



## Information about the subject

**Degree:** Bachelor of Science Degree in Criminology

**Faculty:** Faculty of Legal, Economic and Social Sciences

**Code:** 1300303 **Name:** Commercial Law

**Credits:** 6,00 **ECTS Year:** 3 **Semester:** 1

**Module:** Law

**Subject Matter:** Private law **Type:** Compulsory

**Field of knowledge:** Social and Legal Sciences

**Department:** -

**Type of learning:** Classroom-based learning

**Languages in which it is taught:** Spanish

**Lecturer/-s:**

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## Module organization

### Law

Subject Matter	ECTS	Subject	ECTS	Year/semester
Public Law	42,00	Constitutional Law	6,00	1/1
		Criminal Law I	6,00	2/1
		Criminal Law II	6,00	2/2
		Criminal Proceedings	6,00	3/1
		Labour Law	6,00	3/1
		Legal Sociology	6,00	1/1
		Penology and Prison Law	6,00	3/2
Private law	12,00	Civil Law	6,00	1/2
		Commercial Law	6,00	3/1

## Recommended knowledge

It has not been established recommended knowledge, although it is recommended to have passed the Civil Law course.



## 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      Approaching the content and sources of commercial law.
- R2      Knowledge of the trader's legal status.
- R3      Identification of the types of commercial representation and their legal regime.
- R4      Understanding the general principles and operation of the Company Register.
- R5      The acquisition of fundamental knowledge of commercial accounting.
- R6      Knowledge of the concept and legal regime of the commercial establishment.
- R7      Approaching the competition law and intangible property law.
- R8      Acquiring the necessary skills for the exercise of legal disciplines: ability to analyze and solve legal problems, interpretation and reasoning of legal texts.
- R9      Training in the use of the main legal tools. Acquiring skills for the analysis and resolution of case studies.



## 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	Showing a command and understanding of knowledge in an area of study that is based on the general secondary education and that is usually at a level that implies the support on advanced textbooks but also the inclusion of knowledge from the cutting edge of their field of study.				X
CB2	Being able to apply their knowledge to their jobs or vocational activities professionally and holding the competences that are demonstrated through the elaboration and defence of arguments as well as the solution of problems within their area of study.				X
CB3	The ability to gather and interpret relevant data (normally within their area of study) so as to make judgements that include a reflection on relevant social, scientific or ethical issues.			X	
CB4	Being able to convey information, ideas, problems and solutions to a specialised or non-specialised public.				X
CB5	Having developed the learning abilities necessary to pursue postgraduate studies with a high degree of autonomy.				X
GENERAL		Weighting			
		1	2	3	4
CG1	Understanding and integrating the different theories and scientific knowledge developed by Social, Legal and Behavioural Sciences through a critical lens in order to understand the sociocultural and personal context of all the elements that integrate the crime sphere.			X	
CG2	Being able to assess the complexity and diversity of the criminal phenomenon in a global context.		X		



CG3 The capacity to apply the knowledge, skills and abilities acquired from an ethical and intellectually upright perspective with the aim of achieving a society whose fundamental pillars are Freedom, Justice, Pluralism and Equality.

X

SPECIFIC	Weighting			
	1	2	3	4
CE1 Understanding the importance of the Law as a system that regulates social relationships and adopting Ethics and intellectual integrity as essential values of the professional practice with the acquisition of ethical values and principles.				X
CE2 Knowing the social basis of norms, fundamental values of Law, their origin, organization, functioning, and application in the recognition of fundamental rights, public liberties and others enshrined in our legal system.				X
CE6 The capacity to understand the scope of both public and private law as an integrating element and guarantor of fundamental rights in its field of action, adopting a critical vision in the analysis of this system.				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	20,00%	Analysis and resolution of case studies.
R1, R2, R3, R4, R5	20,00%	Attendance and participation in class.
R1, R2, R3, R4, R5, R6, R7, R8, R9	60,00%	Exam or objective test to measure obtained competences.

### Observations

It will be necessary to obtain a 4 in the exam so that the percentages obtained from the marks of the practical part can be applied, as well as the mark obtained by attendance and participation in class and, thus, obtain the final mark of the subject. which obviously must be equal to or greater than 5

### Online teaching

Assessed learning outcomes	Granted percentage	Assessment method
R1, R2, R3, R4, R5, R6, R7, R8	60,00%	Final test and/or final work
R8, R9	20,00%	Participation in programmed activities
R1, R2, R3, R4	20,00%	Presentation of works and projects

### Observations

#### 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 Presentation of contents by the teacher, analysis of competencies, explanation and demonstration of abilities, skills and knowledge in the classroom.
- M2 Specific instructions about group and individual assignments for each topic.
- M3 Group work sessions supervised by the teacher. Study of legal cases, both real and fictitious, analysis, diagnosis, problems, field study, computer room, visits, data search, libraries, network, Internet, etc. Significant construction of knowledge through student interaction and activity. Critical analysis on values and social commitment.
- M4 Application of interdisciplinary knowledge.
- M5 Supervised monographic sessions with shared participation
- M6 Personalized attention and in small groups. Period of instruction and/or orientation carried out by a tutor with the objective of reviewing and discussing the materials and topics presented in the classes, seminars, readings, completion of assignments, etc.
- M7 Set of oral and/or written tests used in the initial, formative or summative evaluation of the student.
- M8 Group preparation of readings, assumptions and problem -olving to present, discuss or deliver in class or tutorial.
- M9 Student's study: Individual reading preparation, case studies, jurisprudence. Writings and papers to be presented or delivered in the classes or tutorials.
- M17 Expository Method /Master Class
- M18 Exercise and problem solving
- M19 Case method
- M20 Course works and tasks



- M21 Project-oriented learning
- M22 Guided Practice through debates, resolution of problems and exercises in the virtual classroom.





## IN-CLASS LEARNING

### IN-CLASS LEARNING ACTIVITIES

	LEARNING OUTCOMES	HOURS	ECTS
In-person class M1, M3	R1, R2, R3, R4, R5, R6, R7, R8	20,00	0,80
Practical class M3, M6	R1, R2, R3, R4, R5, R6, R7, R8	25,00	1,00
Seminar M5	R1	2,50	0,10
Group work presentation M2, M4	R8, R9	5,00	0,20
Tutorial M6	R1	5,00	0,20
Evaluation M7	R1, R2, R3, R4, R5, R6, R7, R8, R9	2,50	0,10
<b>TOTAL</b>		<b>60,00</b>	<b>2,40</b>

### LEARNING ACTIVITIES OF AUTONOMOUS WORK

	LEARNING OUTCOMES	HOURS	ECTS
Group work M8	R1, R2, R3, R4, R5, R6, R7, R8	30,00	1,20
Individual work M9	R1, R2, R3, R4, R5, R6, R7, R8	60,00	2,40
<b>TOTAL</b>		<b>90,00</b>	<b>3,60</b>



## ON-LINE LEARNING

### SYNCHRONOUS LEARNING ACTIVITIES

	LEARNING OUTCOMES	HOURS	ECTS
Master Class M17	R1, R2, R3, R4, R5, R6, R7, R8	15,00	0,60
Practical activity M18	R1, R2, R3, R4, R5, R6, R7, R8	25,00	1,00
Tutorial M22	R1	10,00	0,40
<b>TOTAL</b>		<b>50,00</b>	<b>2,00</b>

### ASYNCHRONOUS LEARNING ACTIVITIES

	LEARNING OUTCOMES	HOURS	ECTS
Individual or group work of students M18, M20, M21	R1, R2, R3, R4, R5, R6, R7, R8	90,00	3,60
Activities through virtual resources M22	R8, R9	2,50	0,10
Access and research on complementary contents M19	R9	5,00	0,20
Individual study M17	R1, R2, R3, R4, R5, R6, R7, R8	2,50	0,10
<b>TOTAL</b>		<b>100,00</b>	<b>4,00</b>



## Description of the contents

Description of the necessary contents to acquire the learning outcomes.

### Theoretical contents:

Content block	Contents
UNIT 1. SOURCES OF COMMERCIAL LAW. THE MERCANTILE ENTREPRENEUR AND THE COMPANY.	1.1. Historical formation of Commercial Law. 1.2. Concept of Spanish Commercial Law 1.3. Concept and kinds of sources. Hierarchy of sources. 1.3.1. Commercial law. 1.3.2. The uses of commerce. 1.3.3. Indirect sources: General Conditions of Contracting and Commercial Jurisprudence. 1.4. Concept and classes of commercial businessman. The employer's responsibility. The E.R.L. 1.5. Special reference to the commercial entrepreneur, natural person. Exercise of trade by married person. 1.6. The legal status of the commercial entrepreneur. 1.6.1. Acquisition and loss of entrepreneur status. 1.6.2. Ability to be an entrepreneur, prohibitions and incompatibilities to exercise trade. 1.7. The economic notion of business. Classification. The company as an object of legal business.
UNIT 2. THE COMMERCIAL REPRESENTATION. THE COMMERCIAL REGISTRY	2.1. Commercial representation. Concept and types of representation 2.2. The power of representation. 2.3. Representation exercised by the dependent representatives of the merchant. 2.4. Independent representatives: The figure of the agent. 2.5. The Commercial Registry and commercial legal advertising. 2.6. Subjects and objects subject to registration. 2.7. Organization and functions of the Mercantile Registry. 2.8. Basic principles of registry advertising.



## UNIT 3. THE SOCIAL ENTREPRENEUR. THE CAPITAL COMPANIES.

3.1. General provisions and constitution. 3.2. Social contributions. 3.3. Regime of the social participations. 3.4. Corporate bodies: 3.4.1. General Meeting. Competition and types of meetings. 3.4.2. Administration organ. Competences and ways of organizing the administration. Duties and responsibilities of administrators. 3.5. Modification of the statutes, increase and reduction of capital. 3.6. Transformation, merger and division. 3.7. Partner separation and exclusion. 3.8. Dissolution and liquidation.

## UNIT 4. ACCOUNTING OBLIGATIONS

4.1. The obligation of keeping the accounting. 4.2. The accounting books. Protected interests. 4.3. The annual accounts. Structure, formulation, approval and deposit. 4.4. The auditor of accounts.

## UNIT 5. COMPETITION LAW

5.1. Concept of competition and prohibited conduct in Law 3/1991 on Unfair Competition. Illicit advertising. 5.2. The defense of competition. 5.2.1. Restrictive agreements and concerted practices contrary to free competition. 5.2.2. Abuse of dominance position. 5.2.3. The concentrations of companies. 5.2.4. Competent bodies, procedures and sanctioning regime.

## UNIT 6. INDUSTRIAL PROPERTY RIGHTS

6.1. General considerations on the protection of industrial property and distinctive signs. 6.2. Invention patents. 6.2.1. Regulatory framework. The Spanish patent system 6.2.2. Concept and classes. Patentability requirements. The content of the patent right. 6.2.3. Special reference to labor inventions 6.3. The brand. 6.3.1. Concept, requirements and classes 6.3.2. The content and protection of trademark law. 6.3.3. Absolute and relative prohibitions. 6.3.4. Assignment and license. 6.3.5. Extinction of the trademark right. 6.4. The trade name.

## UNIT 7.. PAYMENT INSTRUMENTS. MONEY AND SECURITIES

7.1. General theory of securities. Economic function. 7.2. The bill of exchange, the check and the promissory note. 7.2.1. Formal obligations 7.2.2. Exchange obligations



## UNIT 8. COMMERCIAL CONTRACTING

8.1. Commercial contracts. Characterization and classification criteria. Commercial contracting and consumer protection. 8.2. The commercial sale. Obligations of the parties. Transmission of risk. 8.3. Commercial contracting. Commission, agency, distribution. The leasing contract and the franchise agreement. 8.4. Bank contracting. Asset and liability operations. The bank discount contract.

## UNIT 9. EQUITY INSOLVENCY. CREDITORS CONTEST.

9.1. Company crisis. Competition. 9.2. Objective and subjective budgets. Bankruptcy administration. 9.3. Outline of the process. Termination of the contest: agreement and liquidation.



## Temporary organization of learning:

Block of content	Number of sessions	Hours
UNIT 1. SOURCES OF COMMERCIAL LAW. THE MERCANTILE ENTREPRENEUR AND THE COMPANY.	2,50	5,00
UNIT 2. THE COMMERCIAL REPRESENTATION. THE COMMERCIAL REGISTRY	2,00	4,00
UNIT 3. THE SOCIAL ENTREPRENEUR. THE CAPITAL COMPANIES.	6,00	12,00
UNIT 4. ACCOUNTING OBLIGATIONS	3,50	7,00
UNIT 5. COMPETITION LAW	2,50	5,00
UNIT 6. INDUSTRIAL PROPERTY RIGHTS	2,50	5,00
UNIT 7.. PAYMENT INSTRUMENTS. MONEY AND SECURITIES	3,00	6,00
UNIT 8. COMMERCIAL CONTRACTING	5,00	10,00
UNIT 9. EQUITY INSOLVENCY. CREDITORS CONTEST.	3,00	6,00

## References

BROSETA PONT, M.; MARTÍNEZ SANZ, F. Manual de Derecho Mercantil, Vol I. Ed. Técnos. Madrid (25ª edición) 2018.

VICENT CHULIA, F. Introducción al Derecho Mercantil, Tirant lo Blanch. Vigésimo tercera edición. 2012.

URÍA, R., MENENDEZ MENENDEZ, A. y otros. Lecciones de Derecho Mercantil, Civitas, Undécima edición. 2013.

Código de Leyes Mercantiles Jurisprudencia Sistematizada, Tirant lo Blanch. 2ª Edición 2018. ? Legislación Mercantil Básica, Tirant lo Blanch. 17ª Edición 2018.



## 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:



And how will online participation be valued? In many different ways, such as the following:

- 1) Taking into account the interventions of the students in the online classes themselves, with the corresponding records or notes.
- 2) Considering virtual tutorials through the UCVnet virtual Campus or online sessions through Teams developed as a group or individual tutorial.
- 3) Taking into account the interventions in the forum created on the UCVnet platform to raise and answer questions on the agenda.
- 4) Considering the emails or messages received raising questions about the subject's agenda.



## ONLINE WORK

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

Course guide		Adaptation	
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