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| Module Title: | Company Law 2 |
| Language of Instruction: | English |
| Credits: | 5 |
| NFQ Level: | 8 |
| Module Delivered In | 2 programme(s) |
| Teaching & Learning Strategies: | Lectures - communication of knowledge and ideas from the lecturer to the student. Problem Solving Exercises - student will work as part of a team and will work together to resolve various legal scenarios. Class Discussion/Debate - Students will be encouraged to actively participate in the class sessions which will develop their analytical and communication skills. E-Learning - It is envisaged that the module will be supported with on-line learning materials. Self-Direct Independent Learning - the emphasis on independent learning will develop strong and autonomous work and learning practices. |
| Module Aim: | The aim of this module is to equip students with a thorough and integrated knowledge and understanding of the concepts, principles and rules of Company Law in Ireland in relation to governance and insolvency of the private limited company, and to assist the student in developing the analytical skills required to apply their legal knowledge to various problem scenarios. |
| Learning Outcomes | |
| <i>On successful completion of this module the learner should be able to:</i> | |
| LO1 | Critically evaluate the responsibilities of company officers and the role of external agencies in the governance of the private limited company and demonstrate an integrated and applied knowledge of the laws relating to that company governance. |
| LO2 | Demonstrate an in-depth comprehension of the laws dealing with receivership, examinership and liquidation, and demonstrate the ability to assess the impact of such events on a company. |
| LO3 | Demonstrate an ability to research aspects of company law either independently or as part of a group and apply the knowledge gained to formulate solutions to case studies involving company law. |
| Pre-requisite learning | |
| Module Recommendations <i>This is prior learning (or a practical skill) that is recommended before enrolment in this module.</i> | |
| No recommendations listed | |
| Incompatible Modules <i>These are modules which have learning outcomes that are too similar to the learning outcomes of this module.</i> | |
| No incompatible modules listed | |
| Co-requisite Modules | |
| No Co-requisite modules listed | |
| Requirements <i>This is prior learning (or a practical skill) that is mandatory before enrolment in this module is allowed.</i> | |
| No requirements listed | |

Module Content & Assessment

Indicative Content

Corporate Governance

Company Secretary- Appointment, Status, Functions and Duties. Auditors- Appointment, Qualifications, Removal, Resignation and Replacement. Office of the Director of Corporate Enforcement - function and powers; Restriction and Disqualification. Companies Registration Office - function and powers.

Accounting Records

Introduction; Filing and Audit Requirements; Application to Different Size Companies; Liability for Failure to Keep Proper Books of Account. The Directors' Report. The Auditors' Report

Company Borrowing and Security

Borrowing powers; Loan agreements; Mortgages and Charges; Fixed Charges; Floating Charges; Fixed Charges over Book Debts; Quasi Security. Events of Default. Registration of Charges. The Law of Priorities.

Insolvency

Examinership - Appointment of Examiner; Consequences of Appointment; Functions, duties and powers of Examiner. Receivership - Appointment of Receiver; Functions, duties and powers of Receiver. Liquidation - Voluntary and Official - Appointment of Liquidator; Functions, duties and powers Liquidator; Asset swelling provisions available to Liquidator; The Law of Priorities.

| Assessment Breakdown | % |
|----------------------------------|--------|
| Continuous Assessment | 30.00% |
| End of Module Formal Examination | 70.00% |

Continuous Assessment

| Assessment Type | Assessment Description | Outcome addressed | % of total | Assessment Date |
|-----------------|---|-------------------|------------|-----------------|
| Project | Project. This will assess the student's ability to use analytical and research skills gained to apply knowledge of statute, case law and commentary to a relevant established or evolving area of the law relating to companies, through research, critical analysis and reasoning. Students will be expected to demonstrate an ability to argue for both sides of a given hypothesis or problem. | 1,2,3 | 30.00 | Ongoing |

No Project

No Practical

End of Module Formal Examination

| Assessment Type | Assessment Description | Outcome addressed | % of total | Assessment Date |
|-----------------|-----------------------------------|-------------------|------------|-----------------|
| Formal Exam | End-of-Semester Final Examination | 1,2,3 | 70.00 | End-of-Semester |

SETU Carlow Campus reserves the right to alter the nature and timings of assessment

Module Workload

| Workload: Full Time | | |
|----------------------------|--------------------|--|
| <i>Workload Type</i> | <i>Frequency</i> | <i>Average Weekly Learner Workload</i> |
| Lecture | 12 Weeks per Stage | 3.00 |
| Independent Learning Time | 15 Weeks per Stage | 5.93 |
| Total Hours | | 125.00 |

| Workload: Part Time | | |
|----------------------------|------------------|--|
| <i>Workload Type</i> | <i>Frequency</i> | <i>Average Weekly Learner Workload</i> |
| Lecture | Every Week | 1.50 |
| Total Hours | | 1.50 |

Module Delivered In

| Programme Code | Programme | Semester | Delivery |
|----------------|---|----------|-----------|
| CW_BBLAW_B | Bachelor of Business (Honours) in Business with Law | 8 | Mandatory |
| CW_HHLAW_B OLD | Honours Bachelor of Laws Degree - LLB | 6 | Mandatory |