

Corporations Law (5th ed)

By Anderson et al | Lexis Nexis | 2016



My school physics teacher was instrumental in the introduction of a new approach to the teaching of physics in the 1960s that encouraged students to learn through practical work rather than by rote. One of the results of this was that textbooks began incorporating pictorial representations of experiments with whacky physicists (an oxymoron or a tautology depending upon your point of view) encouraging students to try for themselves, clutching a handful of magic (maybe radioactive) beans and announcing in large speech bubbles the principle that needed to be remembered (or the take-home message in modern parlance). Incidentally, judged on this approach, the children's classic *Mr Archimedes' Bath* (Pamela Allen, Harper Collins Australia, 1980) could be said to be a classic of the modern physics curriculum!

It struck me when reading *Corporations Law* (Anderson et al, 5th Edn LexisNexis) that there has in recent times been a concerted effort to move the teaching and learning of law in a similar direction; and given the reputation that the law has for being arcane, in both study and practice, maybe a time lag of 50 years behind physics is not bad!

I searched hard, but ultimately in vain, in *Corporations Law* for the whacky and bewigged judge or barrister declaiming *Contra Proferentem, Res Ipsa Loquitur*

or *Cuicumque Aliquis Quid Concedit Concedere Videtur Et Id Sine Quo Res Ipsa Esse Non Poluit*.

There were, however, Case Examples dotted throughout the text setting out the facts, issues and decision of notable cases, on a blue background with an image of a paperclip holding them in place; Objectives at the beginning of each chapter, on a blue background hanging as if on post-it notes; Problems at the end of each chapter, on a deeper shade of blue with a Discussion in the form of an Advice following, in blue ink on a white background and held in place by an image of a bulldog clip; and a list of Further Discussion and Further Reading for each chapter, held in place by images of two pins.

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I remember vividly my law undergraduate tutor giving me advice that rote learning of the key cases and principles would just about scrape me through finals, but some additional critical analysis would achieve a comfortable degree. The rote learning then derived from the textbooks and law reports, while the critical analysis was provided by the *Modern Law Review* and the *Law Quarterly Review* (and the occasional lecture). None of those sources, however, had different font colours or backgrounds, let alone images of post-it notes, paper clips, bulldog clips or pins.

I have previously noted my aversion to considering problems or examples for imaginary clients in text books without being paid for my advice; and I am far

from convinced about the inclusion in *Corporations Law* of a crossword of Key Terms in Company Law. As a practitioner, my focus is more upon the principles and relevant authorities cited; but in spite of some initial scepticism, I do have to say that, perhaps with the exception of the crossword, these initiatives make it an easier read.

The authors of this text are five academics, but this stress upon a practical application of the legal principles is effective. In the Preface, the authors of *Corporations Law* set out their intention to 'seek to provide a text that reduces the mass that is corporate law to manageable proportions, where the underlying principles and structure of the law can be clearly understood by the reader'.

The all-encompassing title of the book could be seen as somewhat ambitious; and a more detailed study of a particular area will require recourse to further texts or authorities. Judged by its stated aim, however, this book is a success.

That should not be understood as damning with faint praise, since it goes well beyond a superficial review of the main principles and does include many useful points of detail (with relevant and supporting authorities cited).

Many practitioner texts assume a certain level of knowledge and can become bogged down in a level of detail where the prospect of achieving any overarching narrative is then lost. *Corporations Law* does not assume any knowledge of the fundamental principles or the history and development of the regulation of companies. As such, it is a useful starting point for a practitioner, particularly one with only a limited background or understanding in this area; and, although my undergraduate years are somewhat in the past, I suspect that it is rather a good student text.

Reviewed by Anthony Cheshire SC