

Corporate Governance Law

Academic Year: (2022 / 2023)

Review date: 19-05-2022

Department assigned to the subject: Private Law Department

Coordinating teacher: RUIZ MUÑOZ, MIGUEL

Type: Electives ECTS Credits : 3.0

Year : Semester :

REQUIREMENTS (SUBJECTS THAT ARE ASSUMED TO BE KNOWN)

Law of obligations and contracts
 The employer and his legal status
 Company law and securities market

OBJECTIVES

Corporate governance is an interdisciplinary subject whose legal aspect has evolved in recent years as a way of managing listed companies and financial entities. Positive law receives the best practices incorporated in the codes of good governance. The financial crisis has forced a reconsideration of discipline from the perspective of general interests beyond the interest of the contributors of capital. The purpose of this course is to provide a complete and rigorous knowledge of the content of the Corporate Governance regulation.

More specifically, the objectives are the following:

- offer a global vision of the regulation of CSR and Corporate Governance in general.
- to bring students closer to the study of the codes of good corporate governance
- study of the best practices of good corporate governance of listed companies and financial intermediaries. As well as the impact of new technologies (Fintech).
- To enable students to interpret the recommendations under the principle of "comply or explain".
- Provide a global vision of regulatory / financial compliance as a basic aspect of Corporate Governance.
- Approach students to sustainable management and ESG objectives.

DESCRIPTION OF CONTENTS: PROGRAMME

1. Concept and system of corporate governance
2. Sources of Corporate Governance Law
- 3 subjects
4. Organization rules
- 5 rules of conduct
6. Regulatory compliance (Compliance)
7. Penalty regime
- 8 sustainable finance
9. Corporate governance and new technologies

LEARNING ACTIVITIES AND METHODOLOGY

The course has a practical orientation, without prejudice to the necessary theoretical exposition of the subjects that make up the program. For this purpose, the theoretical explanations will begin with the examination of a practical case raised by the students themselves, according to the calendar and order indicated, for which the materials to be used for their preparation will be indicated. In addition, during the course additional documentation regarding legislation, codes of good practices and readings for individual or group work will be provided.

ASSESSMENT SYSTEM

Students will be evaluated continuously through their participation in class, cases solved and papers presented. On the official dates, the final exam for the subject will be carried out in writing. The student must answer a short test and questions related to specific sections of the program.

% end-of-term-examination:	50
% of continuous assessment (assignments, laboratory, practicals...):	50

