

SUBJECT NAME: BUSINESS LAW		
DEGREE:	LABOUR RELATIONS AND EMPLOYMENT	COURSE: TEMR:

WEEKLY SCHEDULE

WEEK	SESSION	CONTENTS DESCRIPTION	GROUP (Mark with X)		If a space/venue /premises other than the classroom is needed,	STUDENT'S WORK DURING THE WEEK		
			WHOLE	REDUCED		DESCRIPTION	FACE-TO-FACE HOURS	STUDY HOURS Max/ week 7 H
1	1	INTRODUCTION AND WELCOMING 1.1. ENTREPRENEUR AND ENTERPRISE 1.2. LEGAL CONCEPTO OF MARKET OPERATOR/ENTREPRENEUR/MERCHANT 1.3. APPLICABLE LEGISLATION 1.4. MAIN OBLIGATIONS	X			Presentation and welcoming: methodology, assignments, reading material, program First approach to personal scope of business law: the legal concept of entrepreneur, legal regimen and main obligations	1,5	4
1	2	WORKSHOP: Practical assignment on a case of married sole trader		X		Problem identification in the case and outline of legal consequendes Planning of the legal strategy Elaboration of required legal documents	1,5	
2	3		X				1,5	4

		1.4. CONCEPT OF BUSINESS AND ITS RELEVANCE IN LAW 1.5. COMMERCIAL REGISTRY				Business as a legal concept Structure, functions and operations of Commercial Registry: practical matters		
2	4	WORKSHOP: Practical analysis and interoperation with the Registry system: electronic access, required authentication, ways of access, consultation, search options, possible outcomes		X		Practical analysis and interoperation with the Registry system: electronic access, required authentication, ways of access, consultation, search options, possible outcomes	1,5	
3	5	2.- COMMERCIAL COMPANIES AND CORPORATIONS 2.1. FORMS OF COMMERCIAL COMPANIES 2.2. CORPORATION (SOCIEDAD ANÓNIMA) 2.2.1. Incorporation 2.2.2. Shareholders, shares and equity capital	X			First lesson of Corporate law - Understanding the concept of company/corporation - The principle of liability limitation - The legal fiction of "legal person" - Shares, equity capital and company's assets - Rights and obligations of shareholders	1,5	6
3	6						1,5	

		WORKSHOP: (teamwork) First step in the creation of the business project the students will set up along the whole term		X		Preparation and drafting of bylaws and articles of incorporation		
4	7	2.2.3. Decision-making process 2.3. PRIVATE OR CLOSED CORPORATION	X			How to design personalized decision making process in your bylaws How to manage a company: structures and options Managers and directors: legal duties and liability	1,5	7
4	8	WORKSHOP: (teamwork) Shareholders' Meeting: convening, preparing and conducting the meeting		X		Preparation and drafting of all required documents to call a meeting and adopt valid decisions	1,5	
5	9	3.- BUSINESS ACTIVITY IN THE MARKET 3.1. PROTECTING CREATIONS AND INNOVATIONS 3.1.1. Patents and utility models. 3.1.2. Industrial designs 3.2. TRADEMARKS AND OTHER DISTINCTIVE SIGNS 3.2.1 Trademarks and commercial names	X			First lesson related to IP and competition law - Scope of IP law - IP-protection strategy as a key business decision - Comparing Patents, trademarks and copyright	1,5	7
5	10	WORKSHOP: (teamwork) Design of a comprehensive protection strategy for your business		X	Lab	1). Spotting competitive advantages 2). Selecting key assets	1,5	

						<p>3). Exploring available protection instruments</p> <p>4). Assessing costs and time</p> <p>5). Proposing a strategy</p>		
6	11	<p>3.2.2 Domain names</p> <p>3.3. PRESERVING MARKET COMPETITION</p> <p>3.3.1. Free competition</p> <p>3.3.2. Fair competition</p>	X			<ul style="list-style-type: none"> - Understanding competition law aims - Identifying anticompetitive practices - Identifying unfair practices 	1,5	7
6	12	<p>WORKSHOP: (teamwork)</p> <p>Practical assignment on Unfair Competition Law</p>		X		<p>Give the facts of the case, preparing a suit/arbitration request in a commercial dispone on grounds of unfair competition</p>	1,5	

7	13	<p>4.- COLLABORATORS AND INDEPENDENT CONTRACTORS</p> <p>4.1. DEPENDANTS AND EMPLOYEES: managers</p> <p>4.2. INDEPENDENTS COLLABORATORS:</p> <p>4.2.1. Agents</p> <p>4.2.2. distributors</p> <p>4.2.3. Franchising</p>	X			<p>A comparative analysis of the different collaborators the business can resort to in the running of the commercial activity in the market</p>	1,5	7
7	14	<p>WORKSHOPS: (teamwork)</p> <p>Franchising frame contract and pre-contractual documentation</p>		X		<p>In relation to their own business project, students have to assess the distribution model that they consider to be the most suitable for their business.</p> <p>Additionally, they will prepare the pre-contractual documentation and draft the frame contract for a franchising relationship</p>	1,5	
8	15	<p>5.- MAIN CONTRACTS FOR BUSINESS ACTIVITY</p> <p>5.1. GENERAL PRINCIPLES</p> <p>5.2. SALES AGREEMENT</p>	X			<p>Lesson 5 initiates the study of Contract Law</p> <p>In this first lesson, general principles on contract law will be discussed.</p> <p>Sales agreement will be thoroughly studied as the most paradigmatic contract for trade</p>	1,5	
8	16						1,5	

		WORKSHOP: (teamwork) Review of different contractual samples		X		Students will learn to read, draft and interpret commercial contracts departing from the analysis and revision of several samples related to sales, transportation services and insurance products.		
9	17	5..3. CARRIAGE OF GOODS 5.4. INSURANCE CONTRACT	X			When a sale requires a distance delivery, the sales agreement has to be complemented with a transportation contract Any commercial transaction may involve risk. Insurance policies provide a risk-mitigating mechanism.	1,5	6
9	18	WORKSHOP: (teamwork) Drafting contractual terms on risk passing, delivery and insurance		X		In the framework of a standard sales agreement, students will discuss different drafting alternatives for terms related to the passing of risk, the delivery obligation and the insurance duty.	1,5	
10	19	6.- CONTRACTS TO CORPORATE FINANCE 6.1. LOANS AND CREDIT 6.2. LEASING 6.3. FACTORING 6.4. OTHER BANK CONTRACTS	X			Fundraising is a critical phase in the business project. Several financing options will be considered Advantages and drawbacks both from an economic and legal perspective will be pondered.	1,5	6

10	20	WORKSHOP: (teamwork) Drafting of a contract for financing purposes.		X		Students will assess which financing option would be more suitable for their business project and in which conditions and draft the relevant agreement accordingly.	1,5	
11	21	7.- COMBATING LATE PAYMENT 7.1. LATE PAYMENT: CIRCUMSTANCES 7.2. . NEGOTIABLE INSTRUMENTS	X			In their performance of obligations, businesses have to deal with the risks of late payment. Rules of late payment and its consequences will be studied The rational behind title of credit, checks and other negotiable instrument will be discussed. Basics on negotiable instrument operation will be briefly outlined to understand their legal implications and exploit their economic potential.	1,5	5

11	22	WORKSHOP: (teamwork) Opening of a line of credit and negotiation of a discount line with a financial entity		X		Students will learn how to use negotiable instruments to obtain liquidity and/or transfer receivables	1,5	
12	23	7.3. . BANK CARDS 7.4. FUNDS TRANSFER AND ELECTRONIC MONEY	X			The lesson will be focused on the most widely-used payment instruments in modern transactions. Underlying contractual relations and most relevant legal issues will be discussed	1,5	4
12	24	WORKSHOP: (teamwork)		X		Students will decide to negotiate with	1,5	

		Conclusion of a Virtual Point of Sale agreement for the processing of card-based payment				a financial entity to adhere to the card system that will enable them to process, accept and manage payment by card.		
13	25	8.- SECURITIES AND FINANCIAL MARKETS 8.1. . MARKET STRUCTURE AND PLAYERS 8.2. REGULATION AND SUPERVISION 8.3. SECURITIES AND LISTED COMPANIES	X			Basics of Securities law will be expounded: organization, market players, supervision and regulation, eligibility criteria, shares and derivatives.	1,5	4
13	26	WORKSHOP: (teamwork) Security interests in listed shares .		X		Students will deal with a situation where the bank giving them a loan request the granting of a pledge to back the repayment. The pledge will be granted on shares of a listed company. Steps, documentation and procedural issues will be prepared by students.	1,5	
14	27		X				1,5	4

		<p>9.- INSOLVENCY AND CRISIS</p> <p>9.1. INSOLVENCY SITUATIONS</p> <p>9.2. INSOLVENCY PROCEEDINGS: SOLUTIONS</p> <p>9.2.1. Conventional solutions: agreements</p> <p>9.2.2. Liquidation</p>				<p>Factors defining insolvency status will be studied.</p> <p>Available solutions to an insolvency situation will be explained, compared and applied in practice.</p>			
14	28	<p>WORKSHOP: (teamwork)</p> <p>Negotiation of a pre-insolvency / Insolvency agreement</p>		X		<p>In a case of accredited insolvency status, students will be in the position of assessing the factors to be considered and negotiating an agreement with creditors</p>	1,5		
SUBTOTAL							42	+ 68 = 110	
15		Tutorials and submission of assignments							
16-18		Evaluation					3		
TOTAL								150	

