



Universitat de Lleida

DEGREE CURRICULUM

COMMERCIAL LAW I

Coordination: PUYALTO FRANCO, MARIA JOSE

Academic year 2023-24

Subject's general information

Subject name	COMMERCIAL LAW I			
Code	101820			
Semester	1st Q(SEMESTER) CONTINUED EVALUATION			
Typology	Degree	Course	Character	Modality
	Bachelor's Degree in Law	3	COMPULSORY	Attendance based
	Double bachelor's degree: Degree in Law and Degree in Business Administration and Management	4	COMPULSORY	Attendance-based
Course number of credits (ECTS)	7.5			
Type of activity, credits, and groups	Activity type	PRAULA		TEORIA
	Number of credits	3		4.5
	Number of groups	3		2
Coordination	PUYALTO FRANCO, MARIA JOSE			
Department	LAW			
Teaching load distribution between lectures and independent student work	40% Class attendance 60% Autonomous student work			
Important information on data processing	Consult this link for more information.			
Language	English 5.0 Catalan 15.0 Spanish 80.0			
Distribution of credits	4'5 ECTS Big Group (GG) 3 ECTS Medium Group (GM)			

Teaching staff	E-mail addresses	Credits taught by teacher	Office and hour of attention
ENRECH LARREA, EDUARDO	eduardo.enrech@udl.cat	3	
GOMEZ GUSI, JOSE LUIS	joseluis.gomez@udl.cat	3	
MARTINEZ FUENTES, SILVIA	silvia.martinez@udl.cat	3	
PUYALTO FRANCO, MARIA JOSE	mariajose.puyalto@udl.cat	9	

Subject's extra information

The student is confronted with this subject without having first approached the purpose of their study, therefore the system of the course is designed to facilitate the gradual acquisition of basic knowledge about the general lines of the function, concept and legal system of some major commercial institutions. In this first course, we will address the types of entrepreneurs (individual or social, private or public), business and the legal status of their employer (Companies Registry, accounting, etc.), and then analyse the regulation of competition and the rules of industrial property. But undoubtedly the core of the subject corresponds to the study of company entrepreneurs, analysing their type, operation and organization, through the various stages of their legal status until its dissolution and liquidation.

Learning objectives

1. Locate and use legislation, doctrine and jurisprudence related to the issues.
2. Identify the legal framework regulating the legal status of commercial entrepreneur.
3. Identify and differentiate the types of legal corporate catalog in the structural, organizational and functional levels.
4. Identify and differentiate the different types of structural modifications of commercial companies.
5. To determine, from the analysis of a number of elements, the ideal type of company as a business owner.
6. Draft documents necessary to convene meetings of a collegial body of a capital company (general meeting, board of directors) and its records and certificates.

Competences

University of Lleida strategic competences

- Locate and use legislation, doctrine and jurisprudence on various topics

Degree-specific competences

Show knowledge of the present legal system

Goals

- Locate and use legislation, doctrine and jurisprudence on various topics
- Identify the legal framework governing the legal status of the commercial entrepreneur
- Identify and differentiate the types of corporate legal catalogs at the structural, organizational and functional level

Ability to redact legal documents of a different nature

Goals

- Compose documents necessary for convening meetings of a collegial body of a capital company (general meeting, board of directors) and its records and certificates

Ability to create and structure rules

Goals

- Compose documents necessary for convening meetings of a collegial body of a capital company (general meeting, board of directors) and its records and certificates

Ability to negotiate and conciliate

Show knowledge of the characteristics, conceptual schedules, institutions and procedures of the judicial system

Goals

- Locate and use legislation, doctrine and jurisprudence on various topics
- Identify the legal framework governing the legal status of the commercial entrepreneur
- Identify and differentiate the types of corporate legal catalogs at the structural, organizational and functional level (4) Write documentation for the establishment of a corporation
- Compose documents necessary for convening meetings of a collegial body of a capital company (general meeting, board of directors) and its records and certificates

Degree-transversal competences

Ability to work in a team (Interaction ability)

Goals

- Locate and use legislation, doctrine and jurisprudence on various topics
- Ability to pursue permanent autonomous learning and adapt to the new circumstances (Systemic ability)

Goals

- Locate and use legislation, doctrine and jurisprudence on various topics

Ability to follow initiative, be creative and lead (Systemic ability)

Subject contents

MODULE 1: INTRODUCTION TO COMMERCIAL LAW. ENTREPRENEUR AND COMPANY

1. Historical formation, concept and sources of Commercial Law. 2. The company. 3. The commercial entrepreneur and his legal status. 4. The individual commercial entrepreneur.

MODULE 2: PERSONALIZED COMMERCIAL COMPANIES

1. Commercial companies in general. 2 Concept of commercial company. 3. Typology of Mercantile Companies. 4. Personal mercantile companies.

MODULE 3: CAPITALIST COMMERCIAL COMPANIES I

1. Capital companies: generalities and constitution. 2. Organic and financial structure of capital companies. 3. Annual accounts. 4. Modification of statutes, separation and exclusion of partners.

MODULE 4: CAPITALIST COMMERCIAL COMPANIES II

1. The dissolution of companies. 2. The liquidation of companies. 3. Structural modifications of mercantile companies.

Methodology

TEACHING-LEARNING ACTIVITIES ON-SITE (CLASS)

They are those that provide new information or help the student in the development of certain strategies that are considered relevant so that the student can start or advance in his personal process of knowledge construction and that, due to its complexity or technical requirement, factual and conceptual elements need to be done in person. A distinction must be made between face-to-face Activities in a Large Group (GG) and those carried out in a Medium Group (GM).

Large Group Activities (GG).

In these sessions the main objectives are:

1. Check students' knowledge.
2. Theoretical explanation deepening the concepts about which the student body has doubts.

Medium Group Activities (GM)

Resolution of practices that may consist of:

1. Questions of a practical nature to be developed briefly on the content of the corresponding Module
2. Practical case resolution. A certain assumption of fact will be raised and the student will have to resolve the issues that arise.
3. Comment on a sentence or resolution of the General Directorate of Legal Security and Public Faith
4. Comment on a press release, blog entry, video, etc.

These practices are weekly. The student body must post their practice in the "Activities" section of the CV before the face-to-face GM session in which the faculty will solve them so that the student body can correct the mistakes they have made and, where appropriate, expand the content.

AUTONOMOUS TEACHING-LEARNING ACTIVITIES (OUTSIDE THE CLASSROOM):

In this type of activity, the student works autonomously on aspects that they already master since they have sufficient information, knowledge and strategies. Among the most common autonomous teaching-learning activities, it is worth mentioning personal study, which basically consists of studying content related to theoretical or practical classes or carrying out internships.

The autonomous teaching-learning activities are of different types depending on whether they are associated with the Large Group or Medium Group sessions:

Self-employment activities associated with GG

Before each GG session, the student must read the theoretical materials corresponding to the corresponding module or thematic block that will be available in the resources section of the Virtual Campus of the subject.

After each GG session, the student must study the content of the materials.

Self-employment activities associated with GM

The student body must solve the practices that are available to them in the resources section of the Virtual Campus with the support of theoretical material, legislation, jurisprudence and other resources that they deem appropriate (see the bibliography and information resources section).

The practices will be handed in before the GM session.

Development plan

Please consult this section in Catalan/Spanish

Evaluation

Two evaluation models are considered: the single evaluation and the continuous evaluation

(1) CONTINUOUS EVALUATION (preferred)

The continuous evaluation is based on the following evaluation blocks:

BLOCK 1º: Modules 1 and 2 Compulsory

1. Week 9 Theoretical and practical examination of Modules 1 and 2 consisting of 25 multiple-choice test-type questions and the resolution of a practical case
2. Test: Correct answers add up to 0.2; incorrect ones subtract 0.1 (maximum 5 points)
3. Case study: The correct answers add up to 1 (maximum 5 points) 35%

BLOCK 2º Modules 3 and 4 Compulsory

1. Week 16/17 Theoretical and practical examination of Modules 3 and 4 consisting of 25 multiple-choice test-type questions and the resolution of a practical case
2. Test: Correct answers add up to 0.2; incorrect ones subtract 0.1 (maximum 5 points)
3. Case study: The correct answers add up to 1 (maximum 5 points) 35% Yes

BLOCK 3rd Modules 1-4 Compulsory delivery of 6 practices at least 10 practices delivered weekly 0.3 for each practice delivered on time and correctly 30%

The final grade is obtained from the average of the grades obtained in each of the blocks according to the weighting assigned taking into account the following PRECISIONS:

1. The two exams of week 9 and week 16/17 are MANDATORY, failure to complete any of them immediately implies the qualification of NOT PRESENTED in the subject.
2. The two exams can be retaken in the period indicated for this purpose in the exam calendar.
3. To pass the subject IT IS ESSENTIAL that the grade for each of the exams is equal to or higher than 5. Accordingly, even if the result of the weighted average is equal to or higher than 5, the subject will be graded at acts with a 4.9. (art. 4.5 of the Regulations for Evaluation and Qualification of Degrees and Masters).
4. In the case of the 10 practices, the LATE or incomplete delivery is equivalent to a NP in the corresponding practice WITHOUT ANY EXCEPTION.
5. It is mandatory to deliver at least 6 practicals during the semester (3 corresponding to modules 1 and 2 and 3 corresponding to modules 3 and 4)

(2) SINGLE OR ALTERNATIVE ASSESSMENT

To facilitate work or family reconciliation, students who wish to do so have the right to waive the continuous

assessment at the beginning of each semester and take an alternative assessment. The student who wants to take part in the alternative assessment must present a work contract or justify, by means of a letter addressed to the dean or the director of the center, the reasons that make it impossible for him to do the continuous assessment.

The test will cover the content of the four modules of the subject and will consist of:

1. 25 multiple choice questions corresponding to modules 1-4 (5 points). Correct answers add up to 0.2; the incorrect ones remain 0.1.
2. Case study corresponding to modules 1-4 (5 points). Correct answers add up to 1.

This test can be recovered in the periods indicated in the academic calendar at the end of the semester.

IMPORTANT: For issues relating to the development of assessment activities, consult article 9 of the Assessment and Qualification Regulations for Degrees and Masters.

Bibliography

Recommended bibliography

Legal texts

It is essential to use the legal texts relating to this branch of the system. The various legal publishers (Tecnos, Civitas, Bosch, Trivium, Aranzadi, The Law, BOE, Ariel, Colex, etc...) publish volumes of "commercial law" normally updated in September of each year (we recommend using the latest edition).

Basic bibliography

The basic bibliography is published in the form of manuals, courses, lectures or mere summaries or overviews of the discipline. Among these we highlight:

BERCOVITZ RODRIGUEZ CANO, R: Apuntes de Derecho Mercantil. Derecho Mercantil, Derecho de la Competencia y Propiedad Industrial, Aranzadi

BROSETA, M y MARTINEZ SANZ, F: Manual de Derecho Mercantil (Volumen I), Tecnos

GALLEGO SÁNCHEZ, E: Derecho Mercantil (Parte Primera), Tirant Lo Blanc

MENÉNDEZ MENÉNDEZ, A Y ROJO, A: Lecciones de Derecho Mercantil. Volumen I, Civitas

SANCHEZ CALERO GUILARTE, J Y SANCHEZ CALERO, F: Instituciones de Derecho Mercantil. Volumen I, Dykinson

Other resources:

Anuario de la Fundación Ciudad de Lleida (Anual).

Revista de Derecho de la Distribución y Competencia (RcD) (semestral).

Revista de Derecho de Sociedades (RdS) (semestral).

Revista de Derecho Mercantil (trimestral).

Revista de Derecho Privado (bimestral).

Derecho de los Negocios (mensual).

Revista Jurídica del Notariado.

Actas de Derecho Industrial y Derecho de autor (anual).

La Ley. Revista jurídica Española de doctrina, legislación y jurisprudencia.

Revista de Derecho y Nuevas tecnologías.

Revista General de legislación y jurisprudencia.

Revista General de Derecho Europeo.

<http://www.rmc.es/> (Registro Mercantil Central)

<http://noticias.juridicas.com/>

<http://www.abogares.com/>

<http://jsanchezcalero.blogspot.com/>

<http://derechomercantilespana.blogspot.com/>