

RHODES UNIVERSITY



COMMERCIAL LAW 1

GENERAL INFORMATION SHEET

2020



1. LEARNING OBJECTIVES

1.1 Critical Outcomes

The Commercial Law 1 course is designed so that the students should be able to achieve the following outcomes:

- to *communicate* legal issues verbally and in writing in the correct manner;
- to *communicate* effectively in class debate and class assignments;
- to *identify, analyse, extract* and *apply* legal principles to a simple set of facts;
- to *classify* factual situations according to the various branches of the law studied;
- to *identify* and *solve* basic practical legal problems;
- to *organise* and *manage* themselves and their work load;
- to *distinguish* the nature of rights and duties and provide an elementary explanation to a lay person;
- to *cope* with a more detailed study of commercial law; and
- to *use* technology in legal research.

2. CONTENT OF COURSE

Commercial Law 1 consists of two one-credit courses, COL 101 and COL 102.

Commercial Law 101 will cover the following areas of the law:

- Introduction to the nature of law;
- The administration of estates;
- The law of insolvency.
- General principles of contract, including special contracts;

Commercial law 102 will cover the following areas of law:

- Introduction to business entities;
- Company law;
- Corporate governance;
- Black economic empowerment.

Commercial Law 101:

- **Introduction to the nature of law (week 1 - 3)**
approx. 12 lectures – Prof Helena van Coller
- **General principles of contract, including special contracts (week 4-10)**
approx. 25 lectures – Ms Silke Joseph
- **The administration of estates and the law of insolvency (week 11-13)**
approx. 12 lectures – Mrs Liz Davies

Commercial Law 102:

- **Introduction to business entities; Company law; corporate governance; black economic empowerment.**

SPECIFIC OUTCOMES

- **Introduction to Law**

Specific outcomes	Assessment criteria
To understand the basic principles of the South African legal system	Understand the concept of law, legal subjects and rights; Understand the general sources of law and our legal system; Know and understand the basic court structures and apply basic principles of jurisdiction; Know the different officers of the court; Understand the basic principles of litigation, arbitration and mediation; Apply relevant principles and examples to short problem questions.

- **Law of contract including special contracts**

Specific outcomes	Assessment criteria
To understand the basic principles of a valid contract	Define and explain the essential elements of a contract Apply relevant principles and examples to problem questions; Know, understand and apply the required formalities of a contract; Define and explain the capacity to contract; Define and explain possibility of performance; Define and explain the concept of certainty, legality and consensus. Be able to explain and identify a restraint

	of trade clause.
To understand and explain the legal obligations that are imposed upon parties to a contract, and the consequences that flow if these duties are breached.	Define and explain the various legal duties of parties to a contract. Identify and explain different breaches of contract; Identify and explain different remedies for a breach of contract
Apply the knowledge acquired during the course to solve practical problems with regard to specific contracts.	Identify and discuss the relevant legal problem or issue. Apply the applicable law to the legal problem or issue. Conclude with reference to remedies available, if appropriate.
To understand the basic principles of an agency agreement	Define and explain the essential elements of an agency agreement Apply relevant principles and examples to problem questions;

- **The administration of deceased estates and the law of insolvency**

Specific outcome	Assessment criteria
To understand the basic principles of the law of insolvency	<ul style="list-style-type: none"> • Define and explain the essential concepts relating to insolvency;
To understand the basic principles of the administration of deceased estates.	<ul style="list-style-type: none"> • Define and explain the essential concepts relating to the administration of estates;

COMMERCIAL LAW 102

Introduction to business entities, company law and corporate governance.

Specific Outcomes <u>Students are expected to be able to:</u>	Assessment Criteria <u>Students must:</u>
To critically explain different concepts and principles relating to Business structures in South Africa	<ul style="list-style-type: none"> • Identify different types of Business Structures; • Explain the nature and characteristics of the different structures (close corporations, partnerships and trusts)
To understand the basic principles of company law in South Africa	<ul style="list-style-type: none"> • To understand the basic principles of the Companies Act; • To be able to identify and discuss the different types of companies; • To explain the formation of a company and identify groups of companies
To understand the principles applicable	<ul style="list-style-type: none"> • Define relevant concepts relating to

to corporate finance	<p>corporate finance;</p> <ul style="list-style-type: none"> • Understand the essentials of company records, financial statements, public offerings, securities and financial markets; • Understand the essentials of business rescue proceedings, company audits and reviews
To explain and understand the nature and function of various company role-players	<ul style="list-style-type: none"> • explain the role and duty of shareholders & directors; • Understand the basics of company, board and other committee meetings;
To explain and understand the transactions applicable to companies	<ul style="list-style-type: none"> • Define and understand concepts relating to insider trading, fundamental transactions and takeovers; • Understand and explain important remedies in various company transactions; • Explain applicable procedures in the winding-up and deregistration of companies.
Apply the knowledge acquired during the course to solve practical problems with regard to aspects of company law	<ul style="list-style-type: none"> • Identify and discuss the relevant legal problem or issue. • Apply the applicable law to the legal problem or issue. • Conclude with reference to remedies available, if appropriate.

3. CONTACT DETAILS

- Prof van Coller h.vancoller@ru.ac.za
- Ms Joseph s.joseph@ru.ac.za
- Mrs Davies E.Davies@ru.ac.za

4. LECTURE TIMES AND VENUES

Please note that the following lecture slots have been allocated to Commercial Law 1 in the timetable and that tutorials in other subjects should not be scheduled for these times.

MONDAY	12:20 -13:05 Barratt 2	(6)
TUESDAY	12:20 -13:05 Barratt 2	(6)
WEDNESDAY	12:20 -13:05 Barratt 2	(6)
FRIDAY	12:20 -13:05 Barratt 2	(6)

5. THE TUTORIAL SYSTEM

During the first two weeks of term, students will be allocated to a tutorial group (please check your time-table and notices on RUconnected) You will then be allocated to a tutorial group by the Graduate Assistants.

Please make very sure that your tutorials do not clash with any academic commitments you have. Please check the Commercial Law 1 notice board in the Law Faculty to see your tutorial group allocation, venue and tutor. The list will also be posted on-line on RU Connected. You may NOT CHANGE YOUR TUTORIAL GROUP without the express permission of the Graduate Assistants who will do the tutorial group allocation, and this will only be done in exceptional circumstances on written application.

Any queries as to tutorial groups must be addressed by e-mail to the Graduate Assistant:

Busisiwe Mahlangu

g15M0866@campus.ru.ac.za

- a) Students will normally be required to prepare work for discussion in their tutorials. Such work will be indicated to students by the respective lecturers of each section. **Note:** Being absent from lectures and hence not knowing what work is required for tutorials is obviously unacceptable.
- b) It is a DP requirement to attend ALL tutorials and to submit any prescribed work for a given tutorial. Should you not comply with these requirements, you may not be allowed to write the Commercial Law 1 examinations. **Students should note that leaving town early for, and arriving back late from, the university vacations is not an acceptable reason for missing a tutorial, lecture or tests or for submitting work late.**
- c) You are required to attend the tutorial group you have been allocated to.
- d) The tutors will keep a register and a student who, without a valid excuse misses a tutorial may be refused a DP certificate. If a tutorial has been missed, the student must furnish the tutor with a copy of the leave of

absence (LOA), while the original leave of absence form should be handed to the Law Secretary. **IMPORTANT:** If you are granted a LOA, it is your responsibility to attend another tutorial in the same cycle. You must email the Graduate assistants to indicate to them which tutorial you normally attend (for which a LOA has been granted) and the details of the make-up tutorial you have attended.

TUTORS:

Mbanangwa Kwilasya	g16K6870@campus.ru.ac.za
Warren Naicker	g18N5889@campus.ru.ac.za
Hayley Warring	g16W0958@campus.ru.ac.za
Emma-Jane Roberts	g16R2470@campus.ru.ac.za
Charlene Jackson	g15J0050@campus.ru.ac.za
Tariro Mbiba	g16M1165@campus.ru.ac.za
Busisiwe Mahlangu	g15M0866@campus.ru.ac.za

6. COURSE MARK



The course mark for Commercial Law is 30%. The 2 assignments will make up 10% of the 30% (each assignment will therefore count 5%) and the 2 tests will each count 10% towards the total course mark of 30%.

The examination for both Commercial Law 101 and 102 will therefore be worth 70% of the final mark for each semester course. Marked assignments and tests will ordinarily be placed in the Commercial Law student pigeon holes on the ground floor of the Law Faculty, for collection: lecturers will announce in lectures when a marked

piece of work is ready for collection from the pigeon holes. Due to the large class size, the whole process of marking student work, moderating tutors' marking, capturing marks and displaying marks on the notice board is likely to take approximately two weeks.

7. ASSIGNMENTS



There will be 2 assignments each for Commercial Law 101 and Commercial Law 102. These assignments will be marked by your tutor and moderated by the lecturer concerned. The **due dates** thereof will be **STRICTLY ENFORCED**. Absolutely no informal extensions will be granted by a tutor, graduate assistant, lecturer or course co-ordinator for submission of work. Failure to submit an assignment may lead to the loss of your DP and will result in a mark of zero for that assignment.

If a LOA is granted for an assignment, students are still required to submit the assignment within one week after the period for which the LOA has been granted. Failure to do so will result in a student being awarded a mark of zero for the assignment. Assignment questions / topics will be included in course handouts or announced or handed out during lectures by the lectures, normally 2 weeks or more before the due date for submission.

NB: Assignments, which must be typed, must be timeously place in the relevant tutor's box outside the Law Library with the following information on the cover page:

- **The assignment topic**
- **Your full name and student number**
- **The tutorial group number (example: Group 6B)**
- **Your tutors name**

In addition you **must attach the Rhodes Law Faculty cover page** which can be accessed through the Rhodes computer network.

DUE DATES:

Assignment 1 (Introduction)

Friday 20 March 2020

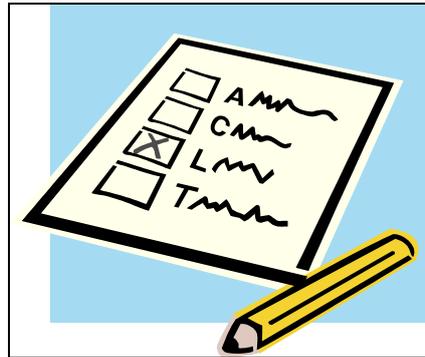
13:30

Assignment 2 (Contract)

Friday 8 May 2020

13:30

8. TESTS



Two tests will be written each semester. These will take a combination of multiple-choice and shorter/problem questions or such format decided on by the lecturer concerned and discussed in class. Writing of tests is compulsory unless a leave of absence certificate has been granted. Should a leave of absence be granted, the test will not be considered when a students' 30% course mark is calculated, but the course- and exam mark will be adjusted accordingly. **Note: NO MAKE-UP TESTS WILL BE SET FOR STUDENTS WHO MISS TESTS FOR ANY REASON.** In order not to disturb fellow students, students will not be allowed to hand in their tests early (i.e. you will have to stay in the hall for the duration of the test).

TEST DATES:

Commercial Law 101:

TEST 1 (Introduction)

Wednesday 25 March 2020

Barrat 1 + 2

19:00

TEST 2 (Contract)

Tuesday 5 May 2020

Barrat 1 + 2

19:00

9. EXAMINATIONS



There will be a three-hour examination for Commercial Law 101 in June. This will cover the work done in the first semester and will count as a write-off course. A prerequisite for entry into Commercial Law 102 is a credit or mark of above 35% for Commercial Law 101. There will be a three-hour examination for Commercial Law 102 in November.

- A pass in Commercial Law 1 counts as a credit towards a B Com, B Bus Sci, B Soc Sci and B Sc degrees.
- Commercial Law 101 and 102 are separate courses and a pass in either gives a student a half credit towards a degree. A credit in either course is not contingent upon passing the other. However, one must pass both courses, or obtain an aggregate (ACR) for Commercial Law 1, in order to proceed to Commercial Law 2.
- **A student will obtain a credit for Commercial Law 1 according to the following rules:**
- A credit will be given if a candidate has passed both courses irrespective of the year of examination in which they were passed.
- An aggregated credit (ACR) will be given if the candidate has an aggregated mark of at least 50% for both courses and has obtained at least 45% in the course failed.
- A non-continuing credit (NCR) will be given if the candidate has an aggregated mark of at least 50% for both courses and has obtained between 40% and 45% in the course failed.
- Aggregation may take place only in respect of examinations written in the same academic year.
- In the Faculty of Commerce an NCR may be given for Commercial Law 1 if a student has obtained a credit in both Legal Theory 1 and Legal Theory 2. (Rule C.6). This rule does not apply to the students registered in the Faculty of Humanities.

- A student who passes Commercial Law 1 with at least 60% may be admitted to Legal Theory 2 provided that the student registers concurrently for Foundations of Law, obtains a credit in Foundations of Law, and attends and performs satisfactorily in all the tutorials in Introduction to Law. In these circumstances a student will be exempted from obtaining a credit for Introduction to Law in the LLB degree.

SUPPLEMENTARY / REWRITE EXAMINATIONS

- Students in COL 101 may rewrite the subject in November, provided that they obtain at least 35% in the June examination. In such cases the mark obtained in November shall be the final result for that course, except in those instances in which a student has an ACR or and NCR and wished to obtain a credit in the course failed. No further supplementary examinations will be written in February.
- Students in Commercial Law 102 may be granted a February supplementary examinations provided that they obtain at least 40% in the November examination, and provided that they otherwise qualify for a supplementary examination in the Faculty in which they have been registered.
- Students who have obtained an NCR may rewrite the subject at a subsequent examination session in order to obtain a continuing credit provided that no special examination will be set for this purpose.
- **Commercial Law 1 NCR's will not be at risk when students rewrite the supplementary examination in February. So if they do worse, the NCR credit stands. The supplementary mark supersedes the first exam mark in all cases except where a student has an NCR or ACR.**

10. DP CERTIFICATE



According to the University Calendar, in order to be admitted to an examination, a student

- a) must have satisfactorily attended the class meetings for the course under examination, and
- b) must have satisfactorily performed the work of the class.
(General rule)

The general provision applicable, except where otherwise stated, is that:

- **Tutorial attendance is compulsory.**
- **Students are required to do all work of the class. The written work includes the tutorial assignments, essays and tests scheduled during the year.**

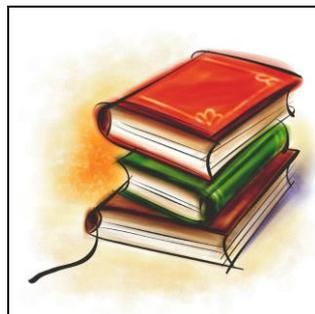
Commercial Law students MUST comply with the DP requirements in respect of each component of the course.

These requirements will be applied strictly. Students wishing to apply for leave of absence for compassionate reasons; for health reasons (which must be supported by a medical certificate); and for any other compelling reason, must apply for such. Application forms can be obtained from the Law Faculty Secretary and returned to her for consideration by the Deputy Dean. It is your obligation to check whether an LOA has been granted to you for the missing of a lecture, tutorial, test or late submission of an assignment.

11. LIBRARY

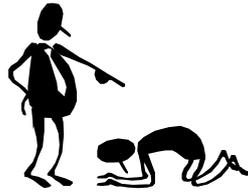
Commercial Law students have the use of the main and limited use of the Law library. A lecturer may, from time to time, put material on short loan. Due to the large numbers of the Commercial Law 1 class, any such material will ordinarily be placed at the main university library or posted on RUconnected.

12. TEXTBOOK



There is **NO** prescribed book for Commercial 101 for 2020. The course will be taught by means of notes, readings and documents prescribed or provided for by the individual lecturers.

13. WARNING



Plagiarism and cheating of any form in assignments, tests, exams, etc. is strictly prohibited. Anyone found to have committed any of the foregoing acts will be charged under the University Disciplinary Code.

14. CONTACT DETAILS

Should you wish to contact the Commercial Law 1 course co-ordinator, you may do so via e-mail:

h.vancoller@ru.ac.za

Problems of an administrative nature should first be directed by email to one of the graduate assistants. The graduate assistants will attempt to answer your query and if they are unable to do so, will refer the query to the course co-ordinators. Queries regarding the CONTENT of the course should be directed to the relevant lecturer who teaches that section. The course co-ordinator does NOT keep copies of various handouts / modules taught by other lectures, so please ensure that you consult with the relevant lecturer.

Best wishes for the year and we hope that you will find Commercial Law 1 enjoyable and rewarding!



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Where leaders learn

FACULTY OF LAW

Name:

Student no:

Subject:

Lecturer/Tutor:

Due Date:

Assignment topic:

DECLARATION

1. I know that “plagiarism” means using another person’s work and ideas without acknowledgement, and pretending that it is one’s own. I know that plagiarism not only includes verbatim copying, but also the extensive (albeit paraphrased) use of another person’s ideas without acknowledgement. I know that plagiarism covers this sort of use of material found in court judgments, textbooks, journal articles AND on the Internet.
2. I am aware of the University and the Law Faculty’s policies on plagiarism as set out in the Faculty’s *Survival Guide*.
3. I acknowledge and understand that plagiarism is wrong, and that it constitutes academic theft.
4. I understand that my research must be accurately referenced. I have followed the rules and conventions concerning referencing as set out in the Law Faculty’s *Survival Guide*.
5. This assignment is my own work, or the unique work of a group, if a group assignment.
6. I have not allowed, nor will I in the future allow, anyone to copy my work with the intention of passing it off as his or her own work. I also accept that submitting identical work to someone else (a syndicate essay) constitutes a form of plagiarism.

Signed.....

Date: