



## Teaching Guide

| Teaching Guide         |                                                                                                                                                                                                                                                                     |        |            |                                                                                                   |
|------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------|------------|---------------------------------------------------------------------------------------------------|
| Identifying Data       |                                                                                                                                                                                                                                                                     |        |            | 2023/24                                                                                           |
| Subject (*)            | Commercial Law: Business, Contracts, Bankruptcy Law and Maritime Law                                                                                                                                                                                                |        | Code       | 612G01035                                                                                         |
| Study programme        | Grao en Dereito                                                                                                                                                                                                                                                     |        |            |                                                                                                   |
| Descriptors            |                                                                                                                                                                                                                                                                     |        |            |                                                                                                   |
| Cycle                  | Period                                                                                                                                                                                                                                                              | Year   | Type       | Credits                                                                                           |
| First and Second Cycle | 1st four-month period                                                                                                                                                                                                                                               | Fourth | Obligatory | 6                                                                                                 |
| Language               | Spanish                                                                                                                                                                                                                                                             |        |            |                                                                                                   |
| Teaching method        | Face-to-face                                                                                                                                                                                                                                                        |        |            |                                                                                                   |
| Prerequisites          |                                                                                                                                                                                                                                                                     |        |            |                                                                                                   |
| Department             | Dereito Privado                                                                                                                                                                                                                                                     |        |            |                                                                                                   |
| Coordinador            | Garcia-Pita y Lastres, Jose Luis                                                                                                                                                                                                                                    |        | E-mail     | j.l.garcia-pita@udc.es                                                                            |
| Lecturers              | Arevano Fuentes, Mª de la Cruz<br>Garcia-Pita y Lastres, Jose Luis<br>Quintans Eiras, Maria Rocio<br>Rodríguez-Losada Pérez-Montero, Juan                                                                                                                           |        | E-mail     | m.arevano@udc.es<br>j.l.garcia-pita@udc.es<br>roocio.quintans@udc.es<br>j.rodriguez-losada@udc.es |
| Web                    |                                                                                                                                                                                                                                                                     |        |            |                                                                                                   |
| General description    | Nesta materia estúdanse en primeiro lugar as diversas modalidades de contratos mercantís. A segunda parte dedícase á análise das crises empresariais, tanto preconcursais, como de Dereito concursal. Na terceira parte analízase o Dereito da navegación marítima. |        |            |                                                                                                   |

## Study programme competences

| Code | Study programme competences                                                                                                                                                                                                                                   |
|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| A1   | Knowledge of the main legal institutions                                                                                                                                                                                                                      |
| A2   | Knowledge of the role of law as a regulatory system of social relations                                                                                                                                                                                       |
| A3   | Grasping the systematic nature of the legal system                                                                                                                                                                                                            |
| A4   | Appreciating the interdisciplinary nature of legal problems                                                                                                                                                                                                   |
| A5   | Knowing the constitutional principles and values.                                                                                                                                                                                                             |
| A6   | Understanding the different manifestations of law in its historical evolution and in its current reality.                                                                                                                                                     |
| A7   | Knowing the national and international legal and political structures.                                                                                                                                                                                        |
| A8   | Basic knowledge of legal argumentation.                                                                                                                                                                                                                       |
| A9   | Ability to handle legal sources (legal, jurisprudential and doctrinal).                                                                                                                                                                                       |
| A10  | Ability to interpret and critically assess the legal system.                                                                                                                                                                                                  |
| A11  | Ability to understand and write legal documents.                                                                                                                                                                                                              |
| A13  | Mastering new technologies applied to law.                                                                                                                                                                                                                    |
| A15  | Ability to negotiate and mediate.                                                                                                                                                                                                                             |
| B2   | Ability to 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. |
| B3   | Ability to gather and interpret relevant data (usually within their area of study) to make judgments that include a reflection on social, scientific or ethical relevant issues.                                                                              |
| B4   | Ability to transmit information, ideas, problems and solutions to a specialized and non-specialized public.                                                                                                                                                   |
| B7   | Effective problem solving.                                                                                                                                                                                                                                    |
| B8   | Critical, logical, and creative thinking.                                                                                                                                                                                                                     |
| B13  | Computing and ICT skills.                                                                                                                                                                                                                                     |
| C1   | Adequate oral and written expression in the official languages.                                                                                                                                                                                               |
| C3   | Using ICT in working contexts and lifelong learning.                                                                                                                                                                                                          |
| C4   | Exercising an open, educated, critical, committed, democratic and supportive citizenship for the sake of the common good.                                                                                                                                     |
| C5   | Understanding the importance of entrepreneurial culture and knowing the useful means for enterprising people.                                                                                                                                                 |
| C6   | Critically assess the knowledge, technology and information available to solve the problems they face.                                                                                                                                                        |



|    |                                                                                                                                      |
|----|--------------------------------------------------------------------------------------------------------------------------------------|
| C7 | Assume as a professional and citizen the importance of lifelong learning.                                                            |
| C8 | Valuing the importance of research, innovation and technological development for the socioeconomic and cultural progress of society. |

| Learning outcomes                                                                                     |                                                       |                             |                            |
|-------------------------------------------------------------------------------------------------------|-------------------------------------------------------|-----------------------------|----------------------------|
| Learning outcomes                                                                                     | Study programme competences                           |                             |                            |
| Coñecer o réxime xurídico e utilización das principais modalidades de contratos mercantís             | A1<br>A2<br>A4<br>A5<br>A10<br>A11<br>A15             | B8<br>B13<br>B2<br>B3<br>B4 | C4<br>C5<br>C6<br>C7<br>C8 |
| Coñecemento das solucións paraconcursoais e concursais en situacións de crises empresariais.          | A1<br>A3<br>A4<br>A5<br>A8<br>A9<br>A10<br>A13<br>A15 |                             | C5<br>C6                   |
| Coñecemento do réxime xurídico e a súa aplicación á navegación marítima                               | A1<br>A2<br>A3<br>A4<br>A6<br>A7<br>A9<br>A10<br>A15  |                             | C5                         |
| Manexo de fontes xurídicas (legais, xurisprudenciais e doutrinais) relacionadas co temario da materia | A9                                                    |                             |                            |
| Capacidade para a análise e a redacción de documentos xurídicos relacionados co contido da materia    | A10<br>A11                                            |                             |                            |
| Resolución de casos prácticos relacionados co temario                                                 | A10<br>A15                                            | B7                          |                            |
| Expresarse correctamente de forma oral e escrita                                                      |                                                       |                             | C1                         |
| Utilización das novas tecnoloxías no asesoramento e na resolución de problemas xurídicos              |                                                       |                             | C3                         |

| Contents                                         |                                                                                                                                                                                             |
|--------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Topic                                            | Sub-topic                                                                                                                                                                                   |
| Tema 1. Contratos de colaboración e distribución | <ul style="list-style-type: none"> <li>- Comisión mercantil</li> <li>- Contrato de corretaxe</li> <li>- Contrato de agencia</li> <li>- Concesión mercantil</li> <li>- Franquicia</li> </ul> |
| Tema 2. Compravendas mercantís                   | <ul style="list-style-type: none"> <li>- Compravenda mercantil</li> <li>- Contrato de suministro</li> <li>- Contrato estimatorio</li> </ul>                                                 |



|                                                                            |                                                                                                                                                                                                                  |
|----------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Tema 3. Contratos mercantís de custodia e financiación                     | <ul style="list-style-type: none"> <li>-Contrato de depósito</li> <li>- Contrato de almacenaxe</li> <li>- Emisión de resgardo de depósito</li> <li>- O préstamo mercantil</li> </ul>                             |
| Tema 4. Conta corrente e garantías mercantiles                             | <ul style="list-style-type: none"> <li>- Conta corrente</li> <li>- Afianzamento mercantil</li> <li>- Outras garantías</li> </ul>                                                                                 |
| Tema 5. Contratos bancarios e parabancarios                                | <ul style="list-style-type: none"> <li>-Operacións bancarias pasivas</li> <li>- Operacións bancarias activas</li> <li>- Operacións bancarias neutras</li> <li>- Leasing</li> <li>- Factoring</li> </ul>          |
| Tema 6. Dereito dos Seguros Privados                                       | <ul style="list-style-type: none"> <li>- Contrato de seguro</li> <li>- Seguros contra danos</li> <li>- Seguros de Persoas</li> </ul>                                                                             |
| Tema 7. Mercado de Valores                                                 | <ul style="list-style-type: none"> <li>- Ofertas Públicas de Valores (OPV)</li> <li>- Mercados secundarios. Contratación</li> <li>- Ofertas Públicas de Adquisición de Accións (OPAS)</li> </ul>                 |
| Tema 8. Contrato de transporte                                             | <ul style="list-style-type: none"> <li>- Transporte de Persoas</li> <li>- Transporte de cousas</li> <li>- Especificidades do transporte ferroviario</li> <li>- Contratos turísticos</li> </ul>                   |
| Tema 9. Declaración do concurso                                            | <ul style="list-style-type: none"> <li>- Acordos concursais</li> <li>- Presupostos</li> </ul>                                                                                                                    |
| Tema 10. Órganos do concurso e efectos                                     | <ul style="list-style-type: none"> <li>- Órganos</li> <li>- Efectos</li> </ul>                                                                                                                                   |
| Tema 11. Determinación das masas activa e pasiva.<br>Solucións do concurso | <ul style="list-style-type: none"> <li>- Determinación das masas activa e pasiva</li> <li>- O convenio</li> <li>- A liquidación</li> <li>- Calificación do concurso</li> <li>- Conclusión do concurso</li> </ul> |
| Tema 12. Elementos estruturais do Dereito da navegación                    | <ul style="list-style-type: none"> <li>- O buque como obxecto patrimonial e instrumento da navegación.</li> <li>- O naviero e os seus colaboradores.</li> </ul>                                                  |
| Tema 13. Contratos náuticos                                                | <ul style="list-style-type: none"> <li>- Arrendamento</li> <li>- Fletamento</li> <li>- Transporte</li> <li>- Practicaxe</li> <li>- Remolque</li> <li>- Outros</li> </ul>                                         |
| Tema 14. Avarías e sinistros da navegación. Seguro marítimo                | <ul style="list-style-type: none"> <li>- Avaría común</li> <li>- Abordaxe e naufraxio</li> <li>- Responsabilidade por vertedura de hidrocarburos</li> </ul>                                                      |

| Planning              |                                               |                      |                               |             |
|-----------------------|-----------------------------------------------|----------------------|-------------------------------|-------------|
| Methodologies / tests | Competencies                                  | Ordinary class hours | Student?s personal work hours | Total hours |
| Workbook              | A1 A2 A3 A4 A6 A7<br>A8 A9 A10 A11 A13<br>A15 | 0                    | 10                            | 10          |



|                                                                                                                                 |                                                                                                |    |    |    |
|---------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|----|----|----|
| Case study                                                                                                                      | A1 A2 A3 A4 A6 A7<br>A8 A9 A10 A11 A13<br>A15 B7 B8 B13 B2 B3<br>B4 C1 C3 C4 C5 C6<br>C7 C8    | 40 | 0  | 40 |
| Directed discussion                                                                                                             | A1 A2 A3 A4 A5 A6<br>A7 A8 A9 A10 A11<br>A13 A15 B7 B8 B13<br>B2 B3 B4 C1 C3 C4<br>C5 C6 C7 C8 | 10 | 0  | 10 |
| Objective test                                                                                                                  | A1 A2 A3 A4 A6 A7<br>A8 A9 A10 A11                                                             | 2  | 40 | 42 |
| Events academic / information                                                                                                   | A1 A2 A3 A4 A5 A6<br>A7 A8 A9 A10 A11 C4<br>C7                                                 | 5  | 0  | 5  |
| Guest lecture / keynote speech                                                                                                  | A1 A2 A3 A4 A5 A6<br>A8 A9 A10 A11 A13<br>A15 B7 B8 B13 B2 B3<br>B4 C1 C3 C5 C6 C8             | 28 | 0  | 28 |
| Personalized attention                                                                                                          |                                                                                                | 15 | 0  | 15 |
| (*)The information in the planning table is for guidance only and does not take into account the heterogeneity of the students. |                                                                                                |    |    |    |

| Methodologies                  |                                                                                                                          |
|--------------------------------|--------------------------------------------------------------------------------------------------------------------------|
| Methodologies                  | Description                                                                                                              |
| Workbook                       | Recomendáranse textos aos alumnos para que realicen unha lectura detida                                                  |
| Case study                     | As clases prácticas dedicarase no seu maior parte ao estudo de casos e xurisprudencia                                    |
| Directed discussion            | Nalgunha clase práctica exporase un problema xurídico e os alumnos tratarán de solucionalo en común.                     |
| Objective test                 | Consistirá nun exame escrito que debe realizarse individualmente polo alumno                                             |
| Events academic / information  | Nalgúns casos organizarase unha Xornada en que algún especialistas impartirá materias relacionadas co temario da materia |
| Guest lecture / keynote speech | Cada tema comenará cunha exposición oral.                                                                                |

| Personalized attention       |             |
|------------------------------|-------------|
| Methodologies                | Description |
| Case study<br>Objective test |             |

| Assessment    |                                                                                             |                                                                                                                                                                      |               |
|---------------|---------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|
| Methodologies | Competencies                                                                                | Description                                                                                                                                                          | Qualification |
| Case study    | A1 A2 A3 A4 A6 A7<br>A8 A9 A10 A11 A13<br>A15 B7 B8 B13 B2 B3<br>B4 C1 C3 C4 C5 C6<br>C7 C8 | Valorarase a asistencia e participación dos estudantes nas clases prácticas, así como a entrega dos traballos e resolución dos casos propostos nas devanditas clases | 10            |



|                               |                                                                                                |                                                                                                                                                      |    |
|-------------------------------|------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------|----|
| Directed discussion           | A1 A2 A3 A4 A5 A6<br>A7 A8 A9 A10 A11<br>A13 A15 B7 B8 B13<br>B2 B3 B4 C1 C3 C4<br>C5 C6 C7 C8 | Valorásense as intervencións dos alumnos na resolución das cuestións expostas, téndose especialmente en conta os coñecementos e destrezas do alumno. | 10 |
| Objective test                | A1 A2 A3 A4 A6 A7<br>A8 A9 A10 A11                                                             | A proba consiste nun exame final. Será necesario aprobar esta proba para superar a materia.                                                          | 80 |
| Events academic / information | A1 A2 A3 A4 A5 A6<br>A7 A8 A9 A10 A11 C4<br>C7                                                 | Asistencia a posibles eventos que se organicen en el área.                                                                                           | 0  |

## Assessment comments

## Sources of information

|               |                                                                                                                                                                                                                                                                                          |
|---------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Basic         | MENENDEZ / ROJO (ÚLTIMA EDICIÓN), Lecciones de Derecho Mercantil, t. II, editorial Civitas Thomson Reuters, última edición.SÁNCHEZ CALERO, Instituciones de Derecho Mercantil, t. II, Aranzadi, última edición.AAVV, Lecciones de Derecho Empresarial, Tirant lo Blanch, última edición. |
| Complementary |                                                                                                                                                                                                                                                                                          |

## Recommendations

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

Business Law/612G01011

Commercial Law: Company Law and Securities/612G01022

Contract Law/612G01024

### 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.