



Universidad
de Huelva

FACULTY OF LABOUR SCIENCES

DEGREE IN LABOUR RELATIONS AND HUMAN RESOURCES

Subject Data

Name:

DERECHO DE LA EMPRESA

English name:

SPANISH BUSINESS LAW

Code:

515109109

Type:

COMPULSORY

Hours:

	Total	In class	Outclass
Time distribution	150	145	5

ECTS:

Standard group	Small groups			
	Classroom	Lab	Practices	Computer classroom
30				

Departments:

THEODOR MOMMSEN

Knowledge areas:

COMMERCIAL LAW

Year:

2023-24

Semester

SECOND

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TEACHING STAFF		
Name:	E-mail:	Telephone
GLORIA PUY FERNANDEZ	gloria@uhu.es	959 219593
Other Data (Tutoring, schedule...)		
<p><i>Course schedule (classes):</i> Wednesday 16.00 – 19.00</p> <p><i>Tutoring hours:</i> Monday 10.30-12.30. Office: 4.12, Faculty of Labour Sciences</p>		

SPECIFIC INFORMATION ABOUT THE COURSE
I. Contents description:
I.1 In English:
<p>This course is intended to introduce and familiarize students with the conceptual delimitation of the commercial legal framework and then analyze the legislation that controls or delimits the concept and the activity of business persons in economic transactions.</p> <p>Contents: Introduction to Commercial law and scope of application. Regulatory peculiarities and new trends. The company and the entrepreneur, legal status of the entrepreneur. Exercise of commercial activity by an individual entrepreneur. Rules applicable to competition and their application. Regime applicable to industrial property and its application. The exercise of commercial activity by a legal entity: general company theory, company system, structure and operation of the various types of companies, structure and functioning of the various types of companies securities law Peculiarities of commercial contracts. Types of commercial contracts. Solutions to financial crises: Insolvency law.</p>
I.2 In Spanish:
<p>Este curso pretende introducir y familiarizar a los alumnos en el marco legal en el que se desarrolla el Derecho de la empresa en España. Para ello se analiza la legislación que controla o delimita la actividad de los empresarios en las transacciones mercantiles.</p> <p>Contenidos: Introducción al Derecho mercantil y ámbito de aplicación. Peculiaridades normativas y nuevas tendencias. La empresa y el empresario, estatuto jurídico del empresario. Ejercicio de actividad mercantil por empresario individual. Régimen aplicable a la competencia y su aplicación. Régimen aplicable a la propiedad industrial y su aplicación. Ejercicio de actividad mercantil por persona jurídica: teoría general de las sociedades, sistema de sociedades, estructura y funcionamiento de los diversos tipos sociales. Derecho de los títulos valores. Peculiaridades de la contratación mercantil. Tipos contractuales mercantiles. Solución a las crisis financieras: el Derecho concursal.</p>

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2. Background:

2.1 Situation within the Degree:

First year, second semester.

2.2 Recommendations

Since this course is offered to students of whatever degree, no prerequisite is required, although a general knowledge of Law is recommended.

3. Objectives (as result of teaching):

- Show a deep understanding of basic Commercial law principles and institutions, both at the national and at the transnational (European, international) level.
- Interpret legal norms showing an adequate knowledge of the specialities of legal Interpretation in Commercial law as well as its relevance.
- Interpret and handle non-binding legal norms (soft law)
- Select correctly the norm to be applied, according to locus and time rules of application, in order to solve Commercial law issue. Perform oral presentations with command of presentation techniques

4. Skills to be acquired

4.1 Specific Skills:

SC28 - Ability to interrelate the different disciplines that makeup labour relations.

SC3 - Apply knowledge of business organization and management.

SC10 - Ability to transmit and communicate in writing and orally using appropriate terminology and techniques.

4.2 General, Basic or Transversal Skills:

GC11 - Ability to generate new ideas

TC2. Develop a critical attitude, being able to analyse and synthesize.

TC3. Develop an attitude of inquiry that permanently enables to review and deepen in the knowledge.

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5. Training Activities and Teaching Methods

5.1 Training Activities:

A visit to a company within the province is planned.

5.2 Teaching Methods::

Lectures will have a major weight at the start of the term. Even there has traditionally been a lack of basic resources in English to assist in the preparation in the teaching of mercantile subject, there is currently a handbook that we will use as a reference text.

5.3 Development and Justification:

Active participation in readings' discussion on theoretical topics will be scheduled every week to be discussed in class time. Students are expected to read them in advance and take part in discussions in class room on questions previously posed by the teacher. Assessment will focus on students abilities to analyse and interpret legal texts and to think critically.

6. Detailed Contents

Lesson 1. The legal regimen od business entrepreneurs. Concept and Functions of Commercial Law.

Hierarchy of sources: Law, Custom, General principles

Lesson 2. The individual entrepreneur. Professional duties.

Lesson 3. Competition and unfair competition

Lesson 4. Company Law. Constitution.

Lesson 5. Capital companies. Stakes and shares.

Lesson 6. Capital companies. The general meeting

Lesson 7. Capital companies. Directors.

Lesson 8. Environmental Social Governance

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7. Bibliography

7.1 Basic Bibliography:

- MUÑOZ PEREZ, A.F., SERRANO ACITORES, A., MARTÍNEZ ROSADO, J., *Handbook of Spanish Business Law*, Tecnos, 2018
- BERGEL SAINZ DE BARANDA, *Handbook on Spanish Civil Patrimonial Law*, Tecnos, 2011
- <https://guidetobusinessinspain.com/en/4-ayudas-e-incentivos-a-la-inversion-en-espana/4-8-ayudas-e-incentivos-de-la-union-europea-2/>
- <https://www.expatica.com/es/working/self-employment/starting-a-business-in-spain-101459/>
- https://www.cuatrecasas.com/es/publicaciones/doing_business_in_spain_2019.html

7.2 Additional Bibliography:

- https://www.incwell.eu/en/company-formation-spain/?gclid=EAIaIQobChMIqIyywtuL6glVxswYCh3KQgpREAMYAIAAEgl0UvD_BwE
- Translation of the Spanish Mercantile Act
<https://www.mjusticia.gob.es/cs/Satellite/Portal/es/servicios-ciudadano/documentacion-publicaciones/publicaciones/traduccion-derecho-espanol>

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8. Systems and Assessment Criteria
8.1 System for Assessment:
Qualifications are awarded in accordance with Royal Decree 1125/2003 in the following manner: a) Fail (Suspendo): From 0 to 4.9. b) Pass (Aprobado): From 5 to 6.9. c) Merit (Notable): From 7 to 8.9. d) Distinction (Sobresaliente): From 9 to 10. e) Graduate with Honours (Matrícula de Honor): From 9 to 10 The grading system is subject to the Bachelor's Degree Exam Regulations at the University of Huelva: http://www.uhu.es/sec.general/Normativa/Textos_Pagina_Normativa/Normativa_2019/Rgto_evaluacion_grado_mofs_ccgg_19_03_13.pdf
8.2 Assessment Criteria and Marks:
8.2.1 Examinations Convocatory I
According to the Assessment Rule of the University of Huelva, two options of assessment are offered: <ul style="list-style-type: none">• OPTION A: CONTINUOUS EVALUATION In this option, a regular class attendance of 80% of the class time is a condition for being assessed. The final grade will result from the marks obtained in the activities scheduled throughout the course, in the following way:<ul style="list-style-type: none">• <u>Active participation in readings' discussion</u> (20% of the overall grade).• <u>Multiple choice test</u> (80% of the overall grade)).• OPTION B: FINAL EVALUATION Students aiming to choose a final evaluation must submit a request by e-mail to the teacher during the first two weeks of the teaching. The request will imply renouncing irrevocably to the continuous evaluation. Students will take a final written exam covering all the theoretical topics.
8.2.2 Examinations Convocatory II
Students will take a final written exam covering all the theoretical topics. Final evaluation will be also take place in the second re-sit examination period (<i>Convocatoria ordinaria III</i>)
8.2.3 Examinations Convocatory III
Final evaluation covering all the theoretical topics will be also take place in this convocatory.
8.2.4 Extraordinary Convocatory
Final evaluation covering all the theoretical topics will be also take place in this convocatory.
8.3 Single Final Evaluation:
Final evaluation covering all the theoretical topics will be also take place in this convocatory.