

DALHOUSIE LAW SCHOOL

BUSINESS ASSOCIATIONS – FALL 2018

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Business Associations deals with the legal consequences of conducting business in various forms. The bulk of the course, however, will deal with the law governing the corporate form of conducting business. As such, the course provides an introduction to corporate law principles, which forms an essential part of basic legal knowledge and is a prerequisite for advanced topics in corporate law. The topics that will be covered are highlighted below. Please note that the listed dates and topics are subject to change.

Required Materials: *Cases and Materials on Business Associations Law, Volume I and II; Consolidated Canada Business Corporations Act and Regulations (Carswell); Nova Scotia Companies Act and Commentary.* The readings below refer to the casebook. Note: The casebook is available on the course site at Brightspace.

Evaluation:

Closed-Book, Mid-Term Examination in October: 30%

Closed-Book, Final Examination in December: 70%

Students with Special Needs/Requests for Accommodation: Requests for special accommodation for reasons such as illness, injury or personal circumstances will require an application to the Law School Studies Committee. Such requests must be made to Associate Dean or Director of Student Services as soon as possible, before a scheduled exam or a deadline for an assignment. Retroactive accommodation will not be provided. Please note that individual professors cannot entertain accommodation requests. Students wishing to discuss arrangements for classroom assistance, such as note-taking, should make their request to the Advising and Access Services Centre (AASC).

Students may request accommodation as a result of barriers related to disability, religious obligation, or any characteristic under the Nova Scotia Human Rights Act. Students who require academic accommodation for either classroom participation or the writing of tests and exams should make their request to the Advising and Access Services Center (AASC) prior to or at the outset of the regular academic year. Please visit www.dal.ca/access for more information and to obtain the Request for Accommodation – Form A. Students may also contact the Advising and Access Services Centre directly at 494-2836, or they may contact Associate Dean Michael Deturbide for more information.

Please note that this schedule is a guide only.

<u>DATE</u>	<u>TOPIC</u>	<u>READINGS</u>
Sept. 5	Introduction	
Sept. 10	Sole Proprietorship; Partnership	1-1 to 1-27
Sept. 12	LLPs; Limited Partnerships; Joint Ventures; Alternate Business forms	1-27 to 1-61
Sept. 17	The Corporate Entity; Process of Incorporation	1-62 to 1-85; 2-1 to 2-14
Sept. 19	Lifting the Corporate Veil	2-14 to 2-62
Sept. 24	Tortious and Criminal Liability of Corporations	2-63 to 2-93
Sept. 26	Contractual Liability of Corporations	Chapter IV
Oct. 1	Corporate Finance I	3-1 to 3-25
Oct. 3	Corporate Finance II	3-25 to 3-44

Oct. 10	Corporate Finance III; Introduction to Securities Law	
Oct. 15	Corporate Governance I	Chapter VI
Oct. 17	Mid-Term Exam	
Oct. 22	Corporate Governance II	Chapter VI
Oct. 24	Closely-held Corporations	Chapter V
Oct. 29	Duties of Directors and Officers I	7-1 to 7-19
Oct. 31	Duties of Directors and Officers II	7-20 to 7-55
Nov. 5	Duties of Directors and Officers III	7-55 to 7-69
Nov. 7	Duties of Directors and Officers IV	7-69 to 7-122
Nov. 19	No Class	
Nov. 21	Shareholders' and Creditors' Remedies I: The Derivative Action	8-1 to 8-33
Nov. 26	Shareholders' and Creditors' Remedies II: Compliance Orders and Appraisal Rights	8-34 to 8-43; 8-48 to 8-66
Nov. 28	Shareholders' and Creditors' Remedies III: The Oppression Remedy	8-67 to 8-132
Dec. 3	The Oppression Remedy (continued)	