

**City University of Hong Kong**

**Information on a Course  
offered by School of Law  
with effect from Semester B in 2012/ 2013**

---

---

**Part I**

**Course Title:** Corporate, Employment and Business Law

**Course Code:** LW6913

**Course Duration:** 1 semester

**Credit Units:** 3

**Level:** P6

**Medium of Instruction:** English

**Prerequisites:** LW5962 Law Relating to Business and Companies  
OR LW5924 Law Relating to Business Environment

**Precursors:** Nil

**Equivalent Courses:** LW0039 Law of Business Organisations, Corporate Insolvency,  
Meetings and Employment (from the “old” curriculum).

**Exclusive Courses:** Nil

**Part II**

**Course Aims**

Together with LW5962, this course can be treated as part II of law relating to business and companies to provide a broad understanding of business law in Hong Kong which will be useful for the practices of accountants.

More particularly, the aims of this course are to:

1. develop students’ understanding of the contract, employment, agency, partnership and tort law and also corporate law so that they are able to use the knowledge to perform their professional tasks competently.
2. analyse, evaluate and critically comment on the above said areas of law so that students have the ability to creatively use the comprehensive knowledge to solve most problems generally encountered in their practice.
3. ignite students’ passion and motivate them to discover knowledge on the above said areas of law

## Course Intended Learning Outcomes (CILOs)

*Upon successful completion of this course, students should be able to:*

No.	CILOs	Weighting (if applicable)
1.	Describe and explain the basic principles of the law of obligations, including contract and tort law, employment law, agency law, partnership law and corporate law.	
2	Interpret legal materials such as ordinances, case authorities and legal documents and identify legal principles from those materials.	
3	Apply legal rules to issues and problems raised in case studies and practical situations particularly in the context of the student's future occupation in the accounting profession thereby developing problem solving and application skills.	
4	Promote a culture of knowledge and innovation.	
5	Describe the basic rights and duties of employers and employees.	

### Alignment of CILOs with PILOs

PILOs (Postgraduate Certificate in Professional Accounting)		CILOs
1.	Apply discovery and critical thinking, analytical, qualitative and quantitative skills to business problem solving with special reference to accounting and related functions.	1, 2, 3, 4
2.	Explain, analyze and apply relevant rules and regulations in respect to accounting and related issues.	1, 2, 3, 4

PILOs (Master of Science in Professional Accounting and Corporate Governance)		CILOs
1.	Apply creative and critical thinking, analytical, qualitative and quantitative skills to business problem solving with special reference to accounting and governance functions.	1, 2, 3, 4
2.	Explain, analyze and apply relevant rules and regulations related to accounting and corporate governance issues.	1, 2, 3, 4
3	Recognize ethical dilemmas and legal issues and respond appropriately by applying relevant ethical and legal concepts and codes of ethics issued by relevant authorities.	1, 2, 3, 4
4.	Apply creative and critical thinking in solving accounting, corporate governance and related business problems using a multi-disciplinary approach.	1, 2, 3, 4

PILOs (Master of Arts in International Accounting)		CILOs
1.	Apply creative and critical thinking to business problem-solving and the conceptual and practical aspects of mainstream accounting disciplines from an international perspective.	1, 2, 3, 4
3	Identify and demonstrate legal and ethical concepts and the code of ethics issued by the International Federation of Accountants (IFAC) and HKICPA, and their application in accounting practices.	1, 2, 3, 4

### Teaching and Learning Activities (TLAs)

*(Indicative of likely activities and tasks designed to facilitate students' achievement of the CILOs. Final details will be provided to students in their first week of attendance in this course)*

#### TLA 1: Seminars

The course leader will present and explain the substantive law on the topics listed below in the course syllabus.

#### TLA 2: Class participation

Students will be expected to work through problem type questions in class, apply the relevant principles discussed in the seminar, analyse and then hypothesize on the projected answer to the problem.

Students will make discovery based oral presentations on the impact of business and corporate law in HK and pay special attention to relevant legal news.

**TLA 3: Research**

Students will undertake a problem based assignment containing not less than 1500 words.

CILO No.	TLA 1	TLA 2	TLA 3	Hours/week (if applicable)
CILO 1	✓	✓	✓	N/A
CILO 2	✓	✓	✓	N/A
CILO 3	✓	✓	✓	N/A
CILO 4	✓	✓	✓	N/A

**Assessment Tasks/Activities**

*(Indicative of likely activities and tasks designed to assess how well the students achieve the CILOs. Final details will be provided to students in their first week of attendance in this course)*

CILOs	Type of Assessment Tasks/Activities	Weighting (if applicable)	Remarks
1, 2, 3, 4	Assignment	50%	<b>This paper will be a problem based assignment to assess students’ understanding of the topics discussed up to and including the seminars when the assignment is distributed in class. Students will be graded on their understanding and application of the law, as well as their ability to provide the reader with evidence of a persuasive legal argument. Logic, use, application and understanding of case law will also be graded.</b>
1, 2, 3, 4	Examination	50%	<b>It will be a 3-hour open book examination. It will test students’ ability to apply legal principles to problem style questions on topics not covered in the assignment.</b>

**Grading of Student Achievement:**

Refer to Grading of Courses in the Academic Regulations for Taught Postgraduate Degrees.

Grading pattern: Standard (A+, A, A-...F)

Grading is assigned based on student performance in assignment and examination. A student must obtain a minimum mark of 40% in both assignment and examination and an overall mark of 40% in order to pass the course.

**Part III**

**Keyword Syllabus**

Contract, tort, employment, agency, partnership, general meetings

## Detailed Syllabus

1. The Basic Law and human rights
  - (a) The entrenchment of the Bills of Rights Ordinance (Cap 383) by the Basic Law
  - (b) The fundamental rights and duties of the HK residents and the concept of human rights as expressed in the Bill of Rights Ordinance.
2. Contract law
  - (a) Formation of contract
  - (b) Content of contract: representations, contractual terms and exclusions
  - (c) Breach of contract and remedies
3. Agency law
  - (a) Role of agent and difference among partners and company directors
  - (b) Establishment of agency relationship
  - (c) Authority of the agent
  - (d) Potential liability of principal and agent
4. Partnerships
  - (a) Establishment of partnerships, both unlimited and limited
  - (b) Partnership property
  - (c) Authority of partners
  - (d) Liability of partners
  - (e) Termination of partnerships
5. Employment law
  - (a) Contract of employment
  - (b) Termination
6. Tort law
  - (a) Tortious, contractual and criminal liabilities
  - (b) 'Passing off' and negligence
  - (c) Negligence and professional negligence
  - (d) Causation and remoteness of damage
7. Company meetings and resolutions

## Recommended Reading

### Text(s)

1. Srivastava, D K, *Business Law in Hong Kong*, (2<sup>nd</sup> ed, 2007) Sweet & Maxwell, HK.
2. Carver, A, *Hong Kong Business Law*, (6<sup>th</sup> ed, 2004) Longman, HK.
3. Hern, A, *Hong Kong Employment Law: A practical guide*, (4<sup>th</sup> ed, 2011) CCH HK Ltd, HK.
4. Stott, V, *Hong Kong Company Law*, (13<sup>th</sup> ed, 2011) Pearson, HK.
5. Kwan, S, *Company Law in Hong Kong: Practice and procedure*, (Loose leaf, 2007-) Sweet & Maxwell Asia, HK.

### Online Resources:

1. Judgments and Legal Reference of Hong Kong Judiciary  
(available at [http://www.judiciary.gov.hk/en/legal\\_ref/judgments.htm](http://www.judiciary.gov.hk/en/legal_ref/judgments.htm))
2. Department of Justice: Bilingual Laws Information System  
(available at <http://www.legislation.gov.hk/eng/index.htm>)
3. Hong Kong Legal Information Institute: Free access to legal information in Hong Kong  
(available at <http://www.hklji.org/>)