

Research Guide: Corporate Law

Corporate law deals with the laws and regulations that govern corporations, companies and bodies corporate. It defines its formation, governance and structure as well as the rights, duties and powers of its officers. This research guide is created to help researchers find the relevant materials needed for their work in this subject area especially at the Osgoode Hall Law School Library. Developments in the last 10 years have given corporate law significant attention internationally ranging from emerging economies, collapse of communism, and development of capitalist economies in former communist countries to corporate scandals. In preparing this guide I have attempted to cover extensively Canada, United States, United Kingdom and some other international jurisdictions.

Keywords: Corporations law, Company law, Corporate law, Corporations

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CANADA

Primary Sources

Statutes

In Canada, the federal and provincial governments have the power to create and regulate corporations. The following are the relevant federal and provincial statutes:

1. Federal
[Canada Business Corporations Act, R.S.C. 1985, c. C-44](#)
2. Alberta
[Business Corporations Act \(Alta.\), R.S.A 2000, c. B-9.](#)
3. British Columbia
[Business Corporations Act, SBC 2002, c. 57.](#)
4. Manitoba
[The Corporations Act, C.C.S.M, c. C225.](#)
5. New Brunswick
[Business Corporations Act, S.N.B. 1981, c. B-9.1](#)
[Corporations Act, R.S.N.B. 1973, c. C-24](#)

6. Newfoundland and Labrador

[Corporations Act, R.S.N.L. 1990, c. C-36](#)

7. Northwest Territories

[Business Corporations Act, S.N.W.T. 1996, c. 19](#)

8. Nova Scotia

[Companies Act, R.S.N.S. 1989, c. 81](#)

9. Nunavut

[Business Corporations Act, S.N.W.T. 1996, c. 19](#)

10. Ontario

[Business Corporations Act \(Ont.\) RSO 1990, c. B.16.](#)

11. Prince Edward Island

[Companies Act, R.S.P.E.I. 1988, c. C-14](#)

12. Quebec

[Companies Act, R.S.Q. c. C-38](#) (Available in French and English)

13. Saskatchewan

[Business Corporations Act, R.S.S. 1978, c. B-10](#)

14. Yukon Territory

[Business Corporations Act, R.S.Y. 2002, c. 20](#)

The full text versions of these statutes are available in CANLII (except British Columbia), CCH Online, LexisNexis/Quicklaw and WestlaweCarswell for law students and faculty.

The annual Consolidated Canada Business Corporations Act and Regulations 2009 ([KF 1415ZA2 C37322 2009](#)) is an update of the CBCA, amendments, proposed amendments together with any policy statements from Corporations Canada.

Case Law

Case law on corporate law can be found in all major law reports such as the Dominion Law Reports, Business Law Reports and also in CANLII, CCH Online, LexisNexis/Quicklaw, and WestlaweCarswell.

Secondary Sources

Books

- 1) Robert Yalden & Mary Condon, *Business Organizations: Principles, Policies and Practice* (Toronto: Emond Montgomery Publications Limited, 2008). [KF 1355 B885 2008](#)
- 2) Bruce Welling, *Corporate Law in Canada: The Governing Principles*, 3rd ed. (Queensland, Australia: Scribblers Publishing, 2006). [KF1415 ZA2 W42 2006](#)
- 3) Christopher. C. Nicholls, *Corporate Law* (Toronto: Emond Montgomery Publications Limited, 2005). [KF1415 ZA2 N52 2004](#)
- 4) H. Sutherland, *Fraser's Handbook on Canadian Company Law*, 8th ed., (Toronto: Carswell, 1994) [KF 1415 ZA 2 F7 1994](#)
- 5) Paul Martel, *Business Corporations in Canada: Legal and Practical Aspects* (Toronto: Thomson/Carswell, 2004). [KF 1415 ZA2 M286](#)

- 6) Robert A. Kingston, *Canada Corporation Manual* (Toronto: Carswell, 1965). [KF 1415 ZA2 C3739](#)
- 7) Stephen Adams, *Federal and Ontario Corporate and Business Legislation* (Aurora, ON: Canada Law Books, 1998). [KF1415 ZB3 F38](#)
- 8) Wayne D. Gray, *The annotated Canada Business Corporations Act: and the following related statutes, Corporations Returns Act, Investment Canada Act, 2nd ed.* (Toronto: Carswell, 2002). [KF 1415 ZA2 C357 2008](#)
- 9) Bruce Welling, Lionel Smith & Leonard Rotman, *Canadian corporate law: cases, notes & materials*, 2nd ed. (Markham, Ont.: LexisNexis Butterworths, 2006). [KF 1415 ZA2 C383 2006](#)
- 10) Leslie McCallum & Poonam Puri *Canadian Companies Guide to the Sarbanes-Oxley Act* (Markham, Ont.: LexisNexis Butterworths, 2004). [KF 1446 M33 2004](#)
- 11) J. Anthony VanDuzer *The law of partnerships and corporations* (Toronto, Ont.: Irwin Law, 2003). [ELECTRONIC](#) (Ebook)
[KF 1355 V36 2003](#)

Journals

Most law reviews publish articles on corporate law but the following is a major Canadian title for corporate law:

- Canadian Business Law Journal, [PER C1686](#)

Databases

In conducting your research for articles, you can start with the following indices which will give you access to full text or abstracts:

- Index to Canadian Legal Literature (ICLL) Available in LexisNexis/Quicklaw and WestlaweCarswell
- Legaltrac

They can be accessed through eResources on the library homepage or by going to the [Research Databases – Law](#) page.

Corporate law is also a multidisciplinary field and so you are able to research for articles and materials in social sciences and other multidisciplinary databases available in the York University Libraries or [Research Databases – Multidisciplinary](#) page. The following databases are the major ones:

- Business Source Premier
- ABI/INFORM Global
- ABI/INFORM Trade & Industry
- Associations Canada
- CBCA Complete
- Factiva
- Financial Post Advisor
- Mergent Online
- Scholars Portal
- SEDAR
- SourceOECD
- Web of Science

Note that you require authentication when accessing remotely.

Internet Resources

[Corporations Canada](#) This is the government department that is responsible for the administration of the Canada Business Corporations Act and other regulations related to corporations.

UNITED STATES OF AMERICA

Primary Sources

In the United States, each of the 50 states regulates how a corporation is incorporated and structured. The Cornell Legal Information Institute has prepared a very useful guide with links to all legislation (Federal Codes, State laws on incorporation, some decided Federal and State decisions - [Wex](#) – Cornell University Law School Legal Information Institute.

Secondary Sources

Books

The Law Library has a number of books on corporations covering the United States.

1. Jeffrey Bauman et al, *Corporations law and policy: materials and problems*, (St. Paul MN: Thomson West, 2007). [KF1413 S63 2007](#)
2. Sanjay Anand, *Essentials of Sarbanes-Oxley*, (Hoboken, N.J. John Wiley & Sons, 2007). [KF 1446 A31 A83 2007](#)
3. Lawrence. E Mitchell & Michael Diamond, *Corporations, a contemporary approach: cases and materials for a course in corporate law*, (Durham, N.C: Carolina Academic Press, 2004). [KF 1413 M58 2004](#)
4. Robert W. Hamilton., *Law of Corporations in a Nutshell* (St Paul, Minn.: West Group, 2000). [KF 1414.3 H35 2000](#)

Journals

Heinonline is the major legal database that the library subscribes to. This database contains the following American titles covering corporate law:

- Brooklyn Journal of Corporate Financial & Commercial Law
- Business Law International
- Business Law Journal
- Business Lawyer (ABA)
- Corporate Business Taxation Monthly
- Corporate Governance Law Review
- Delaware Journal of Corporate Law
- European Company and Financial Law Review
- Fordham Journal of Corporate and Financial Journal
- Hastings Business Law Journal
- Journal of Corporate Law Studies

Current Awareness

Blogs

[Harvard Law School Corporate Governance Blog](#) – Sponsored by the Harvard Law School Program on Corporate Governance.

UNITED KINGDOM

In the UK, a corporation is referred to as a company. Companies are regulated, structured and governed by the provisions of the Companies Act 2006.

Primary Sources

Statutes/Legislation

[Companies Act 2006](#) – United Kingdom Statute Law Database
[BAILII](#) - British and Irish Legal Information Institute.

Case Law

[England & Wales High Court \(Commercial Court\) Decisions](#) – British and Irish Legal Information Institute.

Secondary Sources

Books

1. Paul L. Davies, Sarah Worthington & Eva Micheler *Gower and Davies' Principles of Modern Company Law* (London: Sweet & Maxwell, 2003). [KF1415 ZC2 G68 2008](#)
2. Brenda Hannigan and Daniel Prentice, *Hannigan and Prentice: the companies act 2006 (eds)* (London: LexisNexis Butterworths, 2007). [KF 1415 ZC2 H36 2007](#)

Journals

Journal of Business Law, [PER J259](#)

Internet Resources

[Companies House](#) – The organization responsible for the incorporation and dissolving of limited companies in the United Kingdom.

Current Awareness

Blogs

[Corporate Law and Governance](#) – A blog managed by Robert Goddard, Lecturer in Law at Aston Business School in Birmingham. It covers legal developments, case commentaries and related news items.

INTERNATIONAL

Note that in many international jurisdictions the corporation is referred to as company.

Australia

Statutes/Legislation

[Companies Act 1981](#)
[AUSTLI](#)

Case Law

[AUSTLI](#)

Secondary Sources

1. James F. Corkery and Bruce Welling *Principles of corporate law in Australia* (Mudgeeraba, Old: Scribblers Publishing, 2008). [KF 1415 ZD2 C665 2008](#)
2. Julie A. Cassidy *Concise corporations law* (Annandale, NSW : Federation Press, 2006). [KF 1415 ZD2 C37 2006](#)
3. Julie A. Cassidy *Corporations law: text and essential cases* (Sydney : Federation Press, 2005). [KF 1415 ZD2 C374 2005](#)

4. H.A.J. Ford, R.P. Austin, I.M. Ramsay *Ford's principles of corporations law* (Chatswood, NSW: LexisNexis Butterworths, 2005). [KF 1415 ZD2 F67 2005](#)

Journals

[Australasian Legal Scholarship Library](#)

AGIS Plus Text (Available through [Law Library eResources](#) page)

China

Statute

[Company Law of the People's Republic of China \(2005\)](#) – This can be accessed from ChinaLawInfo through Research Databases – Law.

India

Statute

[Companies Act 1956](#) – Note that this is a free site and can be removed anytime

Case Law

Indian case law is available through Manupatra listed on the [Law Library eResources](#) page.

Jamaica

Statute

[Companies Act](#)

South Africa

Statute

[South Africa Companies Act 61 of 1973](#)

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