



## Teaching Guide

| Teaching Guide      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |        |                                                                           |           |
|---------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|---------------------------------------------------------------------------|-----------|
| Identifying Data    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |        |                                                                           | 2020/21   |
| Subject (*)         | Business Law                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |        | Code                                                                      | 611G02007 |
| Study programme     | Grao en Administración e Dirección de Empresas                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |        |                                                                           |           |
| Descriptors         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |        |                                                                           |           |
| Cycle               | Period                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Year   | Type                                                                      | Credits   |
| Graduate            | 2nd four-month period                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | First  | Basic training                                                            | 6         |
| Language            | Galician                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |        |                                                                           |           |
| Teaching method     | Face-to-face                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |        |                                                                           |           |
| Prerequisites       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |        |                                                                           |           |
| Department          | Dereito Privado                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |        |                                                                           |           |
| Coordinador         | Lois Bastida, María Pilar Fátima                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | E-mail | m.lois@udc.es                                                             |           |
| Lecturers           | Fernández-Montells Fernández, Julian<br>Lois Bastida, María Pilar Fátima<br>Rodríguez-Losada Pérez-Montero, Juan                                                                                                                                                                                                                                                                                                                                                                                                                                           | E-mail | j.fernandez-montells@udc.es<br>m.lois@udc.es<br>j.rodriguez-losada@udc.es |           |
| Web                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |        |                                                                           |           |
| General description | O estudo desta materia permitirá o alumno coñecer as institucións básicas que xiran en torno ao empresario e o seu estatuto xurídico así como os instrumentos xurídicos a través dos que se leva a cabo o exercicio da actividades empresarial e as normas que regulan e protexen dita actividade; en particular, a materia abarca o estudo das sociedades mercantis, os contratos e os títulos cambiarios, a protección da competencia e da propiedade industrial así como os mecanismos destinados a resolver as situacións de insolvencia das empresas. |        |                                                                           |           |
| Contingency plan    | 1. Modifications to the contents<br><br>2. Methodologies<br>*Teaching methodologies that are maintained<br><br>*Teaching methodologies that are modified<br><br>3. Mechanisms for personalized attention to students<br><br>4. Modifications in the evaluation<br><br>*Evaluation observations:<br><br>5. Modifications to the bibliography or webgraphy                                                                                                                                                                                                   |        |                                                                           |           |

## Study programme competences

| Code | Study programme competences                                                                                                                           |
|------|-------------------------------------------------------------------------------------------------------------------------------------------------------|
| A1   | Manage an enterprise or small organization, understanding their competitive and institutional position and identifying their strengths and weaknesses |
| A2   | Integrate in any functional area of micro-firms or SMEs and perform fluently any management task commissioned                                         |
| A3   | Evaluate and foreseeing, from relevant data, the development of a company.                                                                            |
| A4   | Elaborate advisory reports on specific situations of companies and markets                                                                            |
| A5   | Write projects about specific functional areas (e.g. management, marketing, financial) of the company                                                 |
| A6   | Identify the relevant sources of economic information and to interpret the content.                                                                   |
| A7   | Understand economic institutions as a result and application of theoretical or formal representations which explain the evolution of the economy.     |
| A8   | Derive, based on from basic information, relevant data unrecognizable by non-professionals.                                                           |
| A9   | Use frequently the information and communication technology (ICT) throughout their professional activity.                                             |



|     |                                                                                                                                                                                                                                                                                       |
|-----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| A10 | Read and communicate in a professional environment at a basic level in more than one language, particularly in English                                                                                                                                                                |
| A11 | To analyze the problems of the firm based on management technical tools and professional criteria                                                                                                                                                                                     |
| A12 | Communicate fluently in their environment and work by teams                                                                                                                                                                                                                           |
| B1  | CB1-The students must demonstrate knowledge and understanding in a field of study that part of the basis of general secondary education, although it is supported by advanced textbooks, and also includes some aspects that imply knowledge of the forefront of their field of study |
| B2  | CB2 - The students can apply their knowledge to their work or vocation in a professional way and have competences typically demonstrated by means of the elaboration and defense of arguments and solving problems within their area of work                                          |
| B3  | CB3- The students have the ability to gather and interpret relevant data (usually within their field of study) to issue evaluations that include reflection on relevant social, scientific or ethical                                                                                 |
| B4  | CB4-Communicate information, ideas, problems and solutions to an audience both skilled and unskilled                                                                                                                                                                                  |
| B5  | CB5-Develop skills needed to undertake further studies learning with a high degree of autonomy                                                                                                                                                                                        |
| B6  | CG1-Perform duties of management, advice and evaluation in business organizations                                                                                                                                                                                                     |
| B7  | CG2-Know how to use the concepts and techniques used in the various functional areas of the company and understand the relationships between them and with the overall objectives of the organization                                                                                 |
| B8  | CG3- Know how to make decisions, and, in general, assume leadership roles.                                                                                                                                                                                                            |
| B9  | CG4-Learn to identify and anticipate opportunities, allocate resources, organize information, select and motivate people, make decisions under conditions of - uncertainty, achieve the proposed objectives and evaluate results                                                      |
| B10 | CG5-Respect the fundamental and equal rights for men and women, promoting respect of human rights and the principles of equal opportunities, non-discrimination and universal accessibility for people with disabilities.                                                             |
| C1  | Express correctly, both orally and in writing, in the official languages of the autonomous region                                                                                                                                                                                     |
| C4  | To be trained for the exercise of citizenship open, educated, critical, committed, democratic, capable of analyzing reality and diagnose problems, formulate and implement knowledge-based solutions oriented to the common good                                                      |
| C5  | Understand the importance of entrepreneurial culture and know the means and resources available to entrepreneurs                                                                                                                                                                      |
| C6  | Assess critically the knowledge, technology and information available to solve the problems and take valuable decisions                                                                                                                                                               |
| C7  | Assume as professionals and citizens the importance of learning throughout life.                                                                                                                                                                                                      |
| C8  | Assess the importance of research, innovation and technological development in the economic and cultural progress of society.                                                                                                                                                         |

| Learning outcomes                                                                                                        |                             |                            |                      |
|--------------------------------------------------------------------------------------------------------------------------|-----------------------------|----------------------------|----------------------|
| Learning outcomes                                                                                                        | Study programme competences |                            |                      |
| Coñecer os conceptos fundamentais do Dereito da empresa                                                                  | A3<br>A5<br>A6<br>A7<br>A8  | B1<br>B2<br>B3<br>B4<br>B5 |                      |
| Coñecer a normativa básica relativa ao dereito da empresa.                                                               | A1<br>A2<br>A3              | B6<br>B7<br>B8             |                      |
| Adquirir os coñecementos básicos para detectar os problemas xurídicos que poidan xurdir na administración dunha empresa. | A1<br>A2<br>A3<br>A11       |                            |                      |
| Ser conscientes da importancia do respecto ao ordenamiento xurídico na administración da empresa.                        | A4                          | B9<br>B10                  | C1<br>C4<br>C5<br>C6 |
| Identificar as fontes de información xurídica relevantes.                                                                | A8                          |                            | C7<br>C8             |



|                                                                                                                                     |                                    |  |    |
|-------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|--|----|
| Aprender a manexar as bases de datos xurídicas fundamentais.                                                                        | A3<br>A4<br>A8<br>A12              |  | C1 |
| Comprender a linguaxe xurídica e os textos xurídicos                                                                                | A1<br>A2<br>A3<br>A4<br>A8<br>A9   |  | C1 |
| Aprender a resolver problemas xurídicos individualmente e en grupo.                                                                 | A1<br>A2<br>A3<br>A4<br>A10<br>A12 |  | C4 |
| Utilizar correctamente a linguaxe xurídica, tanto na forma oral como por escrito.                                                   | A1<br>A2<br>A4<br>A5<br>A12        |  | C1 |
| Comprender a importancia do Dereito como medio de resolución pacífica das controversias e de resolución dos conflitos de intereses. | A1                                 |  | C4 |

| Contents                                                       |                                                                                                                                                                                                                                  |
|----------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Topic                                                          | Sub-topic                                                                                                                                                                                                                        |
| A empresa e o empresario                                       | Concepto de empresa<br>Negocios xurídicos sobre a empresa<br>Concepto de empresario<br>Responsabilidade do empresario<br>O estatuto xurídico do empresario: contabilidade e Rexistro Mercantil<br>Os colaboradores do empresario |
| O Dereito da empresa                                           | Concepto e historia<br>Contido<br>Fontes                                                                                                                                                                                         |
| O Dereito da competencia                                       | Defensa da competencia<br>Competencia desleal                                                                                                                                                                                    |
| Propiedade intelectual                                         | Os signos distintivos<br>As creacións industriais<br>O dereito de autor                                                                                                                                                          |
| Teoría xeral de sociedades                                     | Concepto de sociedade<br>Clases de sociedades                                                                                                                                                                                    |
| A sociedade anónima e a sociedade de responsabilidade limitada | Concepto, caracteres e constitución<br>Accións e participacións<br>Órganos<br>Contas anuais<br>Modificación de estatutos e modificacións estruturais<br>Emisión de obrigacións<br>Disolución, liquidación e extinción            |



|                                              |                                                                                                                                               |
|----------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------|
| Outros tipos sociais ou sociedades especiais | A cooperativa<br>A sociedade profesional<br>A sociedade cotizada<br>Unións de empresas e grupos de sociedades                                 |
| Os títulos valores                           | Teoría xeral dos títulos valores<br>A letra de cambio<br>O cheque<br>O pagare                                                                 |
| Os contratos mercantiles                     | A compraventa<br>A comisión e a axencia<br>O transporte<br>O seguro<br>Os contratos bancarios<br>Os contratos marítimos                       |
| O concurso                                   | A declaración do concurso e os seus efectos<br>Determinación das masas activa e pasiva<br>Solucións do concurso e terminación do procedemento |

| Planning                                                                                                                        |                                                                                   |                      |                               |             |
|---------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|----------------------|-------------------------------|-------------|
| Methodologies / tests                                                                                                           | Competencies                                                                      | Ordinary class hours | Student?s personal work hours | Total hours |
| Short answer questions                                                                                                          | A2 A3 B1 B2 B3 B4<br>B6 B7 B8 B9 B10 C1<br>C4 C5 C6                               | 0                    | 12                            | 12          |
| Guest lecture / keynote speech                                                                                                  | A1 A2 A3 A4 A5 A6<br>A7 A8 A9 A10 A11<br>A12 B1 B3 B4 B5 B6<br>B7 B8 B9 B10 C1 C5 | 17                   | 34                            | 51          |
| Case study                                                                                                                      | B1 B2 B3 B4 B7 B9                                                                 | 12                   | 12                            | 24          |
| Workbook                                                                                                                        | A10 A11 A12 B3                                                                    | 0                    | 8                             | 8           |
| Directed discussion                                                                                                             | A12 B1 B2                                                                         | 6                    | 0                             | 6           |
| Oral presentation                                                                                                               | A9 A12 B1 B2 B5                                                                   | 1                    | 8                             | 9           |
| Multiple-choice questions                                                                                                       | A2 A3 B1 B2 B3 B4<br>B6 B7 B8 B9 B10 C4<br>C5                                     | 1                    | 6                             | 7           |
| Supervised projects                                                                                                             | B6 C5 C7 C8                                                                       | 0                    | 10                            | 10          |
| Events academic / information                                                                                                   | C7 C8                                                                             | 6                    | 6                             | 12          |
| Critical bibliographical                                                                                                        | C6 C8                                                                             | 0                    | 6                             | 6           |
| Personalized attention                                                                                                          |                                                                                   | 5                    | 0                             | 5           |
| (*)The information in the planning table is for guidance only and does not take into account the heterogeneity of the students. |                                                                                   |                      |                               |             |

| Methodologies                  |                                                                                                                                                                |
|--------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Methodologies                  | Description                                                                                                                                                    |
| Short answer questions         | O alumno responde brevemente e por escrito aos problemas xurídicos que lle suscita o docente.                                                                  |
| Guest lecture / keynote speech | Cada lección abrírase coa explicación por parte do profesor dos aspectos fundamentais do tema.                                                                 |
| Case study                     | No Dereito da empresa resulta fundamental o estudo da jurisprudencia. Analízanse sentenzas dos tribunais e resolveranse problemas xurídicos (casos prácticos). |



|                               |                                                                                                                             |
|-------------------------------|-----------------------------------------------------------------------------------------------------------------------------|
| Workbook                      | Ofrecerase ao alumno algún libro ou artigo básico para que se familiarice coa linguaxe xurídica.                            |
| Directed discussion           | O profesor suscitará en clase un problema xurídico e procurarase chegar á solución do mesmo coas intervencións dos alumnos. |
| Oral presentation             | Os alumnos prepararán e expoñerán en clase un tema, a elección do profesor.                                                 |
| Multiple-choice questions     | Pedirase aos alumnos que lean unha lei e respondán a unhas cuestións en forma de test.                                      |
| Supervised projects           | Encárgase ao alumno realizar un estudo detido sobre un tema determinado e guíase na elaboración do traballo.                |
| Events academic / information | Organízanse unhas xornadas ou conferencias ás que acoden os alumnos.                                                        |
| Critical bibliographical      | O alumno resume e comenta unha lectura que lle proporciona o profesor.                                                      |

## Personalized attention

| Methodologies       | Description                                                                                                                                                                                                                                                                                                                                                                       |
|---------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Supervised projects | <p>O profesor axuda ao alumno a elixir un tema apropiado e oríéntao na súa realización, revisando a súa estrutura, conclusións, etc.</p> <p>Formaranse dous grupos de 15 alumnos. Estes dous grupos recibirán unha tutoría de 4 horas cada un (en dúas sesións de dúas horas) para poder resolver dúbidas sobre a elaboración dos traballos ou outras cuestións da asignatura</p> |

## Assessment

| Methodologies                  | Competencies                                                                      | Description                                                                                                                                                    | Qualification |
|--------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|
| Supervised projects            | B6 C5 C7 C8                                                                       | Corrixirase o traballo realizado.                                                                                                                              | 30            |
| Multiple-choice questions      | A2 A3 B1 B2 B3 B4<br>B6 B7 B8 B9 B10 C4<br>C5                                     | Evaluaranse os test entregados.                                                                                                                                | 5             |
| Oral presentation              | A9 A12 B1 B2 B5                                                                   | Evaluarase o contido e a forma da exposición                                                                                                                   | 5             |
| Case study                     | B1 B2 B3 B4 B7 B9                                                                 | A solución de casos que se entreguen ou expoñan en clase se evaluará.                                                                                          | 10            |
| Guest lecture / keynote speech | A1 A2 A3 A4 A5 A6<br>A7 A8 A9 A10 A11<br>A12 B1 B3 B4 B5 B6<br>B7 B8 B9 B10 C1 C5 | Valorarase a axeitada comprensión dos conceptos e institucións que comprenden a materia e mais a adquisición dos coñecementos necesarios para a súa resolución | 40            |
| Critical bibliographical       | C6 C8                                                                             | Se evaluará a originalidade, expresión escrita, contido e madurez.                                                                                             | 5             |
| Short answer questions         | A2 A3 B1 B2 B3 B4<br>B6 B7 B8 B9 B10 C1<br>C4 C5 C6                               | Evaluaranse as probas entregadas.                                                                                                                              | 5             |

## Assessment comments



Só serán cualificados con Non Presentado os alumnos que únicamente presentáronse a actividades que en conxunto supoñan menos do 20% da nota final. Os alumnos que liberen unha parte da materia mediante unha proba mixta (parcial) só terá validez para o curso actual. Si un alumno que ten liberada unha parte non consegue aprobar a materia no seu conxunto nas oportunidades de xuño ou xullo, a súa cualificación final será suspenso e terá que repetir toda a materia nos seguintes cursos académicos.

Os criterios de avaliación son os mesmos para a primeira e a segunda oportunidade.

Para a convocatoria adiantada, o alumno terá que realizar os traballos, as prácticas e o examen que non teña superados nas oportunidades anteriores.

## Sources of information

|               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|---------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Basic         | BIBLIOGRAFÍA RECOMENDADA Bercovitz, A., ?Apuntes de Derecho mercantil?, Cizur Menor , ult. ed. Broseta/Martínez Sanz, ?Manual de Derecho mercantil?, Madrid, ult. ed. Eizaguirre, JM., ?Derecho mercantil?, Cizur Menor, ult. ed. Jiménez Sánchez, GJ., (Coordinador), ?Derecho mercantil?, Barcelona, ult. ed. Jiménez Sánchez, GJ., ?Lecciones de Derecho mercantil? , Madrid, ult. ed. Menéndez, A., ( Director ), ?Lecciones de Derecho mercantil?, Cizur Menor, ult. ed. Sánchez Calero, F., ?Instituciones de Derecho mercantil?, Cizur Menor , ult. ed. Sánchez Calero, F., ?Principios de Derecho Mercantil ? ?, Cizur Menor , ult. ed. Uria/Menéndez, ?Curso de Derecho mercantil?, I, Cizur Menor, ult. ed. Vicent Chuliá, F., ?Introducción al Derecho mercantil?, Valencia, ult. ed |
| Complementary |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |

## Recommendations

### Subjects that it is recommended to have taken before

### Subjects that are recommended to be taken simultaneously

### Subjects that continue the syllabus

### Other comments

(\*)The teaching guide is the document in which the URV publishes the information about all its courses. It is a public document and cannot be modified. Only in exceptional cases can it be revised by the competent agent or duly revised so that it is in line with current legislation.