li>• Research Essay</li> </ul>
CLO5 : Engage in critical analysis of relevant policy contexts and cultures (PLOs 1 & 2)	<ul style="list-style-type: none"> <li>• Final Invigilated Examination</li> <li>• Class Participation</li> <li>• Research Essay</li> </ul>
CLO6 : Demonstrate effective oral communication skills by delivering accurate and insightful contributions in class (PLOs 9 & 10)	<ul style="list-style-type: none"> <li>• Class Participation</li> </ul>
CLO7 : Demonstrate effective written communication skills by articulating legal concepts clearly, persuasively and appropriately (PLOs 6 & 9)	<ul style="list-style-type: none"> <li>• Final Invigilated Examination</li> <li>• Research Essay</li> </ul>
CLO8 : Demonstrate an ability to incorporate a range of legal and interdisciplinary research sources in written communication with appropriate referencing (PLOs 6 & 9)	<ul style="list-style-type: none"> <li>• Research Essay</li> </ul>

## Learning and Teaching Technologies

Moodle - Learning Management System

# Assessments

## Assessment Structure

Assessment Item	Weight	Relevant Dates
Class Participation Assessment Format: Individual	10%	
Research Essay Assessment Format: Individual	30%	
Final Invigilated Examination Assessment Format: Individual	60%	

## Assessment Details

### Class Participation

#### Assessment Overview

This assessment requires you to prepare for and actively engage in class-based and online activities.

#### Course Learning Outcomes

- CL01 : Demonstrate awareness of principles of business associations law and their relationship to the broader economic and social context (PLOs 1 & 3)
- CL02 : Explain the foundational principles and theories of business associations and apply them to particular corporate hypothetical fact scenarios (PLO 5)
- CL03 : Being informed about theories of the corporation, engage in critical analysis of the impact of legal regulation on corporate stakeholders (PLOs 7, 8 & 11)
- CL04 : Navigate and apply legal texts, both statutory and judicial (PLO 4)
- CL05 : Engage in critical analysis of relevant policy contexts and cultures (PLOs 1 & 2)
- CL06 : Demonstrate effective oral communication skills by delivering accurate and insightful contributions in class (PLOs 9 & 10)

### Research Essay

#### Assessment Overview

This assessment requires you to write a research essay.

#### Course Learning Outcomes

- CL01 : Demonstrate awareness of principles of business associations law and their relationship to the broader economic and social context (PLOs 1 & 3)
- CL02 : Explain the foundational principles and theories of business associations and apply them to particular corporate hypothetical fact scenarios (PLO 5)
- CL03 : Being informed about theories of the corporation, engage in critical analysis of the impact of legal regulation on corporate stakeholders (PLOs 7, 8 & 11)

- CL04 : Navigate and apply legal texts, both statutory and judicial (PLO 4)
- CL05 : Engage in critical analysis of relevant policy contexts and cultures (PLOs 1 & 2)
- CL07 : Demonstrate effective written communication skills by articulating legal concepts clearly, persuasively and appropriately (PLOs 6 & 9)
- CL08 : Demonstrate an ability to incorporate a range of legal and interdisciplinary research sources in written communication with appropriate referencing (PLOs 6 & 9)

## Final Invigilated Examination

### Assessment Overview

This assessment requires you to complete an invigilated written examination within the University examination period.

### Course Learning Outcomes

- CL02 : Explain the foundational principles and theories of business associations and apply them to particular corporate hypothetical fact scenarios (PLO 5)
- CL04 : Navigate and apply legal texts, both statutory and judicial (PLO 4)
- CL05 : Engage in critical analysis of relevant policy contexts and cultures (PLOs 1 & 2)
- CL07 : Demonstrate effective written communication skills by articulating legal concepts clearly, persuasively and appropriately (PLOs 6 & 9)

## General Assessment Information

### Grading Basis

Standard

## Course Schedule

### Attendance Requirements

Please see information about attendance requirements in **Law & Justice Assessment Procedure and Student Information** located in the Other Useful Information tab in the Academic Information field.

Please be advised there will be no classes on public holidays. If your class falls on a public holiday, alternative arrangements will be made by the course convenor to make up the missed class.

## Course Resources

### Prescribed Resources

Fady Aoun, Emma Armson, Olivia Dixon and Marina Nehme, Redmond's Corporations and Financial Markets Law, 8th Edn, Thomson Reuters.

# Staff Details

Position	Name	Email	Location	Phone	Availability	Equitable Learning Services Contact	Primary Contact
	Marina Nehme					Yes	Yes

## Other Useful Information

### Academic Information

Upon your enrolment at UNSW, you share responsibility with us for maintaining a safe, harmonious and tolerant University environment.

You are required to:

- Comply with the University's conditions of enrolment.
- Act responsibly, ethically, safely and with integrity.
- Observe standards of equity and respect in dealing with every member of the UNSW community.
- Engage in lawful behaviour.
- Use and care for University resources in a responsible and appropriate manner.
- Maintain the University's reputation and good standing.

For more information, visit the [UNSW Student Code of Conduct Website](#).

### UNSW Law & Justice Assessment Policy

It is essential that all students undertaking this course read and abide by the [UNSW Law & Justice Assessment Policy & Student Information](#). This document includes information on Class Attendance, Late Work, Word Limits, Marking, Special Consideration, Workload, and Academic Misconduct & Plagiarism. More information can also be found at [Assessment & Exam Information](#).

Information regarding Course Outlines are subject to change and students are advised to check updates. If there is a discrepancy between the information posted here and the handbook or the UNSW Law & Justice website, please contact [Student Services via The Nucleus Hub](#) for advice. UNSW Law & Justice reserves the right to discontinue or vary such courses or staff allocations at any time. If your course is not here, please visit [Handbook](#) for information.

## Academic Honesty and Plagiarism

As a student at UNSW you are expected to display [academic integrity](#) in your work and interactions. Where a student breaches the [UNSW Student Code](#) with respect to academic integrity, the University may take disciplinary action under the Student Misconduct Procedure. To assure academic integrity, you may be required to demonstrate reasoning, research and the process of constructing work submitted for assessment.

To assist you in understanding what academic integrity means, and how to ensure that you do comply with the UNSW Student Code, it is strongly recommended that you complete the [Working with Academic Integrity](#) module before submitting your first assessment task. It is a free, online self-paced Moodle module that should take about one hour to complete.

### Submission of Assessment Tasks

Before submitting assessment items all students must read and abide by the [UNSW Law & Justice Assessment Policy & Student Information](#).

### Special consideration

Special consideration is primarily intended to provide you with an extra opportunity to demonstrate the level of performance of which you are capable. To apply, and for further information, see Special Consideration on the UNSW [Current Students](#) page.

### Feedback

UNSW Law & Justice appreciates the need for students to have feedback on their progress prior to the last date for withdrawal without failure. All courses will therefore provide feedback to students prior to this date, as well as throughout the course. However, students should note that feedback does not take the form only of formal grades and written comments on written assessments. Rather, formative feedback, which helps students to self-assess, to identify misunderstandings, and to identify areas requiring further work, will occur during class and possibly online. For example, where a teacher asks the class a question, all students should think about how they might answer. Even though not all students will necessarily be able to respond orally, everyone can reflect on their tentative answer in light of the teacher's response and subsequent class discussion. If you are struggling to understand what is being asked in class, or if your tentative answers prove incorrect and subsequent discussion does not clear things up,



then you should continue to ask questions (of yourself, your peers or your teacher). Similarly, you can get a sense of your ability in a course through peer feedback during group work, your teacher's responses to your in-class contributions, and your own response to in-class problems and examples (whether or not you are called on to relay your answer to the class) and also your online activities and responses by others to those activities. Students enrolled in this course may check their Moodle course page for details on the specific feedback used in this course.

## Faculty-specific Information

### Additional support for students

- Student support: <https://www.student.unsw.edu.au/support>
- Academic Skills and Support: <https://student.unsw.edu.au/academic-skills>
- Student Wellbeing, Health and Safety: <https://student.unsw.edu.au/wellbeing>
- Equitable Learning Services: <https://student.unsw.edu.au/els>
- UNSW IT Service Centre: <https://www.myit.unsw.edu.au>

### Course improvement

Student feedback is very important to continual course improvement. This is demonstrated within the Faculty of Law & Justice by the implementation of the UNSW online student survey myExperience, which allows students to evaluate their learning experiences in an anonymous way. myExperience survey reports are produced from each survey. They are released to staff after all student assessment results are finalised and released to students. Course convenors will use the feedback to make ongoing improvements to the course. Students enrolled in this course may check their Moodle course page for details on the actions taken in response to evaluation feedback in Student Survey.

## School Contact Information

Please contact [Nucleus Student Hub](#) for all enquiries. The Nucleus acts as a central communications hub for UNSW and will distribute your enquiry to the best person to respond.