



CORPORATE AND ACADEMIC SERVICES

MODULE SPECIFICATION

Part 1: Basic Data					
Module Title	Company Law in Context				
Module Code	UJUUKP-30-3	Level	3	Version	1
Owning Faculty	FBL	Field	Law Undergraduate		
Contributes towards	LLB; LLB. (Commercial Law); Law Joint Awards, Law With Criminology, Criminology With Law.				
UWE Credit Rating	30	ECTS Credit Rating	15	Module Type	Standard
Pre-requisites			Co- requisites	None	
Excluded Combinations	UJUJJP-30-2 (Company Law)	Module Entry requirements	Either UJUJJC-15-1 Legal Method + Law modules at level 1 worth at least 30 credits or 80 credits acceptable to the Law award on which the student is registered.		
Valid From	September 2014	Valid to			

CAP Approval Date	13 February 2014
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Part 2: Learning and Teaching	
Learning Outcomes	<p>Companies are the cornerstone of much of legal practice as well as commercial and economic life. This module therefore aims at providing a sound understanding of the essential principles of company law and will introduce the essential concepts, rules and elements.</p> <p>On successful completion of this module students will be able to:</p> <ul style="list-style-type: none"> • show a systematic and critical understanding of the key aspects of company law, including the acquisition of coherent and detailed knowledge on aspects of corporate governance; • identify the structures and relationships at work in companies; • explain the principal legal and non-legal mechanisms affecting those structures and relationships; • critically interpret and accurately use the variety of legal sources applicable to company law and apply these to factual situations by <ul style="list-style-type: none"> ○ deploying accurately established techniques of analysis and enquiry, ○ devising and sustaining arguments, ○ solving problems, ○ describing and commenting on particular aspects of current

	<p>research,</p> <ul style="list-style-type: none"> ○ appreciating the uncertainty, ambiguity and limits of knowledge within the field of company law; <p>and</p> <ul style="list-style-type: none"> • critically evaluate the impact of company law on society and the economy. <p>→ each of these learning outcomes will be assessed in both components A and B.</p> <p>In addition the educational experience may explore, develop, and practise <u>but not formally discretely assess</u> the following:</p> <ul style="list-style-type: none"> • working as a team member during workshop tasks, therefore effectively communicating information and arguments; <p>and</p> <ul style="list-style-type: none"> • organising and managing work load both in preparation for and during the workshops.
Syllabus Outline	<p>TERM 1 INCORPORATING A COMPANY</p> <ol style="list-style-type: none"> 1. Business Organisations and Types of Companies 2. Corporate Personality 3. Promotion and Registration Process 4. Company Officers 5. Company Membership 6. Corporate Governance <p>TERM 2 RUNNING A COMPANY</p> <ol style="list-style-type: none"> 7. Meetings and Resolutions 8. Directors' Duties and Liabilities 9. Corporate Liability 10. Membership Disputes and Minority Protection 11. Raising and Maintaining Capital 12. Corporate Rescue and Liquidation Procedures
Contact Hours/Scheduled Hours	<ul style="list-style-type: none"> • Weekly two-hour lectures: Material is provided in the module handbook and on Blackboard so as to provide the basis for practical exercises or for more detailed discussion of topics to be conducted within the lecture. • Fortnightly two-hour workshops: The tasks will include working on preparatory questions and scenarios to be discussed in class. This will involve working individually, in pairs or in small groups. Preparatory exercises are contained in the module booklet and centre on the critical analysis of current events, cases and statutes, as appropriate. The material will usually be problem- or discussion-based. Supplementary material (usually of a problem-solving nature) may be provided in the workshop. Reading material is provided online along with internet sources and other material as appropriate. •
Key Information Sets Information	<p>Key Information Sets (KIS) are produced at programme level for all programmes that this module contributes to, which is a requirement set by HESA/HEFCE. KIS are comparable sets of standardised information about undergraduate courses allowing prospective students to compare and contrast between programmes they are interested in applying for.</p>

Key Information Set - Module data

Number of credits for this module

15

Hours to be allocated	Scheduled learning and teaching study hours	Independent study hours	Placement study hours	Allocated Hours	
150	36	114	0	150	

The table below indicates as a percentage the total assessment of the module which constitutes a -

Written Exam: Unseen written exam, open book written exam, In-class test

Coursework: Written assignment or essay, report, dissertation, portfolio, project

Practical Exam: Oral Assessment and/or presentation, practical skills assessment, practical exam

Please note that this is the total of various types of assessment and will not necessarily reflect the component and module weightings in the Assessment section of this module description:

Total assessment of the module:	
Written exam assessment percentage	40%
Coursework assessment percentage	60%
Practical exam assessment percentage	0%
	100%

Teaching and Learning Methods

- The emphasis for this module is on providing the students with the opportunity to question, understand, analyse and evaluate the law in its practical, academic and social context. The learning context is student-centred and utilises a variety of techniques to encourage independent thought and constructive criticism. Dialogue is promoted between student and lecturer in an inter-active relationship which emphasises the two-way flow of information and criticism.
- Students will be directed towards the University Library online Study Skills resources for the development of skills appropriate to the level and style of the module. Students will be directed on how the resources on this site should be used to develop the skills that will underpin their studies in the module handbook and via Blackboard (designated folders containing subject-specific links to websites and articles).
- The module is accompanied by a module handbook, which contains, *inter alia*, the following information:
 - Aims and objectives
 - Module structure
 - Assessment information
 - Reading list
 - Syllabus and lecture notes
 - Workshop preparation material
 - Appendices

	<ul style="list-style-type: none"> ○ Information on assessment offences ○ Information on academic writing skills and referencing <p>Scheduled learning includes lectures, seminars, tutorials, project supervision, demonstration, practical classes and workshops; fieldwork; external visits; work based learning; supervised time in studio/workshop.</p> <p>Independent learning includes hours engaged with essential reading, case study preparation, assignment preparation and completion etc. These sessions constitute an average time per level as indicated in the table below. Scheduled sessions may vary slightly depending on the module choices you make.</p>
Reading Strategy	<p>All students will be encouraged to make full use of the print and electronic resources available to them through membership of the University. These include a range of electronic journals and a wide variety of resources available through web sites and information gateways. The University Library's web pages provide access to subject relevant resources and services, and to the library catalogue. Many resources can be accessed remotely. Students will be presented with opportunities within the curriculum to develop their information retrieval and evaluation skills in order to identify such resources effectively.</p> <p>Essential reading: Any essential reading will be indicated clearly. Usually, the students will be referred to texts that are available in the Library as hard copies or available electronically. Guidance to some key authors and journal titles available through the Library will be given in the module handbook and on Blackboard.</p> <p>Further reading: Any further reading is available on Blackboard in designated folders. For specific texts a clear indication will be given regarding how to access them and, if appropriate, students will be given guidance on how to identify relevant sources for themselves, e.g. through use of bibliographical databases.</p>
Indicative Reading List	<p>Books: There is a large number of textbooks on Company Law (non-exhaustive list below; updated annually to reflect new additions and/or editions). Whichever is chosen, it has to be kept in mind that the textbook must be up to date and has been fully revised to take account of the changes brought about by the introduction of the Companies Act 2006.</p> <p>Detailed (practitioner-standard) textbooks:</p> <ul style="list-style-type: none"> • Birds et al., <i>Boyle and Birds on Company Law</i> (8th edn, Jordan Publishing Ltd 2011) • P Davies and S Worthington, <i>Gower and Davies: The Principles of Modern Company Law</i> (9th edn, Sweet & Maxwell 2012) • Girvin et al., <i>Charlesworth's Company Law</i> (18th edn, Sweet & Maxwell 2010) • D Kershaw, <i>Company Law in Context: Text and Materials</i> (2nd edn, Oxford University Press 2012) • S Mayson, D French & C Ryan, <i>Company Law</i> (30th edn, Oxford University Press 2013) <p>Cases and Materials:</p> <ul style="list-style-type: none"> • A Dignam, <i>Hicks & Goo's Cases and Materials on Company Law</i> (7th edn, Oxford University Press 2011) • L Sealy and S Worthington, <i>Sealy's Cases and Materials in Company Law</i> (10th edn, Oxford University Press 2013) <p>Student-focused textbooks:</p> <ul style="list-style-type: none"> • B Hannigan, <i>Company Law</i> (3rd edn, Oxford University Press 2012) • S McLaughlin, <i>Unlocking Company Law</i> (2nd edn, Routledge 2013) • C Wild and S Weinstein, <i>Smith and Keenan's Company Law</i> (16th edn, Pearson Longman 2013) <p>Shorter textbooks (cover the basics but do lack some detail)</p> <ul style="list-style-type: none"> • N Bourne, <i>Bourne on Company Law</i> (6th edn, Routledge-Cavendish 2013) • A Dignam and J Lowry, <i>Company Law</i> (7th edn, Oxford University Press

	<p>2012)</p> <ul style="list-style-type: none"> • J Dine and M Koutsias, <i>Company Law</i> (8th edn, Palgrave Macmillan 2012) <p>Students are advised to refer to the statutes throughout their studies and to gain familiarity with the Companies Act 2006, in particular. For the relevant legislative texts see, for instance</p> <ul style="list-style-type: none"> • C Ervine – <i>Core Statutes on Company Law 2013-2014</i> (Palgrave Macmillan 2013) • D French (ed) – <i>Blackstone's Statutes on Company Law 2013-2014</i> (17th edn Oxford University Press 2013) <p>Journals: There is also a large number of academic journals and periodicals in the area of Company Law:</p> <ul style="list-style-type: none"> • Journal of Business Law (JBL) • Company Lawyer • Solicitor's Journal • Gazette • PLC: Practical Law for Companies • Cambridge Law Journal (CLJ) • Law Quarterly Review (LQR) • Modern Law Review (MLR) <p>Relevant websites include</p> <ul style="list-style-type: none"> • www.companieshouse.gov.uk (the Companies House website) • https://www.gov.uk/government/organisations/department-for-business-innovation-skills (Department for Business, Innovation and Skills) • www.pirc.co.uk (PIRC is the UKs' leading independent research and advisory consultancy providing services to institutional investors on corporate governance and corporate social responsibility) • www.iod.com (Institute of Directors) • www.fca.org.uk/ (Financial Conduct Authority) • http://ec.europa.eu/small-business/index_en.htm (provides information about developments in EU company law)
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Part 3: Assessment	
Assessment Strategy	<ul style="list-style-type: none"> • Assessment strategy: The module is assessed by two written coursework submissions, the better mark of which shall count towards the final mark, and an end of year exam. With the coursework elements, the students are given the opportunity to independently research and critically explore both the technical and practical sides of company law application. The end of year exam examines, in controlled conditions, the students' knowledge on the whole of the year's syllabus and their ability to contextualise and synthesise the information to logically link issues. • Summative assessment <ul style="list-style-type: none"> ○ 2 pieces of coursework at 60% - the better of two submissions counts towards the final mark <ul style="list-style-type: none"> ▪ Submission 1 at the end of term 1: 2,500 – 3,000 words ▪ Submission 2 at the end of term 2: 2,500 – 3,000 words ○ An unseen two-hour examination at the end of the summer term, worth 40% of the final mark. • Assessment criteria <ul style="list-style-type: none"> ○ Marks for the coursework are awarded based on students'

	<p>demonstration of a very good understanding of the law, its application and issues affecting structures and relationships through critical analysis and evaluation; logical presentation of legal arguments; evidence of independent research using a variety of sources and information; coherent presentation of materials and good referencing.</p> <ul style="list-style-type: none"> ○ For the exam, students will be required to answer a specified number of questions from a selection of essay-type and problem-type questions. They may take an unannotated copy of company law statutes into the examination room. <ul style="list-style-type: none"> ● Opportunities for formative assessment and feedback: <ul style="list-style-type: none"> ○ The workshops are designed to be inherently flexible. Students will thus have opportunities for a variety of interactive learning experiences, e.g. presentations (allows for peer assessment and constructive feedback from tutor on content and presentation style). ○ Feedback is provided as a matter of course on all work submitted, whether assessed or not. <p>N.B.: The assessments for the level 2 and level 3 iterations of this module will vary - as indicated in the respective module specifications - in terms of learning outcomes and reflecting the differing expectations of different levels of study. The assessments will reflect this e.g. via more in-depth work being required for level 3 as compared to level 2.</p>
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Identify final assessment component and element	Component A - Exam	
% weighting between components A and B (Standard modules only)	A: 40%	B: 60%

First Sit	
Component A (controlled conditions) Description of each element	Element weighting (as % of component)
1. Exam (2 hours)	100%
Component B Description of each element (best of marks will count)	Element weighting (as % of component)
1. Coursework 1 (Research, 2,500-3,000 words)	100%
2. Coursework 2 (Essay, 2,500-3,000 words)	100%

Resit (further attendance at taught classes is not required)	
Component A (controlled conditions) Description of each element	Element weighting (as % of component)
1. Exam (2 hours)	100%
Component B Description of each element	Element weighting (as % of component)
1. Coursework (Research essay, 3,500 words)	100%
If a student is permitted an EXCEPTIONAL RETAKE of the module the assessment will be that indicated by the Module Description at the time that retake commences.	