



Information about the subject

Degree: Bachelor of Arts Degree in Law

Faculty: Faculty of Legal, Economic and Social Sciences

Code: 310205 **Name:** Commercial Law III

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

Module: Commercial Law

Subject Matter: Commercial 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:

312	<u>Pablo Manuel Hernandez Hernandez</u> (Responsible Lecturer)	pm.hernandez@ucv.es
312B	<u>Elizabeth Torrecillas Power</u> (Responsible Lecturer)	elizabeth.torrecilla@ucv.es
	<u>Francisco De Paula Martinez Boluda</u>	fdp.martinez@ucv.es



Module organization

Commercial Law

Subject Matter	ECTS	Subject	ECTS	Year/semester
Commercial Law	24,00	Commercial Law I	6,00	1/2
		Commercial Law II	6,00	2/1
		Commercial Law III	6,00	2/2
		Commercial Law IV	6,00	3/1

Recommended knowledge

In order to study Commercial Law III, it is recommended to study first Civil Law I and Commercial Law I and II.

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 Knowledge of the fundamentals of consumer contracts.
- R2 Knowledge of the principles of general conditions of contracting.
- R3 Personal skills: teamwork, organizational skills, search and critical treatment of information.
- R4 Knowledge of the fundamentals of the system of obligations and commercial contracts.



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):

GENERAL		Weighting			
		1	2	3	4
CG1	Knowledge of the Science being studied, in this case of the science of Law, fundamentally of the most practical branches, with their international and economic implications and their specialized language.				X
CG2	Analysis and synthesis capacity				X
CG3	Capacity for organization and planning			X	
CG4	Problem-solving capacity.			X	
CG5	Computer skills related to the field of knowledge.		X		
CG6	To be able to effectively obtain information from books and specialized journals, and from other sources.			X	
CG7	Critical reasoning when analysing information.			X	
CG8	Ethical commitment to information management.			X	
CG11	Professional relationships: be able to establish and maintain relationships with other relevant professionals and institutions.		X		
CG13	Information management capacity.			X	
CG15	Ability to work in interdisciplinary teams.		X		
SPECIFIC		Weighting			
		1	2	3	4



CE3	Ability to use constitutional principles and values as a working tool in the interpretation of the legal system.			X
CE7	Ability to incorporate and manage legal entities and manage their rights and obligations and give legal form to their acts of will.			X
CE10	Ability to negotiate accounting instruments,		X	
CE16	Acquisition of a critical conscience in the analysis of the legal system and acquisition of values and ethical principles.	X		
CE18	To learn how to use the existing legal bibliographic information.	X		
CE19	Ability to handle the different legal sources (legal, jurisprudential and doctrinal).			X
CE20	Mastery of computer techniques in obtaining legal information and communication of legal data (Internet, databases of legislation, jurisprudence, bibliography).		X	
CE21	Ability to read and interpret legal texts.			X
CE22	Ability to make legal arguments.			X
CE26	Assumption of the necessary interdisciplinary vision of legal problems.		X	
CE27	Capacity for negotiation and conciliation.			X
CE28	Ability to give legal form to bilateral and multilateral relations of individuals.		X	
CE29	Ability to legally articulate projects, agreements, or disagreements.		X	



Assessment system for the acquisition of competencies and grading system

Assessed learning outcomes	Granted percentage	Assessment method
R1, R2, R3	40,00%	Practical tests
R1, R2, R3	40,00%	Written theoretical tests
R1, R2, R3	20,00%	Attendance and active participation in seminars, tutored interviews and practical activities

Observations

The theoretical tests may be written or, at the student's request, oral.

The evaluation percentages established in this section will only be applicable (both in the first and second call) in the event that the final grade of the theoretical test, referred to in point 2 is equal to or greater than 5 points (máximum possible grade is 10 points). Otherwise, the final grade will be the one obtained exclusively in point 2.

Attendance and active participation: estos porcentajes ponderan cada uno un 10% de la nota final.-The evaluation of attendance will be carried out through teacher follow-up records. Only those that are documentary enough supported in the teacher's opinion will be considered as justified absences. The supporting documentation will of the justification of absence must be delivered to the teacher within 10 days from the absence-The evaluation of active participation will be made by analyzing the participation of the student by the teacher. Likewise, the evaluation of the works presented will be carried out by means of electronic records and will take into account the structure of the work, the quality of the documentation, the originality, the spelling and the presentation
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.ATTENDANCE AT CLASS OF NURSING MOTHERS:Nursing mothers who are unable to attend classroom activities regularly will establish, together with the teacher, an alternative work plan that allows the acquisition of the same learning results and skills as the rest of their peers.



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 Group work sessions supervised by the teacher. Study of legal cases, both true and fictitious. Significant construction of knowledge through student interaction and activity. Critical analysis of values and social commitment.
- M8 Exposition of contents by the teacher, analysis of competences, explanation and demonstration of capacities, skills and knowledge in the classroom.
- M9 Supervised monographic sessions with shared participation.
- M11 Personalised attention and in small groups. Period of instruction and/or orientation carried out by a tutor with the aim of reviewing and discussing the materials and topics presented in the classes, seminars, readings, completion of assignments, etc.
- M12 Set of written and/or oral tests used in the initial, formative or summative evaluation of the student.
- M13 Group preparation of readings, essays, resolution of problems, seminars, papers, dossiers, etc., to be presented or delivered in theory classes, practical classes, and/or small group tutorials.
- M14 Student's study: individual preparation of readings, essays, problem-solving, seminars, works, reports, etc. to present or deliver in the theoretical classes, practical classes and/or small group tutorials.



IN-CLASS LEARNING ACTIVITIES

	LEARNING OUTCOMES	HOURS	ECTS
Practical cases. M1	R1, R2, R3	25,00	1,00
Theoretical classes. M8	R1, R2	23,00	0,92
Tutorial. M11	R1, R2, R3	6,00	0,24
Assessment M12	R1, R2, R3	6,00	0,24
TOTAL		60,00	2,40

LEARNING ACTIVITIES OF AUTONOMOUS WORK

	LEARNING OUTCOMES	HOURS	ECTS
Group work. M13	R1, R2, R3	45,00	1,80
Individual work. M14	R1, R2, R3	45,00	1,80
TOTAL		90,00	3,60



Description of the contents

Description of the necessary contents to acquire the learning outcomes.

Theoretical contents:

Content block	Contents
SUBJECT 1. COMMERCIAL CONTRACTS	<ul style="list-style-type: none">I. Specialties in the general regime of commercial obligationsII. General rules of commercial contracts<ul style="list-style-type: none">1.- Civil contracts and commercial contracts2.- Conclusion of commercial contracts3.- The proof and the interpretation of commercial contracts4.- E-contracting.5.- Types of commercial contracts.III. General contractual conditions<ul style="list-style-type: none">1.- Concept and regulation2.- Incorporating control and content control3.- Collective action4- Register of general contractual conditionsIV. Contracting with consumer. General aspects<ul style="list-style-type: none">1.- Definition of consumer2.- Main rights3.- Abusive clauses4.- Distance and off-premises contracts5.- Post-sale guarantee
SUBJECT 2. COMMERCIAL SALE AND PURCHASE	<ul style="list-style-type: none">I. General aspects of commercial sale and purchase<ul style="list-style-type: none">1.- Concept and delimiters criterion2.- Contract preliminary steps:<ul style="list-style-type: none">i. Letter of intent/MOUii. Due Diligenceiii. Content of the contractsiv. Transfer of ownership and transfer of riskII. Special sale and purchase<ul style="list-style-type: none">1.- Special sale and purchase in the Commercial Code2.- The supply contract3.- Hire-purchase of goods4.- Sales of movable, durable consumer goods5.- Distance sale and purchase6.- Automatic sale and purchase7.- E-contracting, smart contracts, blockchain and cryptocurrencies.III.- International sale and purchaseIV.- Contracts related to sale and purchase contracts<ul style="list-style-type: none">1.- Swap contract2.- Transfer of rights3.- Contract from estimates



SUBJECT 3. CONTRACTS FOR NON-BUSINESS MANAGEMENT

- I. The commission contract1.- Concept. Similarities and differences with other figures2.- Commission and representation3.- Principal obligations4.- Commission agent obligations5.- Termination of contract
- II. The mediation or brokerage contract
- III. The agency contract1.- Legal regulation2.- Concept and features3.- Content of contract4.- Termination of contract5.- Contract settlement

SUBJECT 4. COMMERCIAL DISTRIBUTION CONTRACTS, ADVERTISING AND DEPOSIT CONTRACTS

- I. The distribution contract1.- Concept and common features2.- Modalities and content of contract. Exclusive pact3.- Termination of contract and compensation regime4.- Enforcement of competition law
- II. The franchise contract1.- Concept and features2.- Content3.- Termination of contract
- III. The advertising contracts1.- General issues2.- Advertising contract3.- Advertising distribution contract4.- Advertising creation contract5.- Sponsorship contract
- IV. The commercial deposit contract1.- Concept and types2.- Content of contract3.- Deposit in general storage

SUBJECT 5. LAND AND AIR TRANSPORT CONTRACTS

- I. The transport contract1.- Concept and features2.- Types of transport and the applicable legal regime
- II. The contract for land transport of goods by road1.- Internal transporti. Personal elements ii. Formal elementsiii. Subject-matter of the contract
- 2.- The international transport of goods by roadIII. The rail transport contract of goods
- IV. The land transport contract of passengers
- V. Air carriage contract

SUBJECT 6. SECURITIES GENERAL THEORY

- I. Concept and regulation
- II. Relevant notes and securities structure
- III. Type of securities
- IV. Securities trading and dematerialisation

SUBJECT 7. BILL OF EXCHANGE, CHECK AND PROMISSORY NOTE

- I. Bill of exchange.
- II. Check
- III. Promissory note.



Temporary organization of learning:

Block of content	Number of sessions	Hours
SUBJECT 1. COMMERCIAL CONTRACTS	6,00	12,00
SUBJECT 2. COMMERCIAL SALE AND PURCHASE	6,00	12,00
SUBJECT 3. CONTRACTS FOR NON-BUSINESS MANAGEMENT	4,00	8,00
SUBJECT 4. COMMERCIAL DISTRIBUTION CONTRACTS, ADVERTISING AND DEPOSIT CONTRACTS	4,00	8,00
SUBJECT 5. LAND AND AIR TRANSPORT CONTRACTS	4,00	8,00
SUBJECT 6. SECURITIES GENERAL THEORY	2,00	4,00
SUBJECT 7. BILL OF EXCHANGE, CHECK AND PROMISSORY NOTE	4,00	8,00

References

BROSETA PONT, M., Manual of Commercial Law, vol. II. Tecnos, 28th edition (2021).
ROJO., A. MENÉNDEZ y otros. Lessons of COmmercial Law. Civitas, 19th edition (2021)
SÁNCHEZ CALERO, F. and SÁNCHEZ-CALERO GUILARTE, J., Commercial Law Institutions. T. II., Aranzadi, 37th edition (2015).
VICENT CHULIÁ, F. Introduction to Commercial Law, volume II, Tirant Lo Blanch, 24th edition (2022)



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: