

**City University of Hong Kong
Course Syllabus**

**offered by School of Law
with effect from Semester B 2016 / 2017**

Part I Course Overview

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| Course Title: | <u>Corporate, Employment and Business Law</u> |
| Course Code: | <u>LW6913</u> |
| Course Duration: | <u>1 semester</u> |
| Credit Units: | <u>3</u> |
| Level: | <u>P6</u> |
| Medium of Instruction: | <u>English</u> |
| Medium of Assessment: | <u>English</u> |
| Prerequisites: <i>(Course Code and Title)</i> | <u>LW5962 Law Relating to Business and Companies OR LW5924 Law Relating to Business Environment</u> |
| Precursors: <i>(Course Code and Title)</i> | <u>Nil</u> |
| Equivalent Courses: <i>(Course Code and Title)</i> | <u>LW0039 Law of Business Organisations, Corporate Insolvency, Meetings and Employment (from the “old” curriculum).</u> |
| Exclusive Courses: <i>(Course Code and Title)</i> | <u>Nil</u> |

Part II Course Details

1. Abstract

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 contract, tort, corporate and employment 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

2. Course Intended Learning Outcomes (CILOs)

(CILOs state what the student is expected to be able to do at the end of the course according to a given standard of performance.)

| No. | CILOs | Weighting (if applicable) | Discovery-enriched curriculum related learning outcomes (please tick where appropriate) | | |
|-----|---|------------------------------|---|----|----|
| | | | A1 | A2 | A3 |
| 1. | Describe and explain the basic principles of the law of obligations, including contract and tort law, employment 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. | | √ | | |
| | | 100% | | | |

A1: Attitude

Develop an attitude of discovery/innovation/creativity, as demonstrated by students possessing a strong sense of curiosity, asking questions actively, challenging assumptions or engaging in inquiry together with teachers.

A2: Ability

Develop the ability/skill needed to discover/innovate/create, as demonstrated by students possessing critical thinking skills to assess ideas, acquiring research skills, synthesizing knowledge across disciplines or applying academic knowledge to self-life problems.

A3: Accomplishments

Demonstrate accomplishment of discovery/innovation/creativity through producing /constructing creative works/new artefacts, effective solutions to real-life problems or new processes.

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 |

3. Teaching and Learning Activities (TLAs)

(TLAs designed to facilitate students' achievement of the CILOs.)

| TLA | Brief Description | CILO No. | | | | Hours/week (if applicable) |
|---------------------|--|----------|---|---|---|-------------------------------|
| | | 1 | 2 | 3 | 4 | |
| Lectures | The course leader will present and explain the substantive law on the topics listed below in the course syllabus. | √ | √ | √ | √ | 2 |
| Class participation | Students will be expected to work through problem-type questions in class, apply the relevant principles discussed in the lectures, analyse and then hypothesise on the projected answer to the problem. | √ | √ | √ | √ | 1 |
| Research | Students will undertake a problembased. assignment. | √ | √ | √ | √ | N/A |

4. Assessment Tasks/Activities (ATs)

(ATs are designed to assess how well the students achieve the CILOs.)

| Assessment Tasks/Activities | CILO No. | | | | Weighting | Remarks |
|--|----------|---|---|---|-----------|--|
| | 1 | 2 | 3 | 4 | | |
| Continuous Assessment: 50% | | | | | | |
| Assignment | √ | √ | √ | √ | 50% | This paper will be a problem based assignment to assess students' understanding of the topics discussed up to and including the lectures 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. |
| Examination: 50% (duration: 3 hours) | | | | | | |
| Examination | √ | √ | √ | √ | 50% | This 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. |
| <i>The weightings should add up to 100%.</i> | | | | | 100% | |

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

5. Assessment Rubrics

(Grading of student achievements is based on student performance in assessment tasks/activities with the following rubrics.)

| Assessment Task | Criterion | Excellent (A+, A, A-) | Good (B+, B, B-) | Adequate (C+, C, C-) | Marginal (D) | Failure (F) |
|-----------------|---|--------------------------|---------------------|-------------------------|-----------------|--------------------------------|
| 1. Assignment | 1.1 Ability to demonstrate an understanding of the law discussed in lectures to date 1.2 Ability to present a persuasive legal argument with reference to the relevant law. | High | Significant | Moderate | Basic | Not even reaching basic levels |
| 2. Examination | 2.1 Capacity to apply relevant law to problem-based questions in a coherent and persuasive manner 2.2 Capacity to advise in writing on possible legal prospects and outcomes | High | Significant | Moderate | Basic | Not even reaching basic levels |

Part III Other Information (more details can be provided separately in the teaching plan)

1. Syllabus

(An indication of the key topics of the course.)

1.1 Keyword Syllabus

Hong Kong legal system, contract, tort, employment, corporate

1.2 Detailed Syllabus

1. Introduction to the Hong Kong legal system
2. Contract law
 - (a) Formation of contract
 - (b) Content of contract: representations, contractual terms and exclusions
 - (c) Breach of contract and remedies
3. International Contract Law
 - a. CISG
 - b. Incoterms 2010
4. Tort law
 - (a) Tortious, contractual and criminal liabilities
 - (b) 'Passing off' and negligence
 - (c) Negligence and professional negligence
 - (d) Causation and remoteness of damage
5. Corporate law
 - (a) Sources
 - (b) Separate personality
 - (c) Different types
 - (d) Establishment
 - (e) Partnerships and companies
6. Employment law
 - (a) Contract of employment
 - (b) Termination

2. Reading List

2.1 Compulsory Readings

(Compulsory readings can include books, book chapters, or journal/magazine articles. There are also collections of e-books, e-journals available from the CityU Library.)

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| 1. | D.K. Srivastava, <i>Business Law in Hong Kong</i> (4 th ed., 2014), Sweet & Maxwell (Chapters 2, 4, 8, 10, 11 and 12) |
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2.2 Additional Readings

(Additional references for students to learn to expand their knowledge about the subject.)

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| 1. | V. Stott, <i>Hong Kong Company Law</i> (14 th ed, 2015) Pearson, HK |
| 2. | S. Kwan, <i>Company Law in Hong Kong: Practice and Procedure</i> (Loose leaf, 2007-) Sweet & Maxwell Asia, HK |

Recommended Reading

Text(s)

1. A. Hern and P. Walsh, *Hong Kong Employment Law: A Practical Guide* (4th ed, 2011) CCH HK Ltd, HK.
2. A. Carver, *Hong Kong Business Law* (6th ed, 2004) Longman, HK.

Online Resources:

1. Judgments and Legal Reference of Hong Kong Judiciary
(available at 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.hklii.org/>)