

Academic Year: (2019 / 2020)

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Department assigned to the subject: Private Law Department

Coordinating teacher: RUIZ MUÑOZ, MIGUEL

Type: Electives ECTS Credits : 3.0

Year : Semester :

OBJECTIVES

Know and understand the legal regime of the governing bodies of capital companies, with special attention to public limited companies, and within these to listed companies.

To know the General Meeting of partners, their competencies and different structures of composition, either of dispersed or concerted shareholders, as well as their repercussions on corporate governance. And the possible conflicts of interest.

Also know the different structures of the administration body. Especially its configuration as Board of Directors, the delegations functions in the different government Commissions and the different types of directors.

Analysis of legal texts on Corporate Governance.

Develop capacity for critical analysis, both of the binding legal regulation and of the so-called self-regulation.

As a result of the apprenticeship the student must understand the reasons that lead to the separation between ownership and control of the company, its advantages and its disadvantages, especially the latter represented by the so-called agency problems, both in the socio-administrator relationship, as in the relationships between the different groups of partners (majority-minority).

Also as a result of this apprenticeship the student will understand and know how to deal with the different internal and external conflicts that arise in modern companies-companies, the former focused on the relationships of the minority partners with the majority and with the social administrators, and the seconds of the partners with the so-called stakeholders, which in turn provides the integration in the company of corporate social responsibility.

And, finally, the apprenticeship will serve to understand that the government of the company, especially by the administrative body, although part of the recognition of a high degree of discretion in the management, is subject to some limitations and responsibilities.