



The University of Southern Queensland

## Course specification

The current and official versions of the course specifications are available on the web at <http://www.usq.edu.au/coursespecification/current>.  
Please consult the web for updates that may occur during the year.

### Description: Law of Business Organisations

| Subject | Cat-nbr | Class | Term    | Mode | Units | Campus      |
|---------|---------|-------|---------|------|-------|-------------|
| LAW     | 2106    | 96171 | 3, 2009 | ONC  | 1.00  | Springfield |

|                                   |        |
|-----------------------------------|--------|
| <b>Academic group:</b>            | FOBUS  |
| <b>Academic org:</b>              | FOB010 |
| <b>Student contribution band:</b> | 3      |
| <b>ASCED code:</b>                | 090901 |

### STAFFING

Examiner: James Mayanja  
Moderator: Mark Byrne

### REQUISITES

Pre-requisite: LAW1101

### OTHER REQUISITES

Students are required to have access to a personal computer, e-mail capabilities and Internet access to UConnect. Current details of computer requirements can be found at <http://www.usq.edu.au/ict/students/standards/default.htm>.

### SYNOPSIS

The objective of this course is to introduce students to the legal principles associated with partnerships, associations, trusts and corporations. In particular, students will be exposed to the Partnership Act and Corporations Act in detail and shall be required to be able to describe all appropriate legal principles dealing with such entities and the internal and external relationships thereof.

### OBJECTIVES

On successful completion of this course students should be able to:

1. define, analyse, illustrate and apply principles of partnership law
2. describe, analyse and apply the basic principles of law relating to trusts
3. identify problem areas of the law affecting unincorporated bodies and the consequences of having incorporated associations
4. define, illustrate and apply principles of corporations law including those applicable to: the incorporation of companies; relations with third parties; membership; corporate governance meetings; and procedures of companies; finance of companies; external administration of companies

5. demonstrate problem-solving skills by identifying problem areas of the law affecting partnerships, trusts, incorporated and unincorporated associations and corporations
6. demonstrate satisfactory written communication skills
7. demonstrate academic and professional literacy skills by defining, illustrating and applying law principles relating to partnerships, trusts, incorporated and unincorporated bodies and corporations.

## TOPICS

|     | Description   | Weighting (%) |
|-----|---|---------------|
| 1.  | Partnerships  | 10.00         |
| 2.  | Trusts  | 10.00         |
| 3.  | Associations  | 5.00          |
| 4.  | Incorporation of companies (background, significance, procedure)    | 10.00         |
| 5.  | Relations with outsiders  | 10.00         |
| 6.  | Membership (including shareholders' rights and minority protection) | 10.00         |
| 7.  | Corporate governance  | 15.00         |
| 8.  | Company meetings  | 10.00         |
| 9.  | Finance   | 10.00         |
| 10. | External administration   | 10.00         |

## TEXT and MATERIALS required to be PURCHASED or ACCESSED

ALL textbooks and materials are available for purchase from USQ BOOKSHOP (unless otherwise stated). Orders may be placed via secure internet, free fax 1800642453, phone 07 46312742 (within Australia), or mail. Overseas students should fax +61 7 46311743, or phone +61 7 46312742. For costs, further details, and internet ordering, use the 'Textbook Search' facility at <http://bookshop.usq.edu.au> click 'Semester', then enter your 'Course Code' (no spaces).

*Partnership Act 1891 (Qld)*, Government Printer, Queensland.

2009, *Australian corporations legislation*, LexisNexis Butterworths/CCH, Vol 1.

LAW2106 study package available from the USQ Bookshop.

Lipton, P & Herzberg, A 2008, *Understanding company law*, 14th edn, Lawbook Co, Pymont, New South Wales.

(or latest edition)

## REFERENCE MATERIALS

Reference materials are materials that, if accessed by students, may improve their knowledge and understanding of the material in the course and enrich their learning experience.

Austin, RP & Ramsay, IM 2007, *Ford's principles of corporations law*, 13th edn, LexisNexis Butterworths, Chatswood, New South Wales.

Baxt, R, Fletcher, K & Fridman, S 2008, *Corporations and associations: cases and materials*, 10th edn, LexisNexis, Butterworths, Sydney, New South Wales.

Fletcher, KL 1986, *The law relating to non-profit associations in Australia and New Zealand*, Law Book Co, Sydney, New South Wales.

Fletcher, KL 2007, *The law of partnership in Australia*, 9th edn, Lawbook Co, Pymont, New South Wales.

Hanrahan, P, Ramsay, I & Stapledon, G *Commercial applications of company law*, CCH Australia, North Ryde, New South Wales.

(latest edition is required)

Krever, R 2006, *Mastering law studies and law exam techniques*, 6th edn, LexisNexis Butterworths, Chatswood, New South Wales.

Sievers, AS 1996, *Associations and clubs law in Australia and New Zealand*, 2nd edn, The Federation Press, Leichhardt, New South Wales.

## STUDENT WORKLOAD REQUIREMENTS

| ACTIVITY      | HOURS |
|---------------|-------|
| Assessments   | 20.00 |
| Lectures      | 26.00 |
| Private Study | 93.00 |
| Tutorials     | 26.00 |

## ASSESSMENT DETAILS

| Description          | Marks out of | Wtg (%) | Due date               | Objectives assessed | Graduate skill | Level assessed |
|----------------------|--------------|---------|------------------------|---------------------|----------------|----------------|
| ASSIGNMENT           | 30.00        | 30.00   | 18 Dec 2009            | All                 | U2, U3, U4     | 2, 2, 2        |
| EXAMINATION - PART A | 10.00        | 10.00   | END S3<br>(see note 1) | 3, 4, 5             | U2, U3         | 2, 2           |
| EXAMINATION - PART B | 60.00        | 60.00   | END S3                 | 3, 4, 5             | U2, U3, U4     | 2, 2, 2        |

### NOTES

1. The examination is scheduled to be held in the end-of-semester examination period. Students will be advised of the official examination date for Examination (Parts A and B) after the timetable has been finalised. The total working time for Examination (Parts A and B) is 2 hours.

## GRADUATE QUALITIES AND SKILLS

Elements of the following Graduate Skills are associated with the successful completion of this course.

| Graduate skill assessed                     | Level assessed         |
|---|------------------------|
| Problem Solving (Skill U2)                  | Intermediate (Level 2) |
| Academic & Professional Literacy (Skill U3) | Intermediate (Level 2) |
| Written & Oral Communication (Skill U4)     | Intermediate (Level 2) |

## IMPORTANT ASSESSMENT INFORMATION

- 1 Attendance requirements:**  
It is the students' responsibility to attend and participate appropriately in all activities (such as lectures, tutorials, laboratories and practical work) scheduled for them, and to study all material provided to them or required to be accessed by them to maximise their chance of meeting the objectives of the course and to be informed of course-related activities and administration.
- 2 Requirements for students to complete each assessment item satisfactorily:**  
To satisfactorily complete an individual assessment item a student must achieve at least 50% of the marks. (Depending upon the requirements in Statement 4 below, students may not have to satisfactorily complete each assessment item to receive a passing grade in this course.)
- 3 Penalties for late submission of required work:**  
If students submit assignments after the due date without prior approval of the examiner, then a penalty of 5% of the total marks gained by the student for the assignment may apply for each working day late up to ten working days at which time a mark of zero may be recorded.
- 4 Requirements for student to be awarded a passing grade in the course:**  
To be assured of receiving a passing grade a student must achieve at least 50% of the total weighted marks available for the course.
- 5 Method used to combine assessment results to attain final grade:**  
The final grades for students will be assigned on the basis of the aggregate of the weighted marks obtained for each of the summative assessment items in the course.
- 6 Examination information:**  
This will be an open examination. Candidates may have access to any printed or written material and a calculator during the examination. In line with regulation 5.6.4.2 'Use of Electronic Devices during Examinations', laptop and notebook computers are not permitted.
- 7 Examination period when Deferred/Supplementary examinations will be held:**  
Any Deferred or Supplementary examinations for this course will be held during the next examination period.
- 8 University Regulations:**  
Students should read USQ Regulations 5.1 Definitions, 5.6 Assessment, and 5.10 Student Academic Misconduct for further information and to avoid actions which might contravene university regulations. These regulations can be found at <http://www.usq.edu.au/corporateservices/calendar/part5.htm>. Students should also read the Faculty of Business Procedures which can be found at <http://www.usq.edu.au/business/aboutfob.htm>.

## ASSESSMENT NOTES

- 1 Assignments: (i) The due date for an assignment is the date by which a student must submit the assignment to the USQ. (ii) Students must retain a copy of each assignment submitted for assessment. This must be produced within 24 hours if required by the examiner. (iii) In accordance with university policy, the examiner may grant an extension of the due date of an assignment in extenuating circumstances. (iv) Assignments are to be submitted with the appropriate assignment cover. (v) The examiner will normally only accept assessments that have been written, typed or printed on paper-based media. (vi) In the event that a due date for an assignment falls on a local public holiday in their area, such as a show holiday, the due date for the assignment will be the next day. Students are to note on the assignment cover the date of the public holiday for the examiner's convenience.
- 2 Course weightings: Course weightings of topics should not be interpreted as applying to the number of marks allocated to questions testing those topics in an examination paper. The examination may test material already tested in assignments.
- 3 Referencing in assignments: Students studying this course as part of a Bachelor of Laws or Juris Doctor must use the Australian Guide to Legal Citation (AGLC) style. Students who are not enrolled in either of these programs may use either Harvard (AGPS) or the Australian Guide to Legal Citation (AGLC) in their assignments to format details of the information sources they have cited in their work. For AGLC style guide enquiries, consult the AGLC manual from the USQ Library's referencing guide at <http://www.usq.edu.au/library/help/referencing/default.htm>, or contact the Law librarian. The Harvard (AGPS) style to be used is defined by the USQ Library's referencing guide at <http://www.usq.edu.au/library/help/referencing/default.htm>.
- 4 Deferred work: Students who, for medical, family/personal, or employment-related reasons, are unable to complete an assignment or to sit for an examination at the scheduled time may apply to defer an assessment in a course. Such a request must be accompanied by appropriate supporting documentation. One of the following temporary grades may be awarded: IDS (Incomplete - Deferred Examination); IDM (Incomplete Deferred Make-up); IDB (Incomplete - Both Deferred Examination and Deferred Make-up).

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- 1 Computer, e-mail and Internet access: Students are required to have access to a personal computer, e-mail capabilities and Internet access to UConnect. Current details of computer requirements can be found at <http://www.usq.edu.au/ict/students/standards/default.htm>.
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