



Information about the subject

Degree: Bachelor of Science Degree in Business Administration and Management

Faculty: Faculty of Legal, Economic and Social Sciences

Code: 301103 **Name:** Management of Mercantile Societies

Credits: 6,00 **ECTS Year:** 1 **Semester:** 2

Module: Business Law

Subject Matter: Law **Type:** Basic Formation

Field of knowledge: Ciencias Sociales y Jurídicas

Department: -

Type of learning: Classroom-based learning / Online

Languages in which it is taught: Spanish

Lecturer/-s:

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Module organization

Business Law

Subject Matter	ECTS	Subject	ECTS	Year/semester
Law	12,00	Management of Mercantile Societies	6,00	1/2
		Taxation of the Business I	6,00	2/1
Right and Taxation	6,00	Taxation of the Business II	6,00	3/2
Business Law	24,00	Commercial Contracts and Business Crisis	6,00	This elective is not offered in the academic year 23/24
		Economic Administrative Law	6,00	This elective is not offered in the academic year 23/24
		International and Wealth Taxation	6,00	This elective is not offered in the academic year 23/24
		Job Management and Social Security	6,00	This elective is not offered in the academic year 23/24

Recommended knowledge

This subject does not require prerequisites to complete it.



Learning outcomes

At the end of the course, the student must be able to prove that he/she has acquired the following learning outcomes:

- R1 Appropriate management of legal texts related to the subject matter.
- R2 Understanding and use of basic legal terminology.
- R3 Motivated resolution of the proposed casuistry.
- R4 Participation in the classroom and exposure of opinions, situations, and analysis of specific circumstances.
- R5 Know and understand the most common contractual figures of business activity.
- R6 Know and understand the operation of the predominant corporate types.



Competencies

Depending on the learning outcomes, the competencies to which the subject contributes are (please score from 1 to 4, being 4 the highest score):

BASIC		Weighting			
		1	2	3	4
CB1	That students have demonstrated knowledge and understanding in an area of study that is at the core of general secondary education, and is often at a level that, while supported by advanced textbooks, also includes some aspects that involve knowledge from the cutting edge of their field of study.	X			
CB2	That students know how to apply their knowledge to their work or vocation in a professional way and possess the skills that are usually demonstrated through the elaboration and defense of arguments and the resolution of problems within their area of study.	X			
CB3	That students have the ability to gather and interpret relevant data (usually within their area of study) to make judgments that include reflection on relevant social, scientific or ethical issues.		X		
CB4	That students can convey information, ideas, problems and solutions to both specialized and non-specialized audiences.		X		
CB5	That students have developed those learning skills necessary to undertake further studies with a high degree of autonomy.	X			
GENERAL		Weighting			
		1	2	3	4
CG3	Capacity to apply knowledge into practice.		X		
CG5	Oral and written communication.			X	
CG7	Information management.		X		
CG8	Orientation to problem-solving.		X		
CG13	Ability to learn and research skills.			X	



CG15	Interpersonal relationship skills.	x		
CG17	Ability to issue reports on specific company and market situations.	x		
CG19	Commitment, responsibility and ethical sense.	x		
CG20	Development of values related to the principles of equal opportunities between men and women, universal accessibility for people with disabilities and, in general, democratic values and a culture of peace.	x		



Assessment system for the acquisition of competencies and grading system

In-class teaching

Assessed learning outcomes	Granted percentage	Assessment method
R1, R2, R3, R4, R5	15,00%	Objective Tests
R1, R2, R3, R4, R5, R6	25,00%	Conduct of Theory-Practice
R1, R2, R3, R4, R6	10,00%	Class attendance and participation
R1, R2, R3, R4, R5, R6	50,00%	Final Exam

Observations

The Assessment System described below has been defined in order to measure the acquisition of the subject's competences through the Results of learning defined above. The Assessment System uses a written test, which is reflected both in objective tests, as well as short answer or questions to be developed. Additionally, the activities carried out and their oral presentation (if applicable) are evaluated. Assistance and active participation in technical reflections and discussions is also the subject of evaluation, as well as participation in group dynamics carried out throughout the semester. Those students who do not pass or cannot deliver any of the activities evaluated throughout the semester, must deliver or pass them prior and necessary to the completion of the final written test.

Online teaching

Assessed learning outcomes	Granted percentage	Assessment method
R1, R2, R3, R4, R5	5,00%	Attendance and participation in the activities of synchronous communication
R1, R2, R3, R4, R5, R6	25,00%	Conduct of deliverables
R1, R2, R3, R4, R5, R6	15,00%	Regular evaluations through online questionnaires.
R1, R2, R3, R4, R5	5,00%	Participation in discussion forums
R1, R2, R3, R4, R5, R6	50,00%	Final on-site assessment.



Observations

El Sistema de Evaluación que se expone a continuación se ha definido con objeto de medir la adquisición de las competencias de la asignatura a través de los Resultados del aprendizaje definidos anteriormente.

El Sistema de Evaluación emplea una prueba escrita, que se plasma tanto en pruebas objetivas, como de respuesta corta o cuestiones a desarrollar. Adicionalmente, se evalúan las actividades realizadas y su exposición oral (en su caso). La asistencia y participación activa en las reflexiones y discusiones técnicas también es objeto de evaluación, así como la participación en las dinámicas de grupo realizadas a lo largo del semestre. Aquellos alumnos que no superaran o no pudieran entregar alguna de las actividades evaluadas a lo largo del cuatrimestre, deberán entregarlas o superarlas con carácter previo y necesario a la realización de la prueba final escrita.

MENTION OF DISTINCTION:

According to Article 22 of the Regulations governing the Evaluation and Qualification of UCV Courses, the mention of "Distinction of Honor" may be awarded by the professor responsible for the course to students who have obtained, at least, the qualification of 9 over 10 ("Sobresaliente"). The number of "Distinction of Honor" mentions that may be awarded may not exceed five percent of the number of students included in the same official record, unless this number is lower than 20, in which case only one "Distinction of Honor" may be awarded.

Learning activities

The following methodologies will be used so that the students can achieve the learning outcomes of the subject:

- M1 Problem solving, commentaries, summaries to hand in periodically.
- M3 Teacher presentation of contents, analysis of competences, explanation and in-class display of skills, abilities and knowledge.
- M5 Group work sessions supervised by the professor. Case studies, diagnostic tests, problems, field work, computer room, visits, data search, libraries, on-line, Internet, etc. Meaningful construction of knowledge through interaction and student activity.
- M7 Supervised monographic sessions with shared participation.
- M9 Application of multidisciplinary knowledge.



- M11 Personalized and small group attention. Period of instruction and / or orientation conducted by a tutor with the objective of reviewing and discussing the materials and topics presented in classes, seminars, readings, conducting work, etc.
- M13 Set of oral and/or written tests used in initial, formative or additive assessment of the student.
- M14 Student study: Group Individual preparation of readings, essays, problem solving, seminars, papers, reports, etc. to be presented or submitted in theoretical lectures, practical and/or small-group tutoring sessions.
- M16 Group preparation of readings, essays, problem solving, seminars, papers, reports, etc. to be presented or submitted in theoretical lectures, practical and/or small-group tutoring sessions.
- M17 Teacher presentation of contents, analysis of competences, explanation and in-class display of skills, abilities and knowledge.
- M19 Groupwork sessions in the chat under supervision of the lecturer. Analysis of economic and business case studies, both real and fictitious, in order to build knowledge through the student's interaction and activity. Critical analysis of values and social commitment.
- M21 Monographic sessions through the semester, which will be aimed at current aspects and applications of the subject.
- M23 Set of written or oral tests used for the initial, formative or cumulative assessment of the student.
- M25 Student study: Individual preparation of readings, essays, problem solving, seminars, papers, reports, etc., for their discussion or submission in electronic format.
- M27 Individual support for the monitoring and orientation of the learning process. It will be carried out by a lecturer and will pursue the revision and discussion of the materials, topics, readings, tasks, etc.
- M29 Group preparation of readings, essays, problem solving, seminars, papers, reports, etc., for their discussion or submission.
- M31 Participation in discussion forums related to the subject under the supervision of the lecturer.



IN-CLASS LEARNING

IN-CLASS LEARNING ACTIVITIES

	LEARNING OUTCOMES	HOURS	ECTS
On-campus Class M3	R1, R2, R3, R4	22,50	0,90
Practical Class M5	R5, R6	15,00	0,60
Seminar M7	R3, R4, R6	4,50	0,18
Group Presentation of Papers M16	R4	6,00	0,24
Office Assistance M11	R1, R2, R3, R4	6,00	0,24
Assessment M13	R1, R2, R3, R4, R5	6,00	0,24
TOTAL		60,00	2,40

LEARNING ACTIVITIES OF AUTONOMOUS WORK

	LEARNING OUTCOMES	HOURS	ECTS
Group Work M16	R1, R2, R3, R5, R6	30,00	1,20
Independent Work M14	R1, R2, R4	60,00	2,40
TOTAL		90,00	3,60



ON-LINE LEARNING

SYNCHRONOUS LEARNING ACTIVITIES

	LEARNING OUTCOMES	HOURS	ECTS
Synchronous Virtual Session M17	R1, R2, R4, R5, R6	4,00	0,16
Synchronous Virtual Practical Session M19	R3, R4	4,00	0,16
Seminar and Synchronous Virtual Videoconference M21	R3, R4	4,00	0,16
On-site or Synchronous Virtual Assessment M23	R1, R2, R3, R5, R6	3,00	0,12
TOTAL		15,00	0,60

ASYNCHRONOUS LEARNING ACTIVITIES

	LEARNING OUTCOMES	HOURS	ECTS
Individual Work M25	R1, R2, R4	60,00	2,40
Tutorial Support Sessions M27	R1, R2, R3, R4	5,00	0,20
Group Work M29	R1, R2, R3, R5, R6	10,00	0,40
Discussion Forum M31	R3, R4	10,00	0,40
Continuous Assessment Tasks M1	R1, R2, R3, R5, R6	50,00	2,00
TOTAL		135,00	5,40



Description of the contents

Description of the necessary contents to acquire the learning outcomes.

Theoretical contents:

Content block	Contents
PART ONE: COMMERCIAL LAW INSTITUTIONS	LESSON 1. CONCEPT AND SOURCES OF COMMERCIAL LAW.1.1. Approach. Concept and system of Spanish Commercial Law.1.2. Sources of Commercial Law.A) Commercial law.B) The uses of commerce.1.3. JurisprudenceLESSON 2. COMPANY, BUSINESSMAN AND ITS LEGAL STATUTE.2.1. The concept of company, merchant and individual entrepreneur. Characterizing notes.2.2. General statute of the employer: content.2.3. Exercise of trade by married person.2.4. Responsibility of the employer. Company crisis. Competition.LESSON 3. INDUSTRIAL PROPERTY.3.1. Distinctive signs. Concept and classes.3.2. The marks.3.3. Tradename.3.4. Industrial inventions.A) Concept, function and modalities.B) Patents. Concept, classes and regime.LESSON 4. SECURITIES AND PAYMENT MECHANISMS.4.1. General theory of securities.4.2. The bill of exchange, the check and the promissory note.



SECOND PART: CORPORATE LAW. THE SOCIAL ENTREPRENEUR. THE COMPANIES

LESSON 5. GENERAL THEORY OF SOCIETIES.
PERSONALIST SOCIETIES.5.1.- The civil society and
community property contract.5.2.- Legal concept of a
commercial company.5.3.- The collective society.5.4.- The
simple limited partnership and by shares.5.5.- The
Mercantile Registry.LESSON 6. ACCOUNTING
OBLIGATIONS.6.1.- General Concepts.6.2.- The annual
accounts.6.3.- Approval, Deposit and advertising.6.4.- The
accounts auditor.LESSON 7. LIMITED LIABILITY
SOCIETIES.7.1.- General Provisions and constitution.7.2.-
Social contributions.7.3.- Regime of the social
participations.7.4.- Corporate bodies.7.5.- Modification of
the statutes, increase and reduction of capital.7.6.-
Transformation, merger and division.7.7.- Separation and
exclusion of partners.7.8.- Dissolution and Liquidation.7.9.-
One-person Companies.LESSON 8. THE SOCIEDAD
ANÓNIMA.8.1.- General Provisions and constitution.8.2.-
The contributions.8.3.- The shares.8.4.- Bodies of the
corporation.8.5.- Modification of the statutes, increase and
reduction of capital.8.6.- Transformation, merger and
division.8.7.- Dissolution and Liquidation.

THIRD PART: COMMERCIAL CONTRACTING. COMMERCIAL CONTRACTS.

LESSON 9. GENERAL THEORY OF OBLIGATIONS AND
CONTRACTSMERCANTILES.9.1. Introduction. Special
regime of commercial obligations.9.2. Commercial
contracts. Characterization and classification
criteria.Specialties.9.3. Current problems of commercial
contracting. Procurement through general conditions.
Commercial contracting and consumer protection.LESSON
10. CONTRACT OF SALE.10.1. Concept and
requirements.10.2. Content. Obligations of the parties.
Transmission of risk.10.3. Modalities Special
sales.LESSON 11. COMMERCIAL CONTRACTING.11.1.
Commission contract.11.2. Agency agreement.11.3.
Franchise agreement.11.4. The leasing and renting
contract.LESSON 12. BANKING CONTRACTS12.1. Current
account and deposit.12.2. Loan and credit opening.12.3.
Bank discount.



Temporary organization of learning:

Block of content	Number of sessions	Hours
PART ONE: COMMERCIAL LAW INSTITUTIONS	10,00	20,00
SECOND PART: CORPORATE LAW. THE SOCIAL ENTREPRENEUR. THE COMPANIES	10,00	20,00
THIRD PART: COMMERCIAL CONTRACTING. COMMERCIAL CONTRACTS.	10,00	20,00

References

Preferred manual: BROSETA PONT, M., Manual de Derecho Mercantil. Vol I. Ed. Técnos. Madrid (27ª edición), 2020. Support manuals: MENÉNDEZ, A., Lecciones de Derecho Mercantil. Ed. Thomson Reuters (8ª edición). SANCHEZ CALERO, F., Instituciones de Derecho Mercantil. Vol. I. Thomson Reuters Aranzadi. Madrid (36ª edición). VARIOS AUTORES. Memento Práctico Sociedades Mercantiles Limitadas. Ed. Francis Lefebvre, Madrid (última edición). VARIOS AUTORES (Coord. Fajardo-García, I.). APUNTES DE DERECHO MERCANTIL (Adaptado a los estudios de ADE, Economía y Finanzas y Contabilidad. Serie Derecho. Low Cost Books. 2016. Normative texts: LEY DE SOCIEDADES DE CAPITAL. Código de Leyes Mercantiles Jurisprudencia Sistematizada, Tirant lo Blanch. 2ª Edición 2018. Código de comercio y legislación mercantil. Tecnos. Edición actualizada Septiembre 2021 Legislative and jurisprudence databases: La Ley.
<http://www.laley.es/content/BasesDeDatos.aspx> El Derecho.
<http://www.elderecho.com/Westlaw-Aranzadi>.
http://www.westlaw.es/index_spa.html?brand=nwles



Addendum to the Course Guide of the Subject

Due to the exceptional situation caused by the health crisis of the COVID-19 and taking into account the security measures related to the development of the educational activity in the Higher Education Institution teaching area, the following changes have been made in the guide of the subject to ensure that Students achieve their learning outcomes of the Subject.

Situation 1: Teaching without limited capacity (when the number of enrolled students is lower than the allowed capacity in classroom, according to the security measures taken).

In this case, no changes are made in the guide of the subject.

Situation 2: Teaching with limited capacity (when the number of enrolled students is higher than the allowed capacity in classroom, according to the security measures taken).

In this case, the following changes are made:

1. Educational Activities of Onsite Work:

All the foreseen activities to be developed in the classroom as indicated in this field of the guide of the subject will be made through a simultaneous teaching method combining onsite teaching in the classroom and synchronous online teaching. Students will be able to attend classes onsite or to attend them online through the telematic tools provided by the university (videoconferences). In any case, students who attend classes onsite and who attend them by videoconference will rotate periodically.

In the particular case of this subject, these videoconferences will be made through:

☒ Microsoft Teams

☐ Kaltura



Situation 3: Confinement due to a new State of Alarm.

In this case, the following changes are made:

1. Educational Activities of Onsite Work:

All the foreseen activities to be developed in the classroom as indicated in this field of the guide of the subject, as well as the group and personalized tutoring, will be done with the telematic tools provided by the University, through:

☒ Microsoft Teams

☐ Kaltura

Explanation about the practical sessions:



2. System for Assessing the Acquisition of the competences and Assessment System

ONSITE WORK

Regarding the Assessment Tools:

☒ The Assessment Tools will not be modified. If onsite assessment is not possible, it will be done online through the UCVnet Campus.

☐ The following changes will be made to adapt the subject's assessment to the online teaching.

Course guide		Adaptation	
Assessment tool	Allocated percentage	Description of the suggested changes	Platform to be used

The other Assessment Tools will not be modified with regards to what is indicated in the Course Guide.

Comments to the Assessment System:



ONLINE WORK

Regarding the Assessment Tools:

☒ The Assessment Tools will not be modified. If onsite assessment is not possible, it will be done online through the UCVnet Campus.

☐ The following changes will be made to adapt the subject's assessment to the online teaching.

Course guide		Adaptation	
Assessment tool	Allocated percentage	Description of the suggested changes	Platform to be used

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Comments to the Assessment System: