

Teaching guide

IDENTIFICATION DETAILS

Degree:	Business Analytics		
Field of Knowledge:	Social and Legal Science		
Faculty/School:	Law, Business and Governance		
Course:	COMPANY LAW I		
Type:	Compulsory	ECTS credits:	3
Year:	2	Code:	5327
Teaching period:	Fourth semester		
Area:	Law		
Module:	Disciplinary Training		
Teaching type:	Classroom-based		
Language:	English		
Total number of student study hours:	75		

Teaching staff	E-mail
Carlos Llorente Gómez de Segura	carlos.llorente@ufv.es

SUBJECT DESCRIPTION

This course is taught in English and introduces students into the legal world of business activities from the perspective of what is known academically as business law

We will review general and basic topics of business law (business persons and activities) and will concentrate intensively on the study of the rules governing companies and corporations.

GOAL

Upon completion of the course, students must:

- 1) Know the sources applicable to business law and, specifically, to company law
- 2) Understand the legal regime applicable to persons engaging in business activities and to companies
- 3) Apply the knowledge learned during the course to problem-solving situations arising out of business activities

PRIOR KNOWLEDGE

Those specifically required by the degree

COURSE SYLLABUS

BUSINESS LAW

1. Introduction. Law in action in the business world.
2. Business law: 2.1. Concept; 2.2. Sources; 2.3. Evolution. Business Law in the XXI Century. Globalization and Digitalization
3. Business persons. 3.1. Concept, 3.2. Typology, 3.3. Legal status; 3.4. Dependent and independent contractors. Legal issues beyond business law (labour)
4. Business activities: 4.1. Concept; 4.2. Legal regime
5. Commercial Registry: 5.1. Concept; 5.2. Organization; 5.3. Functions; 5.4. Governing Principles

COMPANY LAW

1. Introduction
2. Business companies: typology
3. Companies governed by the Spanish Corporations Act. 3.1. General rules 3.2. Formation 3.3. Financing, in particular capital contributions 3.4 Quotas and shares 3.5 Quota/shareholders' Meetings 3.6. Directors 3.7. By-Laws Amendments 3.8 Dissolution and liquidation. Quota/share holders removal. Basic reference to bankruptcy law 3.9 M&A and other related operations

EDUCATION ACTIVITIES

The following learning activities will be developed throughout the course:

- 1) Course presentation with review of the academic guide, the learning objectives and its impact on the student's academic curriculum
- 2) When applicable, pre-assigned readings of bibliographical materials with different contents, scope and format in relation to topics to be addressed in the classroom
- 3) Lectures intertwined with participative debates with the students
- 4) Presentations of cases extracted from real life situations
- 5) Study and analysis of problems in accordance with the protocol established by the course professor
- 6) Review and analysis of case law derived from national and foreign courts

Specific methodologies used in this course will be, along with regular lectures, the following two: flipped classroom and problem-based learning. Flipped classroom aims at bringing students at the heart of the learning process by facilitating them materials which will promote their independent learning out of the classroom and will also provide higher value at the activities developed in the classroom. Problem-based learning is a method which will help

students to obtain knowledge on the course topics through the analysis and solution of problems presented by the course professor.

Tutorships and follow-ups on the students' work will be performed either face-to-face or virtually.

DISTRIBUTION OF WORK TIME

CLASSROOM-BASED ACTIVITY	INDEPENDENT STUDY/OUT-OF-CLASSROOM ACTIVITY
30 hours	45 hours

SKILLS

Basic Skills

Students must have demonstrated knowledge and understanding in an area of study that is founded on general secondary education. Moreover, the area of study is typically at a level that includes certain aspects implying knowledge at the forefront of its field of study, albeit supported by advanced textbooks

Students must be able to apply their knowledge to their work or vocation in a professional manner and possess skills that can typically be demonstrated by coming up with and sustaining arguments and solving problems within their field of study

Students must have the ability to gather and interpret relevant data (usually within their field of study) in order to make judgments that include reflections on pertinent social, scientific or ethical issues

Students must be able to convey information, ideas, problems and solutions to both an expert and non-expert audience

Students must have developed the learning skills needed to undertake further study with a high degree of independence

General Skills

Ethical commitment in the information society.

Capacity for achieving objectives, problem-solving and decision-making in the environment of quantitative and qualitative mass data.

Capacity for leadership and teamwork in the information society.

Capacity for communicating in a native or foreign language in the information society.

Capacity for critical, self-critical, analytical and reflexive thought.

Capacity for autonomous learning in the information society.



Specific skills

Handle the legal sources (legal, jurisprudential and doctrinal) applicable to the case study.

Attain a perception of the unitary character of the legal system and the required interdisciplinary vision of legal problems.

Understand the fundamental legal concepts, the legal forms of the business and the legal aspects of the business activity.

LEARNING RESULTS

Comprende la importancia de los procesos de información digital aplicables a la materia objeto de estudio

Identifica, comprende y evalúa correctamente las diferentes fuentes del Derecho mercantil

Percibe adecuadamente la integración del Derecho mercantil en el marco legal general de la actividad empresarial

Conoce de manera solvente y detallada las cuestiones societarias básicas

LEARNING APPRAISAL SYSTEM

REGULAR (FIRST) CALL

In this first call, students will be graded as follows: A) Final exam (weight: 60% of the final grade): written on-site or take-home exam dealing with theoretical and/or practical issues covered by the course program B) Course assignment(-s) (30% of the final grade) C) Class participation (10% of the final grade)

Specific instructions:

1. Attendance to class shall be mandatory
2. Class participation does not measure attendance but active, reasoned and significant student participation in the classroom
3. Team and/or individual assignments will include, among others, quizzes, analysis and solution of problems, critical review of case-law and preparation of short essays on the courses's topics
4. In order to be entitled to receive a final grade, students must have passed the final exam (5/10) and must have delivered on time the required team and/or individual work assignments

RE-TAKE In the event an student does not pass the course in the regular call, the evaluation will consist of a final exam with a 70% weight in the final grade. The rest of the final grade (30%) will come from the results obtained in the work assignments and, if applicable, in class participation, during the regular call.

SECOND CALL Students failing the re-take will move on to the second call, where the final written exam will bear a 70% percent of the final grade weight and they will have to perform the work assignments indicated by the professors, with a total weight of 30%.

STUDENTS WITH ACADEMIC WAIVER AND ASSIMILATED SITUATIONS In situations duly authorized by the degree academic supervisor where a student is exempted from attending classes, the final evaluation will consist of a final exam (70%) and of working assignments (30%). Students will be duly informed by the course's professor of the course's readings, materials and assignments which they will have to prepare.

HONORS An award of honors to an student is an acknowledgment of excellence and is a sole competence of the course's professor to be adopted under the academic criteria rules and as long as the student has demonstrated a special involvement in the course, command of the subject matter, interrelation abilities with other subjects from the academic curricula, independent research capacities, etc.

RULES OF ACADEMIC COEXISTENCE Plagiarism behaviors, as well as the use of illegitimate means in the evaluation tests, will be sanctioned in accordance with the provisions of the Evaluation Regulations and the University's Coexistence Regulations.

BIBLIOGRAPHY AND OTHER RESOURCES

Basic

Adell Martínez, Jordi. Manual de derecho mercantil para la dirección empresarial / Las Rozas (Madrid) :Wolters Kluwer,2021.

Natalia Álvarez Lata ; prólogo de José Manuel Busto Lago. Riesgo empresarial y responsabilidad civil / Madrid :Editorial Reus,2017.

by Erika Calazans. Private military and security companies :the implications under international law of doing business in war / 2016.

edited by John J. Kirton, Michael J. Trebilcock. Hard choices, soft law :voluntary standards in global trade, environment, and social governance / 2004.

