

NALP Level 5 Diploma for Senior Associate Paralegals

Qualification Specification

This document covers the following Qualification:

TITLE	Qualification Reference No
NALP Level 5 Diploma for Senior Associate Paralegals	610/6098/7

National Association of Licensed Paralegals

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1. Introduction

The National Association of Licensed Paralegals (NALP) is an Awarding Organisation recognised by the Office of Qualifications and Examinations (Ofqual) to offer regulated qualifications in England. NALP specialises in providing qualifications for persons working, or looking to work, as a Paralegal. NALP is also an End Point Assessment Organisation and was closely involved with the development of the new Level 3 Paralegal Apprenticeship Standard.

NALP is also the oldest established professional membership and self-regulatory body for paralegals in the UK, having been established in 1987. NALP advocates for its members and for full recognition of the paralegal profession as an integral part of the legal sector as a whole.

NALP has introduced the new Level 5 Diploma for Senior Associate Paralegal as part of a suite of new qualifications but also as a 'standalone' qualification for those who have already successfully completed a Level 4 qualification and wish to further their studies or change their career path.

2. Summary of the Qualification Covered by this Specification

2.1. NALP Level 5 Diploma for Senior Associate Paralegal

The NALP Level 5 Diploma for Senior Associate Paralegal builds on your previous studies at Level 3 and 4 either with NALP or via other qualifications. Your legal studies at lower Levels will have provided you with the key 'foundational' subjects required and expected by the legal profession. This Level 5 qualification will provide an opportunity for you to build on those studies and to start to look in more detail at subjects which reflect areas of professional practice for more senior/experienced paralegals and to start to engage with some of the complexities and nuances of law relevant to these areas.

2.2. Rules of Combination

All units of this qualification are mandatory in order for Learners to achieve the qualification.

3. Objectives of the Qualifications

While the aim of your previous legal studies will have been to introduce you to many of the underlying concepts and principles of the English Legal System the NALP Level 5 Senior Associate Paralegal qualification has been designed to allow you to look at new areas of legal practice – particularly the areas you are likely to be involved with as you become a more experienced and senior paralegal – but also to allow you to develop and foster one of the key critical skills you

will be expected to demonstrate as you progress in your professional paralegal practice: the ability to be a reflective and independent practitioner.

In your career to date you may have had little opportunity to use your initiative. This Level 5 qualification will actively support you to do this in a professional, reasoned and acceptable way. This Level 5 qualification will invite you to consider not simply *what* the law is but also *how* and *why* the law is as it is. In other words, in just the same way as you are becoming a more experienced practitioner so you will become a more reflective, critical and independent one.

How will you do this at Level 5? The Units making up Level 5 have been structured in such a way that you will be supported and guided to use 'further reading' and 'extended activities' which will give you the opportunity to look at journal articles and discussion papers and primary source material such as judges decisions to help you to engage with the unit and to develop your depth of understanding – exactly as a Level 5 qualification requires.

These skills will then be directly transferable to your professional practice allowing you to build on 'what' the law is and to start to engage with is that 'how' the law should be or 'why' might the law require amendment or not be as effective as it could be. Please note that these qualifications are specifically written with English law at their base. These qualifications are therefore best suited to those who seek to work in the UK or abroad where the system of law is based on English Common Law.

Successful completion of the Level 5 Diploma for Senior Associate Paralegals will allow graduates to be eligible for the professional status of Senior Associate Member of the National Association of Licensed Paralegals and to use the post nominals: Snr A. NALP

4. Entry Requirements

As a Level 5 Qualification corresponds to the equivalent of second year of a degree level in terms of education, it is expected that Learners will be aged 18 or over.

All Learners must hold at least Affiliate Membership of NALP whilst undertaking this qualification. One year's free Affiliate Membership is provided to all Learners upon enrolment for this qualification, but this must be renewed for those whose studies continue beyond that period at the Learner's expense.

NALP has some specific entry requirements to ensure that Learners embarking on the NALP Level 5 Diploma for Senior Associate Paralegals have the best chance to achieve their goals. Examples of the entry level requirements a Learner will need to have successfully completed include:

- NALP's Level 4 Certificate for Associate Paralegals

- NALP Level 4 Diploma in Paralegal Studies
- Level 4 Cambridge Management and Leadership Diploma in Law
- Level 4 Trinity Open Learning Diploma in Law
- Level 4 OTHM Diploma in Law
- Level 4 ATHE Diploma in Law
- Level 4 LSIB Diploma in Law
- CILEX CPQ Foundation
- Satisfactory completion of Year 1 (Level 4 – Certificate in Higher Education) of law/law related undergraduate degree

Non-UK equivalent qualifications. Please contact NALP to confirm your eligibility

Evidence of the above must be provided on request.

A reasonable standard of written English is required (equivalent to a Level 2/3 in English such as a GCSE grade 4/5 (old grade C), A-Level etc.). However, Training Centres delivering this course are required to ensure that learners who undertake these programmes have sufficient capability at the right level to be suitable to undertake a Level 5 assessment.

Please Note: The NALP Level 5 Diploma in Paralegal Studies is only available in English. If your first language is not English then you must be able to provide evidence that your spoken and written command of the English Language is adequate for the qualification for which you have applied. We will accept assessments undertaken by your chosen Training Centre for this purpose.

5. Recognition of Prior Learning

NALP allows exemptions for Learners who have passed relevant qualifications with other awarding organisations and a full list of these is provided on NALP's website.

NALP will also consider qualifications not on this standard list, dependent upon individual circumstances and the subject content of those qualifications.

All applications for exemptions must be completed and submitted with the relevant evidence and will only be considered after payment of the appropriate administration fee. Full details of the exemptions allowed and the process to be followed can be found at: <https://www.nationalparalegals.co.uk/>

6. Progression for Learners

The NALP Level 5 Diploma for Senior Associate Paralegals provides opportunities to progress to other qualifications at the same or higher levels such as the NALP Level 6 Diploma for Paralegal Practitioners (to be launched 2027).

The NALP Level 5 Diploma for Senior Associate Paralegals may also assist learners in their careers where they are required to have a detailed understanding of Land Law and Conveyancing, Matrimonial and Civil Partnerships, Public and EU Law and Business Law and Practice but the transferable skills (detailed above) developed through study of these substantive areas of practice will be relevant to senior/experienced paralegals working across a range of other areas

7. Guided Learning Hours (GLH) and Total Qualification Time (TQT)

“Guided Learning Hours” (GLH) is defined by Ofqual as being “The activity of a Learner in being taught or instructed by – or otherwise participating in education or training under the Immediate Guidance or Supervision of – a lecturer, supervisor, tutor or other appropriate provider of education or training” and includes “the activity of being assessed if the assessment takes place under the Immediate Guidance or Supervision of a lecturer, supervisor, tutor or other appropriate provider of education or training”.

The NALP 5 Diploma for Senior Associate Paralegals has been designed to be able to be delivered in a number of ways, such as:

Distance learning – the Learner completes the course work via a majority of self-study, using the workbooks provided by NALP, and/or e-learning packages provided by the training centre. NALP would expect any Centres providing this qualification via self-study to also provide tutorial support to their learners, usually on demand or an ‘ad hoc’ basis.

Blended learning – the Learner attends some classroom-based activity (can be in a physical classroom or face to face via a live video link) and also conducts a larger proportion of self-study, the latter often being set by their teacher/tutor as a form of homework.

Classroom based learning – the Learner attends a more traditional form of learning environment where the majority of the learning is undertaken in the presence of a teacher or tutor, whether in a physical classroom or via a remote classroom environment.

The majority of Learners will likely undertake either classroom-based or blended learning activities to study for this qualification, therefore NALP has calculated that the GLH for the NALP Level 5 Diploma for Senior Associate Paralegals will equal approximately 60% of the overall

study time necessary to pass the units needed to attain this qualification. Please note that this is based on the 'average learner' as being one who has previously studied law in some form at Level 4, or who has had previous experience in working in a legal, or legal adjacent, field and so is starting from a basis of having some previous knowledge or understanding of the subject. Some learners may take longer to achieve the qualification than others and some, particularly those who already work in the legal sector but wish to enhance and formalise their knowledge, may well be able to achieve the NALP Level 5 Diploma for Senior Associate Paralegals in a shorter timeframe

GLH is only applicable to those who have chosen a classroom based or blended way of learning. Those choosing to study via distance learning may not have any learning hours that fall under the definition of 'guided learning'. In that case, the total TQT will still apply as the number of hours an average learner will take to successfully achieve the NALP Level 5 Diploma for Senior Associate Paralegals.

The following is a summary of the units underpinning the NALP Level 5 Diploma for Senior Associate Paralegals with their respective GLH and Total Qualification Time (TQT). The TQT represents the total time an average Learner might spend studying for each unit and how long the assignment for each unit might take, together with the total TQT for each unit:

Unit	Title	Unit ref. Number	GLH	Self-study and assignment	Total TQT
1	Land Law and Conveyancing for Senior Associate Paralegals	M/651/7096	80	40	120
2	Matrimonial and Civil Partnerships for Senior Associate Paralegals	R/651/7097	80	40	120
3	Public and EU Law for Senior Associate Paralegals	T/651/7098	80	40	120
4	Business Law and Practice for Senior Associate Paralegals	Y/651/7099	60	60	120
	TOTAL		300	180	480

8. Credits

Credits are used by some educational providers to assign a value to the units, or modules, undertaken, and achieved, by a Learner. Whilst not compulsory, these are seen as useful tools

to make it easier to identify the depth, complexity and intellectual demand of the learning that has been undertaken. Credits can often be helpful when looking at recognition of prior learning at a similar level, or for entry to higher education.

Credits have been allocated to the units attached to the NALP Level 5 Diploma for Senior Associate Paralegals as follows:

Unit	Title	Level of Unit	Credit Value
1	Land Law and Conveyancing for Senior Associate Paralegals	5	12
2	Matrimonial and Civil Partnerships for Senior Associate Paralegals	5	12
3	Public and EU Law for Senior Associate Paralegals	5	12
4	Business Law and Practice for Senior Associate Paralegals	5	12
Total Credit Value for the NALP Level 5 Diploma for Senior Associate Paralegals			48

9. Learning Materials and Support

At Level 5 NALP will provide full course workbooks for Unit 1 (Land Law and Conveyancing for Senior Associate Paralegals), Unit 2 (Matrimonial and Civil Partnerships for Senior Associate Paralegals) and Unit 3 (Public and EU Law for Senior Associate Paralegals). For Unit 4 (Business Law and Practice for Senior Associate Paralegals) NALP will provide learning materials which will include a guide of the subject matter, together with a list of recommended textbooks. The reason for this is because this is the way Level 6 and Level 7 of NALP's new curriculum will be structured and NALP wished to take the opportunity to introduce this new style of learning at Level 5 in order to prepare learners.

So what will this approach in Unit 4 mean for you? As stated above the purpose of the Level 5 qualification is to enable those with senior practice experience to start to develop the key skill of becoming a reflective and critical practitioner. In order to do this effectively this requires Learners to start thinking more about how and why the law is as it is. The textbook will provide an overview of the areas of the curriculum Learners will need to complete assignments successfully. The Level 5, Unit 4 workbook will provide a more detailed guidance and explanation of the areas of study which, it is known from experience, Learners tend to find more challenging

or complex. There will also be 'further reading' and 'extended activities' which will allow Learners to engage with primary sources such as case law and secondary sources such as journal articles and discussion papers. This will help and enable Learners to obtain a more detailed understanding of the areas under discussion, a more critical appreciation of those areas and, most importantly, allow you to enhance an essential skill used and required in your practice as a senior paralegal professional.

As part of their approval process, NALP ensures that all approved training centres have suitably trained and experienced staff who are able to provide Learners with any support they may require in order to attain their NALP qualification. Learners should therefore contact their chosen training centre in the first instance should they have any queries or concerns.

10. Assessment

10.1. Assessment Methodology and Time Restrictions

The NALP Level 5 Diploma for Senior Associate Paralegals is assessed via multiple choice question papers, which account for 40% of the final mark and which are undertaken monthly at pre-arranged dates/times, and written assignments (Problem Based Questions – PBQ's) which are undertaken on demand by the Learner as they complete each unit of study and account for 60% of the final mark.

The multiple-choice question (MCQ) papers are undertaken online via a secure proctoring service. MCQ assessments will be undertaken at pre-arranged dates and times, usually on the last Friday of every month. Learners will be provided with full details as to how to log into the proctoring service and will be required to ensure they have a suitable place in which to undertake their examination, with no distractions and no one else in the room (unless previously agreed under a Reasonable Adjustment arrangement). They will be required to have their ID ready and acknowledge that both their PC screen and themselves will be recorded and monitored throughout the exam to ensure that the assessment is undertaken compliantly. The time allocated for completion of the multiple-choice question paper will be 35 minutes unless the Learner has applied for, and been granted, Reasonable Adjustments prior to the examination taking place. Please see the table on the next page for details.

All units also require a written assignment, consisting of problem-based questions where the Learner needs to apply their knowledge and understanding to specific scenarios. This will be provided to the Learners who will then have 4 weeks to complete the assignment. For clarity, written assignments are provided to the Centre on demand when a Learner is ready to take their assessment for the unit they have studied. The decision as to whether or not a Learner is ready

to take their assessment is for the Centre and the Learner to make. NALP makes no determination as to the readiness of the Learners undertaking their assessments.

When an assessment has been requested, NALP will:

- **For multiple-choice assessments** – inform the Centre of the next available assessment slot. This will usually be on the last Friday of every month with Learners having to have been registered for the assessment at least two weeks prior to the assessment date. NALP will pass the contact details of the Learner to the proctoring service to facilitate the delivery of the MCQ assessment. The proctoring service will then contact the Learner to provide instructions as to how to 'set up' in order to take the assessment. It should be noted that the MCQ papers must be taken on a laptop or desktop computer and cannot be taken on a tablet or mobile device. This is due to not being able to remotely view the screen and ensure that the Learner is not accessing any other search engines or other online resources during the examination. The MCQ paper is a 'closed book' examination meaning that Learners are not allowed any assistance or access to any learning materials or other resources that could help them answer the questions on the assessment. The Learners must take their MCQ assessment in a suitable room, away from distractions and with no other people in the room (unless arranged due to Reasonable Adjustments, such as an Oral Language Modifier). The Learner will require a mobile phone with a camera as well as their laptop/desktop computer as this will be used as a second camera for security purposes.
- **For Assignments** – NALP will allocate a specific paper from NALP's bank of assignments for that unit and will upload this on the NALP Centre Portal for the Centre to download. As soon as the Centre downloads the assignment, the automated 'clock' will start its countdown until the date and time the assignment is due for submission. This clock will also stop as soon as the Centre has uploaded the completed assignment. It should be noted there is a maximum word limit of 5,000 words for all assignments for the NALP Level 5 Diploma for Senior Associate Paralegals. Any Learner exceeding that word limit will not attract marks for any words over the maximum limit of 5,000.

The following indicates the percentage of assessment that will be assessed via either method for all units of study undertaken by learners on the NALP Level 5 Diploma for Senior Associate Paralegals:

- **Multiple Choice Question Paper – 40%**
 - 20 Questions
 - 35 Minutes
- **Written Assignment – 60%**
 - Problem Based Question (PBQs)

- Maximum 5,000 words
- Completion within 4 weeks

In order to achieve the desired qualification a Learner must have completed and achieved the required pass mark for all units within 2 years (24 months) of enrolment onto the qualification.

If a Learner fails to complete all necessary units within this timeframe they will be required to re-enrol, including payment of new enrolment fees. If they have passed some of the required units, these may or may not be considered under the criteria for Recognition of Prior Learning, dependent on any changes to English Law that may have occurred during the time since the original enrolment. Please see Section 5 above and refer to the NALP website for more details at: www.nationalparalegals.co.uk

10.2. Availability of Sample Assessments

Sample multiple choice questions and assignment questions can be found on the NALP website [here](#).

10.3. Marking the Assessment and Issuing Results

Learners' outcomes will be graded as either Fail, Pass, Merit or Distinction. The Grade Boundaries at L5 are based on an **aggregate** of the mark awarded for the MCQ assessment plus the mark awarded for the assignment weighted according to whether the final mark is worth 40% (MCQ's) or 60% (assignment). The overall Grade Boundaries are:

Pass = 45% - 64%

Merit = 65% - 79% and

Distinction = 80%+

In order to Pass it is necessary to reach the Pass Mark for EACH element.

- a) Learners must answer correctly 14/20 MCQ's in order to Pass this element of the assessment. This score is then worth 40% of the final mark.

AND

- b) In addition to the MCQ element above, Learners must also successfully Pass the Assignment. This will take the form of Problem Based Questions (PBQs) which will be divided into a number of scenarios testing Learners' ability to apply the relevant law and provide initial advice. In order to reach a Pass mark in this element Learners must achieve a minimum of 27/60. This score is then worth 60% of the balance of the final mark.

How Grading is applied

For the MCQ element for all Units each question is worth 2 marks. A Pass will be determined as above. The purpose of the MCQ's is to demonstrate Learners' knowledge of the subject covered by each unit.

The Assignment will be made up of Problem Based Questions in the form of scenarios. These will be designed to test Learners' ability to apply the law and demonstrate their understanding in order to provide effective and appropriate advice reflecting the increasingly senior status of the paralegal practitioner.

The assignments will be marked against the mark scheme with higher marks being awarded based on the following criteria:

Pass: (Descriptive): A Pass grade will be awarded if a Learner has fully covered all criteria indicated but this has been done in a basic (descriptive) way (27-38 marks).

Merit: (Explanatory): A Merit grade will be awarded if a Learner has shown a higher degree of aptitude, has demonstrated a thorough understanding of the material and has presented their findings in a clear and accurate manner (39-47marks).

Distinction: (Showing evidence of implications): A Distinction will be awarded if a Learner has shown a mastery of the subject matter and has dealt with the questions in a professional manner. Attention will be given to spelling, grammar, layout and style and to the actual presentation of the assignment in addition to the content (48+ marks).

10.4. Reasonable Adjustments and Special Considerations

All requests for Reasonable Adjustments must be received **prior** to the assessment taking place. These will then be considered by the examination team prior to the assignments being assessed.

Requests for Special Considerations may be considered **at or after** the time of the assessment.

Where such a request includes provision of additional time to complete a qualification and/or assessment(s), the maximum time allowed will not exceed 25% of the usual required time for completion of the qualification and/or assessment(s). For the avoidance of doubt, if a learner has been granted an extension to their qualification, the maximum time they will be allowed to complete it under Reasonable Adjustments or Special Considerations is 2.5 years or 30 months from the date of enrolment.

In respect of the time allotted to the assessments, the following is the maximum amount of time allowed for learners with agreed Reasonable Adjustments or Special Consideration:

Unit	Title	Max Time Allowed for MCQ inc RA/SC	Max Time allowed for Assignment inc RA/SC
1	Land Law and Conveyancing for Senior Associate Paralegals	44 minutes	5 weeks
2	Matrimonial and Civil Partnerships for Senior Associate Paralegals		
3	Public and EU Law for Senior Associate Paralegals		
4	Business Law and Practice for Senior Associate Paralegals		

Please note that the above are the **maximum times allowed** and learners could be granted extensions of differing lengths, dependent upon the reasons for the request, etc.

In respect of the Multiple-Choice question paper assessment, these will be delivered remotely via a proctored examination service. As such, other reasonable adjustments may be able to be made such as having the questions in larger font or different coloured backgrounds, etc. These will need to be arranged well in advance and so Centres must contact NALP regarding these arrangements on enrolment of the learner.

All requests for Reasonable Adjustments and Special Considerations will be considered on a case-by-case basis, in line with the NALP Reasonable Adjustments and Special Considerations Policy, a copy of which is available at the bottom of the NALP website:

<https://www.nationalparalegals.co.uk/>

11. Appeals

Should a learner wish to appeal an assessment decision, this will be handled under the NALP Appeals Policy, a copy of which is available at the bottom of the NALP website at:

<https://www.nationalparalegals.co.uk/>.

Learners should note that appeals are **not allowed** on the sole basis of disagreement with an academic judgment made by an assessor, such as the mark awarded, and must be accompanied by a full rationale as to why the appeal has been raised. Appeals should be made by the Centre on the Learner's behalf. However, if a Centre does not support the Learner's appeal or disagrees with the grounds of the appeal the Learner bases their appeal on the Learner is entitled to raise this directly with NALP.

12. Quality Assurance and Moderation

As all assessments are marked externally by NALP (i.e. the Centres do not mark their Learners' papers), a Quality Assurance and Moderation Policy covering all assessment results has been put in place. This aims to ensure that all assessments have been marked in line with the standard mark scheme, that all members of the examining team are fully trained and that sufficient standardisation of results is undertaken.

A copy of the Quality Assurance and Moderation Policy is available on request from admin@nationalparalegals.co.uk.

13. Award and Publication of Results

Once assessments have been marked and all necessary internal quality assurance has been completed, the results will be uploaded to the Centre Portal and the Centre informed of their availability. NALP has a service standard of issuing results within 4 weeks of receipt of a completed assignment or 1 week of a multiple-choice question paper, whichever is the later.

If the Learner has successfully attained the full qualification, a Qualification Certificate will also be issued. NALP aims to issue all certificates within three weeks of successful completion of the full qualification and release of the final unit results.

Replacement certificates can be provided by completing the relevant form which can be found on the bottom of the NALP website and by paying the fee of £25. The form is available from the NALP website and you can pay the fee via the website also: <https://www.nationalparalegals.co.uk/>

14. Units for the Qualifications

NALP Unit Ref:	1	Ofqual Unit Ref:	M/651/7096
Unit Name:	Land Law and Conveyancing for Senior Associate Paralegals		
Aim of Unit:	To be able to explain, advise and critically analyse the different types of estate in land available in the UK and the legal significance of the differences between them. A detailed understanding and evidence of an ability to apply the relevant case law and legislation will also be developed. Learners will also develop a detailed understanding of the conveyancing process in England and Wales and be able to identify strengths and weaknesses in the current process making appropriate recommendations for reform		
Learning Outcomes	Assessment Criteria	Indicative Content	
1. Critically analyse and evaluate the key theories, principles, rules and concepts of Land Law	1.1. Be able to describe and understand what 'land' is legally and understand the legal significance between personal Property and Real Property	1.1 What is Land? <ul style="list-style-type: none"> • Definition of land in legal terms. <ul style="list-style-type: none"> - Components of land: <ul style="list-style-type: none"> ▪ surface ▪ subsoil ▪ airspace ▪ fixtures. - Distinction between land and improvements (e.g., buildings, vegetation). • Types of Property <ul style="list-style-type: none"> - Personal Property: <ul style="list-style-type: none"> ▪ Definition ▪ examples (tangible and intangible assets) ▪ ownership rights. - Real Property: <ul style="list-style-type: none"> ▪ Definition 	

		<ul style="list-style-type: none"> ▪ key characteristics ▪ examples (land, buildings) ▪ transfer of ownership. <p>- Differences between personal and real property in law.</p>
	1.2. Demonstrate a detailed understanding of the legal notion of freehold absolute ownership of land and the difference between the rights and responsibilities of freehold owners and the principles of leasehold ownership and how this impacts the relationship between landlord and tenant.	<p>1.2 Definition and characteristics of freehold estates.</p> <ul style="list-style-type: none"> • Types of freehold ownership (e.g., fee simple, life estate). • Rights and responsibilities of freehold owners • Definition and key features of leasehold estates. • Relationship between landlord and tenant. • Lease terms, obligations, and rights.
	1.3. Demonstrate a detailed understanding of legal and equitable interests and be able to distinguish legal and equitable interests in land and why this is important for the enforcements of equitable rights.	<p>1.3 Legal and Equitable Interest</p> <ul style="list-style-type: none"> • Differences between legal and equitable interests. • Creation, enforcement, and protection

	1.4. Demonstrate a detailed understanding and be able to apply knowledge of easements and Profits	<p>1.4 Easements and Profits</p> <ul style="list-style-type: none"> • Easements: <ul style="list-style-type: none"> - Definition - types (positive/negative) - creation - termination. • Profits à Prendre: <ul style="list-style-type: none"> - Right to take natural resources from another's land (e.g. fishing and timber).
2. Apply the principles, rules and concepts of Land Law to analyse and evaluate issues which relate to Land Law and to communicate such analysis and evaluation effectively and in writing	2.1. Be able to effectively apply the different estates in law of freehold and leasehold to scenarios and advise accordingly.	<p>2.1 Learners will apply and advise on: freehold estates.</p> <ul style="list-style-type: none"> • Types of freehold ownership (e.g., fee simple, life estate). • Rights and responsibilities of freehold owners • Definition and key features of leasehold estates. • Relationship between landlord and tenant. • Lease terms, obligations, and rights.
	2.2. Be able to demonstrate a detailed understanding of the application of legal and equitable interest in land and advice on the enforcement of equitable rights.	<p>2.2 Learners will apply and advise on:</p> <ul style="list-style-type: none"> • Legal and Equitable Interest <ul style="list-style-type: none"> - Differences between legal and equitable interests. - Creation, enforcement, and protection of equitable rights.
	2.3. Be able to demonstrate the ability to apply and advice in relation to easements and profits.	<p>2.3 Learners will apply and advice on Easements and Profits</p> <ul style="list-style-type: none"> • Easements: <ul style="list-style-type: none"> - Definition - types (positive/negative)

		<ul style="list-style-type: none"> - creation - termination • Profits à Prendre: <ul style="list-style-type: none"> - Right to take natural resources from another's land
	2.4. To be able to demonstrate and apply the law relating to fixed charges and legal mortgages and advise on the rights of mortgage lenders.	<p>2.4 Learners will apply and advise on:</p> <ul style="list-style-type: none"> • Rent Charge <ul style="list-style-type: none"> - Nature and purpose of rent charges. - Legal implications and enforcement. • Charge by Legal Mortgage <ul style="list-style-type: none"> - Role of mortgages in securing loans against land. - Rights of lenders and borrowers. - Foreclosure and repossession.
	2.5. To be able to apply and advise in relation to proprietary estoppel considering issues such as constructive trusts and other equitable interests.	<p>2.5 Learners will apply and advise on:</p> <ul style="list-style-type: none"> • Proprietary Estoppel <ul style="list-style-type: none"> - Elements: <ul style="list-style-type: none"> ▪ assurance ▪ reliance ▪ detriment. • Remedies and impact on land ownership. <ul style="list-style-type: none"> - Constructive Trust <ul style="list-style-type: none"> ▪ Definition and application in land disputes. ▪ Implied trusts and equitable interests. • Commonhold <ul style="list-style-type: none"> - Definition and advantages over leasehold. - Structure and management of commonhold properties.

<p>3. Apply key principles, rules and concepts of conveyancing by identifying and advising on:</p> <ul style="list-style-type: none"> • Initial steps in the conveyancing transaction • Taking instructions and giving advice • Drafting the contract including initial searches 	<p>3.1. Learners will be able to demonstrate a detailed understanding of the process by which a buyer's offer is made and accepted in a property transaction and its role in forming the basis of the contractual process to be able to advise on the legal implications of an accepted offer, including its non-binding nature before contract exchange and the nature of the role of conveyancers or solicitors in handling legal aspects of a property transaction.</p>	<p>3.1 Buyer's Offer Accepted</p> <ul style="list-style-type: none"> • Process of making and accepting an offer. • Legal position of both buyer and seller at this stage. • Implications of offer acceptance before contract exchange. <p>Instruction of Solicitors/Conveyancers</p> <ul style="list-style-type: none"> • Role of solicitors/conveyancers in property transactions. • Responsibilities of buyer's and seller's legal representatives. • Importance of legal compliance and risk mitigation.
	<p>3.2. Learners will be able to demonstrate a detailed understanding of the need for identity verification and financial due diligence in property transactions explaining why ID checks and fund verification are essential in preventing fraud to ensure regulatory</p>	<p>3.2 Preliminary Checks</p> <ul style="list-style-type: none"> • ID verification and financial due diligence requirements. • Importance of anti-money laundering (AML) regulations. • Purpose and impact of these checks on the transaction process.

	compliance and apply this knowledge to advise on anti-money laundering (AML) regulations to assess the importance of these checks in property transactions.	
	3.3. Learners will be able to demonstrate a detailed understanding of the purpose and structure of a draft contract in a property transaction and describe the importance of including relevant documents to ensure legal compliance.	<p>3.3 Draft Contract Preparation (Seller's Solicitor)</p> <ul style="list-style-type: none"> • Drafting of the contract package, including title deeds, Property Information Form (TA6) and Fixtures, Fittings & Contents Form (TA10). • Inclusion of relevant documents such as planning permissions and building regulation certificates. • Legal implications and purpose of these documents in the transaction. European Convention on Human Rights
	3.4. Learners will be able to demonstrate a detailed understanding of the buyer's solicitor's role in reviewing the draft contract and raising relevant inquiries to assess and address any potential issues or risks arising from the contract review	<p>3.4 Preliminary Enquiries (Buyer's Solicitor)</p> <ul style="list-style-type: none"> • Review of the draft contract by the buyer's solicitor. • Raising preliminary inquiries on issues like boundaries, property rights and access. • Addressing potential risks or clarifications needed in the contract.

	<p>3.5. Learners will be able to demonstrate a detailed understanding of the local authority search and the water and drainage search and their role in revealing planning issues, road schemes, building control regulations, property connections to public systems and potential supply issues to allow them to explain the significance of the searches in identifying local factors that could affect the property or the buyers intended use of that property.</p>	<p>3.5 Local Authority Search</p> <ul style="list-style-type: none"> Provides details on planning issues, road schemes, building control regulations, and other local factors. Identify potential developments or restrictions that could impact the property. <p>Water and Drainage Search</p> <ul style="list-style-type: none"> Confirms the property's connection to public water and sewer systems. Identify any issues related to water supply or drainage services.
<p>4. Apply key principles, rules and concepts of conveyancing by identifying and advising on:</p> <ul style="list-style-type: none"> Investigating Title, post exchange searches and enquiries Financing a purchase 	<p>4.1 Learners will be able to demonstrate a detailed understanding of environmental searches and their role in identifying risks like flooding or contamination applying due diligence to assess the significance of any identified risks and to advise</p>	<p>4.1 Environmental Search</p> <ul style="list-style-type: none"> Identifies potential environmental risks such as flood risk, contamination, or land stability. Assesses the property's suitability for its intended use. Additional Searches (if applicable) Includes searches like chancel repair, mining, and radon risk based on the property's location and characteristics. Determines any additional risks or liabilities associated with the property

<ul style="list-style-type: none"> • Exchange, Completion and Post-Completion 	<p>the buyer accordingly, Also to demonstrate a detailed understanding of additional searches, such as: chancel repair, mining, and radon risk, that may be required for specific properties and explain why these are necessary and apply this knowledge to enable the buyer to make informed decisions.</p>	
	<p>4.2 Learners will be able to demonstrate a detailed understanding of the role of a property survey in assessing the condition of a property describing the different types of surveys (e.g., HomeBuyer Report, Building Survey) and their relevance in identifying potential structural issues or risks and apply this knowledge of survey findings to guide the buyer’s decision-making</p>	<p>4.2 Property Survey</p> <ul style="list-style-type: none"> • Types of surveys (e.g., HomeBuyer Report, Building Survey) and their purpose in assessing the property's condition. • Importance of a survey in identifying structural issues, risks or repairs needed.

	process and risk management.	
	<p>4.3 Learners will be able to demonstrate a detailed understanding of the process by which a buyer secures a mortgage and the lender's requirement for a property valuation allowing them to explain the importance of the mortgage offer in providing the necessary funding for the purchase and to apply this knowledge of the valuation process to ensure the property's market value aligns with the buyer's financial capacity and the lender's criteria.</p>	<p>4.3 Mortgage Offer</p> <ul style="list-style-type: none"> • The process of securing a mortgage, including lender requirements for a property valuation. • Impact of the mortgage offer on the buyer's financial ability to proceed with the purchase.
	<p>4.4 Learners will be able to demonstrate a detailed understanding of the process by which the buyer's solicitor arranges the deposit transfer. Explain the role of the deposit in</p>	<p>4.4 Exchange of Signed Contracts</p> <ul style="list-style-type: none"> • Exchange of signed contracts between the buyer's and seller's solicitors. • Making the contract legally binding and confirming the completion date.

	<p>securing the agreement and the buyer's commitment to the transaction and apply this knowledge to ensure the correct transfer of funds and compliance with contractual obligations. Learners will use this to demonstrate an understanding of the exchange of signed contracts between solicitors, which legally binds both parties and describe the significance of this step in finalising the transaction and setting the agreed completion date.</p>	
	<p>4.5 Learners will be able to demonstrate a detailed understanding of the process by which the buyer's solicitor arranges the deposit transfer and explain the role of the deposit in securing the agreement and the buyer's</p>	<p>4.5 Final Arrangements and Completion Statement</p> <ul style="list-style-type: none"> • Preparation of a completion statement outlining: <ul style="list-style-type: none"> - all costs, including fees, taxes and final payments. - Ensuring clarity and accuracy of financial details before completion. - Transfer of Mortgage Funds - Requesting mortgage funds from the lender to ensure financing is in place for completion. Coordinating with the lender to ensure timely transfer of funds.

	commitment to the transaction ensuring the correct transfer of funds and compliance with contractual obligations and a thorough understanding of exchange of signed contracts between solicitors, which legally binds both parties and allows an agreed Completion date.	<ul style="list-style-type: none"> - Land Registry Pre-Completion Searches (OS1 or OS2) Conducting pre-completion searches to confirm there are no adverse entries on the title. Verifying that the title remains clear of any new claims or legal issues before completion.
	4.6 Be able to evidence the significance of the buyer and seller solicitors exchange of contracts and other relevant transfer matters showing the significance of the key handover as the final step allowing the buyer to take possession of the property and allowing both solicitors to close their files after completing all tasks.	<p>4.6 Transfer of Balance and Legal Ownership</p> <ul style="list-style-type: none"> • Handover of Keys • Stamp Duty Land Tax (SDLT) Payment • Filing of SDLT return and payment within 14 days of completion. • Ensuring compliance with tax obligations following the completion of the transaction. <p>Land Registration Application</p> <ul style="list-style-type: none"> • Submission of application to the Land Registry to register the buyer as the new owner. • Legal confirmation of ownership in the property title.
5. Learners will be able to demonstrate a detailed	5.1 Be able to demonstrate an understanding of the digital	5.1 Key Components and Processes of the E-Conveyancing Process including

<p>understanding of the key components and challenges of e-conveyancing to allow them to explain recent updates, apply knowledge of legislation governing e-conveyancing and describe the current status and potential future developments in this area.</p>	<p>processes involved in e-conveyancing, including online document submission, digital signatures, and electronic transfer of funds and use this to describe how e-conveyancing enhances efficiency and accuracy in property transactions.</p>	<ul style="list-style-type: none"> • Overview of digital conveyancing tools such as electronic signatures, online document submission, and secure payment systems. • Streamlined processes for faster, more accurate transactions.
	<p>5.2 Be able to demonstrate understanding of the challenges in implementing e-conveyancing and explain how these challenges can impact the adoption and effectiveness of e-conveyancing identifying strategies to address these issues in a digital environment.</p>	<p>5.2 Challenges</p> <ul style="list-style-type: none"> • Security concerns, technological barriers, and resistance to digital adoption. • Legal issues around the validity of electronic documents and signatures.
	<ul style="list-style-type: none"> • Be able to demonstrate an understanding of the recent updates to e-conveyancing processes, including technological advancements and regulatory changes and be able to describe how these updates have 	<p>5.2 Recent Updates such as</p> <ul style="list-style-type: none"> • New technological advancements, updates in digital platforms, and regulatory adjustments. • Changes in the digital conveyancing process, enhancing efficiency.

	improved or impacted the conveyancing process applying this knowledge to improve legal practice.	
	<ul style="list-style-type: none"> Be able to demonstrate an understanding of the legislation governing e-conveyancing, including relevant laws and regulations to ensure the legality, security and validity of digital transactions. 	5.2 Legislation Governing E-Conveyancing including: <ul style="list-style-type: none"> Key laws and regulations ensuring the legality and security of digital property transactions. Frameworks that govern e-conveyancing, such as the Electronic Transactions Act and Land Registration Rules.
	5.3 Be able to demonstrate an understanding of the current status of e-conveyancing and the future of legislation in this area.	5.3 Current Status and Future Legislation <ul style="list-style-type: none"> Current state of e-conveyancing adoption and future legislative developments. Anticipated changes in the regulatory landscape to support digital transactions.
	5.4 Be able to demonstrate understanding by applying knowledge of e-conveyancing to given scenarios to illustrate how digital processes would function in practice and might address particular issues or tasks in the scenario.	5.4 Application of e-conveyancing processes in a given real-life scenario. <ul style="list-style-type: none"> Practical use of digital tools to address legal, security and procedural challenges in property transactions.
6. Learners will be able to demonstrate a detailed	6.1. Be able to demonstrate an understanding of the	6.1 Ethical Requirements in Conveyancing

understanding of the ethical requirements in conveyancing explaining the role of regulatory bodies and key codes of conduct to apply knowledge of ethical challenges and compliance strategies and describe how to navigate ethical dilemmas in the conveyancing process.	ethical principles that guide conveyancing practice to ensure high ethical standards in all stages of the conveyancing process and linking this to compliance with professional conduct.	<ul style="list-style-type: none"> • Key ethical principles including honesty, fairness and transparency. • Maintaining client confidentiality and acting in the best interests of clients
	6.2. Be able to demonstrate a detailed understanding of the role of regulatory bodies involved in conveyancing such as the Solicitors Regulation Authority (SRA) and the Council for Licensed Conveyancers (CLC), explaining the regulatory frameworks and their influence on conveyancing practice to ensure legal professionals adhere to guidelines and rules.	<p>6.2 Conveyancing Regulatory Bodies and their requirements</p> <ul style="list-style-type: none"> • Overview of regulatory bodies like the SRA and CLC. • Compliance with their rules and regulations for ethical conduct in practice.
	6.3. Be able to demonstrate an understanding of the codes of conduct established by professional regulatory bodies and appreciate how and why these guide ethical behaviour	<p>6.3 Key Codes of Conduct</p> <ul style="list-style-type: none"> • Codes of conduct outline standards for client care, conflict of interest management, and confidentiality. • Ensuring conveyancers act ethically in all professional dealings.

	to maintain professional integrity in relation to client care, confidentiality and conflict of interest management.	
	6.4. Be able to demonstrate a detailed understanding of ethical challenges that may arise during the conveyancing process and appreciate how to handle ethical dilemmas effectively while maintaining professional standards to resolve real-world conveyancing challenges.	<p>6.4 Ethical Scenarios and Challenges</p> <ul style="list-style-type: none"> • Ethical dilemmas such as conflicts of interest or breaches of confidentiality. • Addressing and resolving these challenges with integrity.
	6.5. Be able to demonstrate an understanding of strategies for staying updated on regulatory changes and implementing compliance measures to promote ethical conduct in conveyancing.	<p>6.5 Practical Tips for Compliance</p> <ul style="list-style-type: none"> • Staying informed on regulatory updates and adhering to ethical guidelines. • Implementing systems to ensure compliance with professional conduct standards.

NALP Unit Ref:	2	Ofqual Unit Ref:	R/651/7097
Unit Name:	Matrimonial and Civil Partnerships for Senior Associate Paralegals		
Aim of Unit:	The aim of this unit is to provide the learner with the knowledge, understanding and application of the legal framework in respect of relationship breakdowns, be that as a consequence of marriage, civil partnerships or cohabitation.		
Learning Outcomes	Assessment Criteria	Indicative Content	
1. Explain and identify what constitutes a marriage, a civil partnership, cohabitation	1.1 Identify the characteristics of the law in respect of marriage	1.1 Identify what constitutes a marriage/civil partnership/cohabitation	
	1.2 Evaluate the legal differences of marriage, civil partnerships, cohabitation	1.2 Evaluate the legal differences between marriage/civil partnership/cohabitation	
2. Explain and appraise the law and process in relation to divorce and dissolution	2.1 Explain the law in relation to divorce/dissolution	2.1 Explain and identify the relevant statutory provisions and relevant case law	
	2.2 Appraise the process of divorce/dissolution	2.2 Practical application of process	
3. Explain and evaluate financial relief in divorce and cohabittees relationship breakdown	3.1 Explain the law in relation to financial relief and the different levels of protection between married persons divorcing and cohabittees separating	3.1 Explain and identify the relevant statutory provisions and relevant case law	

	3.2. Evaluate the processes in financial relief for divorce and cohabitants	3.2 Practical application of the processes dependent upon whether marriage or cohabitants
4. Appraise and evaluate protective injunctions in respect of domestic abuse	4.1 Appraise what constitutes domestic abuse	4.1 Explain and identify the relevant statutory provisions and relevant case law
	4.2 Evaluate what protective injunctions are available a given scenario	4.2 Identify and evaluate protective injunctions available
	4.3 Explain the process of applying for a protective injunction	4.3 How to apply and supporting evidence required
5. Identify and explain orders available in respect of children	5.1 Identify orders available in private children's law and the differences between the order	5.1 The range of orders available
	5.2 Evaluate who can apply for which order and why	5.2 Parental responsibility
	5.3 Identify and appraise what the court takes into account when considering whether to make the order	5.3 Explain and identify the relevant statutory provisions
6. Evaluate non-court dispute resolution and funding within relationship breakdown	6.1 Evaluate the different forms of non-court dispute resolution	6.1 Arbitration Collaboration Mediation Negotiation
	6.2 Identify and explain relevant family procedure	6.2 The significance and necessity of mediation information and assessment meetings (MIAMs)

	rules in relation to non-court dispute resolution	
	6.3 Identify and evaluate potential costs and legal aid	6.3 Privately funding, reduction in legal aid, potential cost comparison in NCDR methods

NALP Unit Ref:	3	Ofqual Unit Ref:	T/651/7098
Unit Name:	Public and EU Law for Senior Associate Paralegals		
Aim of Unit:	The aim of this unit is to provide the learner with a sound understanding of EU and Public law. It will enable the learner to engage with substantive EU and Public law practices so that they can then effectively take part in these legal practices by contributing to the drafting of advice. The practical nature of this subject will further allow learners to enhance their employability skills as well as developing a contextual understanding of ethics and professional conduct.		
Learning Outcomes	Assessment Criteria	Indicative Content	
1. Understand the fundamental nature and structure of Public Law and EU Law, including sources of law and constitutional principles.	1.1. Explain the key features of Public Law and EU Law.	<ul style="list-style-type: none"> Public vs Private Law distinction. <ul style="list-style-type: none"> Primary and secondary legislation case law Constitutional principles: <ul style="list-style-type: none"> parliamentary sovereignty rule of law constitutionalism Sources of EU Law: <ul style="list-style-type: none"> Treaties 	
	1.2. Identify and describe primary and secondary sources of law.		
	1.3. Discuss constitutional principles such as the rule of law, parliamentary		

	sovereignty, and separation of powers.	<ul style="list-style-type: none"> - regulations - directives - case law • Relationship between Public Law and European Union Law.
	1.4. Analyse how Public Law and EU Law interact and overlap.	
2. Analyse the separation of powers within the UK government and the impact of parliamentary sovereignty on the constitutional framework.	2.1. Explain the doctrine of separation of powers.	<ul style="list-style-type: none"> • Montesquieu's theory of separation of powers. • Roles of Parliament, Government, and Judiciary. • Checks and balances in the UK constitutional system. • Parliamentary sovereignty and judicial independence
	2.2. Evaluate the relationships between the executive, legislature, and judiciary	
	2.3. Discuss the limits placed on each branch.	
	2.4. Assess the constitutional role of Parliament and the courts.	
3. Understand the influence of the judiciary and judicial review in holding public bodies accountable.	3.1. Define judicial review and explain its purpose.	<ul style="list-style-type: none"> • Grounds for review: illegality, irrationality, procedural impropriety. • Leading cases (e.g., Council of Civil Service Unions v Minister for the Civil Service (GCHQ case)). • Remedies: <ul style="list-style-type: none"> - quashing orders - prohibiting orders - mandatory orders - declarations - injunctions.
	3.2. Identify the grounds for judicial review.	
	3.3. Evaluate key case law establishing principles of judicial review.	
	3.4. Discuss remedies available through judicial review.	
4. Examine the governance and accountability	4.1. Explain how Parliament scrutinises government.	<ul style="list-style-type: none"> • Parliamentary questions, debates, and committees. • Role of Select Committees.

mechanisms of Parliament, including the role of scrutiny committees and public inquiries.	4.2. Analyse the role of select committees.	<ul style="list-style-type: none"> • Inquiries into public scandals and failures (e.g., Leveson Inquiry). • Freedom of Information Act 2000.
	4.3. Assess the purpose and function of public inquiries.	
	4.4. Discuss transparency and accountability mechanisms.	
5. Analyse the influence of EU law on the UK constitution and the constitutional consequences of Brexit.	5.1. Explain the key principles of EU law supremacy and direct effect.	<ul style="list-style-type: none"> • Supremacy of EU law (pre-Brexit). <ul style="list-style-type: none"> - Direct effect, - indirect effect - state liability • European Union (Withdrawal) Act 2018 • Ongoing constitutional impact of Brexit on devolved powers and parliamentary sovereignty
	5.2. Assess the UK's constitutional changes post-Brexit.	
	5.3. Discuss the retained EU law framework.	
	5.4. Evaluate how Brexit has altered the balance of powers.	
6. Understand the protection of human rights in the UK, including domestic law and the impact of international obligations.	6.1. Explain the role of the Human Rights Act 1998.	<ul style="list-style-type: none"> • Human Rights Act 1998: sections 2, 3, 4, 6. • Key rights: <ul style="list-style-type: none"> - right to life - fair trial - prohibition of torture • Case law: <ul style="list-style-type: none"> - R (Ullah) v Special Adjudicator - Belmarsh Detainees Case
	6.2. Discuss key rights protected under the European Convention on Human Rights (ECHR).	
	6.3. Analyse the relationship between domestic courts	

	and the European Court of Human Rights.	<ul style="list-style-type: none"> Debates on replacing the HRA with a “British Bill of Rights.”
	6.4. Evaluate contemporary debates surrounding human rights protection in the UK.	

NALP Unit Ref:	4	Ofqual Unit Ref:	Y/651/7099
Unit Name:	Business Law and Practice for Senior Associate Paralegals		
Aim of Unit:	The aim of this unit is to provide the Learner with the practical skills to be able to explain, advise and critically analyse the different types of business entity available in the UK and the legal significance of the differences between them. This will include the financial implications of such entities. A detailed understanding and evidence of an ability to apply the relevant legislation, including the Companies Act (CA) 2006, will also be developed.		
Learning Outcomes	Assessment Criteria	Indicative Content	
1. Critically understand the various types of Business organization available within the UK and the legal significance of such alternatives	1.1 Demonstrate an understanding of sole traders and the legal consequences of this choice of venture	1.1 Sole traders <ul style="list-style-type: none"> - Formation and regulation - Finance - Liability 	
	1.2 Demonstrate an understanding of Partnerships and the legal consequences of this choice of venture	1.2 Partnerships <ul style="list-style-type: none"> • Formation and regulation • Relationship between partners • Relationship between partners and third parties • - Joint and several liability of partners 	

	1.3 Demonstrate an understanding of a Limited Liability Partnership (LLP) and the rationale for the development of this vehicle	1.3 Limited Liability Partnerships (LLP's) <ul style="list-style-type: none"> • Formation and regulation • Distinction between LLP and general partnerships and companies • Liability
	1.4 Demonstrate an understanding of a Limited company and the legal consequences of this choice of venture	1.4 Limited company <ul style="list-style-type: none"> • Formation and regulation • Limited and unlimited companies • Quoted and listed companies
2 Have a thorough understanding as to the creation and dissolution of Partnerships	2.1 Demonstrate an understanding of the reasons for choosing a Partnership	2.1. General Partnership <ul style="list-style-type: none"> • Ease of creation • Partnership Agreement and rationale for use • Removal of maximum number of partners by Partnership (Unrestricted Size) No 17 Regulations 2001 • No limited liability and consequences
	2.2 Outline the definition of a General Partnership – s1 Partnership Act 1890 – and be able to apply this definition to scenarios to advise whether a Partnership is in existence	2.2. Partnership Act 1890 s1 <ul style="list-style-type: none"> • 2 or more persons • carrying on a business • in common • with intention of making a profit • application of above criteria to scenario
	2.3 Outline and discuss the contents of a Partnership Agreement (PA) and the rationale, or otherwise, on	2.3. Partnership Agreement (PA) <ul style="list-style-type: none"> • Rationale for use and implications of Partnership Act 1890 if no PA • Typical contents of PA

	advising partners to have a PA	
3 Be able to evaluate and critically analyse how a company is incorporated and the legal consequences of doing so in relation to limited liability; the notion of separate legal personality and the 'veil of incorporation' and the rationale for the 'lifting' of the veil	3.1 Demonstrate a detailed understanding of the process of Incorporation as a Public or Private Limited Company or LLP and the significant legal distinctions between these entities	<p>3.1. Incorporation</p> <ul style="list-style-type: none"> • Formal legal process to 'create' a limited company: incorporation process • Incorporation process of 3 types: Act of Parliament; Royal Charter; Registration (most common) • CA 2006 s9 identifies process of incorporation by registration • If s9 satisfied then CA 2006 s15 allows registrar to issue Certification of Incorporation: 'birth certificate' of company and creates 'body corporate' with legal consequences (see below) • Understand the legal significance of CA 2006 s17 in relation to the company's constitution and particularly the Articles of Association • Appreciate how the Articles create a statutory contract between the company and its members; the members and the company and the members when dealing with each other: CA 2006 s33 and the significant legal consequences of this • Know how and why a statutory contract under CA 2006 s 33 is different from a standard contract • Be able to advise on 'Alteration of the Articles' under CA 2006 s 21 and both the statutory and common law restrictions on this

		<ul style="list-style-type: none"> • Understand the legal significance of 'Entrenched Articles' CA 2006 s 22 • Likewise, know the formal legal process to create LLP under Limited Liability Partnership Act 2000 (LLPA 2000) • Register with registrar of companies • Once registered the LLP is a body corporate and therefore a separate legal entity from creators/members giving limited liability • Partners in LLP known as Members • Provisions of Insolvency Act 1986 apply to LLP (as for company) on dissolution
	3.2 Demonstrate a critical understanding of the meaning of Limited Liability and separate legal personality	<p>3.2. Consequences of incorporation process</p> <ul style="list-style-type: none"> • Once Certification of Incorporation (CA 2006 s15) issued by registrar of companies this has legal consequences • Company is a body corporate which has 'corporate personality' and is separate in law from creators/members • This gives 'limited liability' to creators/members of company as the company itself is liable for debts/liabilities incurred on behalf of company • Company has 'perpetual succession' – it exists until dissolved by procedures under Insolvency Act 1986 • Above consequences of incorporation illustrated by speaking of a 'veil of incorporation' between creators/members of company and company itself
	3.3 Demonstrate a critical understanding of the veil of	3.3. Veil of incorporation

	incorporation and when it might be appropriate for it to be 'lifted' and if the courts are consistent in their approach to doing so	<ul style="list-style-type: none"> • To illustrate consequences of forming a limited company courts talk of a 'veil of incorporation' between company and members/creators see seminal case: Salomon v Salomon & Co (1897) • This 'veil' gives members/creators limited liability as the company has corporate personality • Where there is evidence of the 'evasion principle' (Petrodel Resources Ltd v Prest [2013] UKSC 34) courts may disregard corporate personality and treat company and members/creators as one • Have a detailed understanding of attempts to 'clarify' the law disregarding the company as a separate legal entity (i.e. 'lifting the veil of incorporation') and consistency (or lack of!) between these and the legal consequences of this
	3.4 Evidence a sound appreciation of the different types of meeting a company may call and why (AGM; EGM etc.); the notice periods required to call such meetings and the forms of and thresholds for different types of resolutions (Ordinary; Special etc.)	<p>3.4. Meetings and resolutions</p> <ul style="list-style-type: none"> • Appreciate this is the way members exercise significant control over the operation of the company • Have a detailed understanding of the 3 types of resolution: Ordinary (CA 2006 s 282); Special (CA 2006 s 283) and Written [private companies only] (CA 2006 ss 282; 283 and 288) and the legal majorities required to pass each resolution and areas these impact in practice • Know that all meetings aside from the Annual General Meeting (AGM) are now known as 'general meetings'

		<ul style="list-style-type: none"> • Appreciate how to 'call' meetings under CA 2006 ss 302 and 303 • The consequences of directors failing to call valid meetings when requested by members CA 2006 ss 305 and 306 • Notice required of meetings CA 2006 ss 301 and 310 and the impact of Articles of Association on statutory requirements • Need to comply with quorum requirements CA 2006 s 318 • That voting may be in 2 ways: show of hands or by poll and the significance of this distinction in practice • Be aware of the principle of 'unanimous consent' (Duomatic principle) and how this avoids need to call a meeting but that this is subject to safeguards
	<p>3.5 Demonstrate a critical understanding of Minority Rights and legal options available to minority shareholders</p>	<p>3.5 Minority Rights</p> <ul style="list-style-type: none"> • Principle of 'Majority Rule' is starting point • Common law position based on Foss v Harbottle – company is the proper claimant as company is victim. This was subject to 3 exceptions • Much criticism of common law rule as being 'complicated and unwieldy' • Reform effected through CA 2006. Now two main ways member of company can bring derivative action (i.e. on behalf of the company) <ul style="list-style-type: none"> - Chapter 11 proceedings under CA 2006 ss 260-264 - Unfair prejudice proceedings under CA 2006 s 994

		<ul style="list-style-type: none"> A detailed understanding of the above processes and the consequences of actions will be required to advise on these matters
4 Be able to critically differentiate between different types of directors and the legal significance and consequences for individuals exercising such a role	4.1. Demonstrate a critical appreciation of s250 CA 2006 and how this 'creates' <i>de jure</i> , <i>de facto</i> and shadow directors and the legal implications of such roles	<p>4.1 Directors</p> <ul style="list-style-type: none"> Appreciate that there are 3 types of director (CA 2006 ss 250 and 251) Know and understand how in law these 3 types of director might come about (CA 2006 s154) and the legal significance of each
	4.2. Be able to evidence the need for; the appointment process of and the legal consequences of both executive and non-executive directors	<p>4.2 Executive and Non-Executive Directors (NED's)</p> <ul style="list-style-type: none"> Appreciate the distinction between the functions of each type of director Appreciate the rationale for the appointment of NED's and how this can improve diversity
	4.3. Demonstrate a detailed and critical understanding of ss170-180 CA 2006 and the duties these sections impose on directors and be able to apply these duties to scenarios advising appropriately	<p>4.3 Directors' Duties</p> <ul style="list-style-type: none"> Evidence a detailed understanding of the different types of duties directors owe and be able to apply these to scenarios and advise Appreciate the CA 2006 s170 onwards has codified the former common law duties of directors but the previous case law is still critically important and must be known alongside the statutory duties which are: The General Duties: <ul style="list-style-type: none"> s 171: Duty to act within the company's powers

		<ul style="list-style-type: none"> - s 172: Duty to promote the success of the company for the benefit of its members as a whole - s 173: Duty to exercise independent judgment - s 174: Duty to exercise reasonable care, skill and diligence - s 175: Duty to avoid conflicts of interest - s 176: Duty not to accept benefits from third parties - s177: Duty to disclose interest in proposed transactions or arrangements • Transactions involving directors requiring approval of the members: <ul style="list-style-type: none"> - ss 188-189: Duty to obtain approval for service contracts - ss 190-196 Duty to obtain approval for substantial property transactions - ss 197-214 Duty to obtain approval for loans, quasi-loans and credit transactions - ss 215-222 Duty to obtain approval for payments of loss of office
	4.4. Demonstrate a sound understanding of the grounds on which directors may be personally liable including: personal guarantees and provisions under the Insolvency Act 1986 such as: wrongful	<p>4.4 Personal liability of directors</p> <ul style="list-style-type: none"> • Understand liability on personal guarantees provided by directors • Understand the legal powers allowing individuals who have engaged in specified forms of malpractice to make a contribution to the company's assets in the event of liquidation (Insolvency Act 1986 ss 212-219) or administration (Insolvency Act 1986 s 246ZA-ZC)

	trading (s214); fraudulent trading (s213) and misfeasance (s212)	
	4.5. Evidence an understanding of the grounds on which a director may be removed from office including: death; voluntary retirement/resignation; removal (s168 CA) or disqualification (see Company Directors Disqualification Act 1986 (CDDA))	4.5 Vacation of office by a director <ul style="list-style-type: none"> • Be aware of the various grounds on which a director may be removed from office including: <ul style="list-style-type: none"> - Resignation - occurrence of an event specified in Articles (for example by law - if director were disqualified as a director) - retirement - removal (for example via the Articles or by Ordinary resolution under CA 2006 s168) - disqualification – see the Company Directors Disqualification Act 1986 (CDDA) ss 2-11
5. Be able to analyse the various reasons for and consequences of liquidation of companies	5.1. Demonstrate a detailed understanding of the reasons for liquidation	5.1 Liquidation of a company <ul style="list-style-type: none"> • Dealt with by Insolvency Act 1986 (IA 1986) • Reflects fact that a company was created by a process (of incorporation) and so has to be liquidated by a process. There are 2 main ways: <ul style="list-style-type: none"> - Voluntary winding up by a court - Compulsory winding up by a court
	5.2. Demonstrate an understanding of when and why compulsory liquidation may apply	5.2 Compulsory liquidation <ul style="list-style-type: none"> • Action by a specified person identified in IA 1986 s124 • Grounds for petition laid down in IA 1986 s 122

	5.3. Demonstrate an understanding of the criteria as to when voluntary liquidation can take place	<p>5.3 Voluntary liquidation</p> <ul style="list-style-type: none"> • Instigated either by Members OR Creditors • Special resolution required in both cases to instigate process • Distinction being for Members Voluntary company must be solvent, i.e. able to issue a Declaration of Solvency confirming that company can pay debts in full within 12 month period (IA 1986 s 89(1))
	5.4. Demonstrate a critical understanding of the main consequences of liquidation including the clawback of assets and the order of distribution	<p>5.4 Clawback of assets and distribution</p> <ul style="list-style-type: none"> • Liquidator can instigate actions against individuals for transactions – see 4.4 above • Liquidator can challenge certain transactions undertaken within defined time periods including: Transactions at undervalue (IA 1986 s 238); Preferences (IA 1986 s 239); Extortionate credit transactions (IA 1986 s 244) and avoidance of floating charges (IA 1986 s 245) • Liquidator must distribute assets in line with accepted 'hierachy' in a specified order. Learners will be required to know, understand and be able to apply this hierarchy to a scenario
	5.5. Define the role of Receiverships	<p>5.5 Receiverships</p> <ul style="list-style-type: none"> • Be aware that certain secured assets will be dealt with by a receiver (manager) of that asset • The purpose of the receiver is to distribute for the benefit of the person who has secured the debt
	5.6. Demonstrate an understanding of when and	5.6 Administration Orders (AO's)

	why Administration Orders are appropriate	<ul style="list-style-type: none"> • Be familiar with what AO's are and the advantages of these over liquidation including the statutory moratorium • Be familiar with the hierarchy of objectives (the 'purpose of administration') laid out in IA 1986 Sch B1 para 3 • Be familiar with the 3 ways in which an administrator can be appointed (court; floating charge holder; company or directors) • Be familiar with the consequences of appointing an administrator to achieve the AO process objectives – see IA 1986 Sch B1 para 64; para 43 and para 40
	5.7. Demonstrate a critical understanding of the Voluntary Arrangement process	5.7 Voluntary Arrangement (VA) <ul style="list-style-type: none"> • Managed by IA 1986 Part 1 • No statutory moratorium • Restructuring Plan (based on scheme of arrangement under CA 2006) introduced by Corporate Insolvency and Governance Act (CIGA) 2020 and inserted new Pt 26A into CA 2006 • Be familiar with the differences under scheme of arrangements (Pt 26) and restructuring plan (Pt 26A) particularly around stage 2 meetings
6. Be able to describe and evaluate Financial Aspects of Business	6.1. Demonstrate a critical appreciation of the alternative ways to raise finance available to business organisations	6.1 Raising finance <ul style="list-style-type: none"> • Be familiar with 2 main ways for company to raise finance (equity (shares) or debt (borrowing)) • With equity understand and be able to apply to scenarios and advise: <ul style="list-style-type: none"> - classification of share capital

		<ul style="list-style-type: none"> - allotment and issue of shares including power to do this and restrictions - Classes of share - Minimum capital requirement - Obligation for capital maintenance (see Trevor v Whitworth 1887) - Alteration of share capital - Acquisition of own shares - Financial assistance to acquire own shares • With debt understand and be able to apply to scenarios and advise <ul style="list-style-type: none"> - The important difference between, creation of and legal consequences of fixed and floating charges - Determining the type (class) of charge and fact parties classification of charge is irrelevant – it is 'commercial nature and substance of the arrangement' which will determine the class of charge. Re Spectrum Plus [2005] UKHL 41 is key case in this area and must be read and understood • Fact charges no longer required to be registered since April 2013 – but the professional consequences of not registering can be significant!
	<p>6.2. Evidence an awareness of the 2 key questions to answer in relation to equity finance (do the directors have authority to issue the</p>	<p>6.2 Applying cases on debt and equity principles</p> <ul style="list-style-type: none"> • It is critical to be familiar with the key cases (which are identified as such) in the Learning Materials which will help understanding and application to scenario issues and in practice

	shares and do pre-emption rights apply) and be able to apply these to given scenarios and advise appropriately	
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