

30518 - Mercantile law II

Syllabus Information

Academic Year: 2022/23

Subject: 30518 - Mercantile law II

Faculty / School: 102 - Facultad de Derecho

Degree: 432 - Joint Law - Business Administration and Management Programme

ECTS: 9.0

Year: 4

Semester: Second semester

Subject Type: Compulsory

Module:

1. General information

1.1. Aims of the course

The main objective of the subject Commercial Law II and its learning outcomes is to acquire general knowledge about the legal regime of the means or instruments needed for the economic activity carried out in the market by entrepreneurs, the traffic itself in which this activity consists, and the situations of crisis and insolvency that affect them. At the same time, students will progress in the acquisition of essential competences for a jurist, such as obtaining rules and regulations, sentences and academic contributions, the critical analysis of current regulations, the analysis and synthesis of legal-mercantile problems, as well as the capacity to provide solutions to them.

The acquisition of the learning outcomes of this subject provide training and competence to contribute to some extent to the achievement of some of the targets of the Sustainable Development Goals (SDGs) of the United Nations 2030 Agenda (<https://www.un.org/sustainabledevelopment/es/>). In particular, learning activities aimed at acquiring knowledge of Financial Market Law will contribute to the achievement of target 12.6 (Encourage companies, especially large companies and transnational corporations, to adopt sustainable practices and incorporate sustainability information in their reporting cycle) of Goal 12 (Responsible production and consumption). This subject pays special attention to financing mechanisms for SMEs and microenterprises and therefore also contributes through its learning activities to the achievement of target 8.3 (Encourage the formalization and growth of micro-, small- and medium-sized enterprises, including through access to financial services) of Goal 8 (Decent work and economic growth).

1.2. Context and importance of this course in the degree

The subject Mercantil Law II is part of the block of compulsory subjects whose purpose is to provide students with initial training in the different branches of legal knowledge. Specifically, this subject completes the initial training in Mercantile Law I, a branch of the legal system that is essentially located, as a special law, within the framework of Private Law. This subject contributes to the acquisition of concepts, categories, skills and competences of interpretation and application of Private Law. But should be recalled that, in the commercial sphere, the duality of Private Law/Public Law is not absolutely predictable, since Public Law determines the structure of many legal-mercantile institutions.

1.3. Recommendations to take this course

As this is a compulsory subject in the third year of the Bachelor's Degree in Law, there are no special recommendations.

2. Learning goals

2.1. Competences

This subject contributes to students acquiring the following specific competences General or basic competences (BC):

BC1. Students must have demonstrated knowledge and understanding of the area of study related to Mercantile Law II, which, although it is based on advanced textbooks, also includes some aspects that involve knowledge from the forefront of

this field of study.

BC02. That students know how to apply the knowledge of Mercantile Law II to their work-vocation in a professional manner and possess the competences that are usually demonstrated through the preparation and defence of arguments and the resolution of problems within this area of study.

BC03. That students have the ability to gather and interpret relevant data in the area of study related to Mercantile Law II in order to make judgements that include a reflection on relevant social, scientific or ethical issues.

BC04. Students will be able to transmit information, ideas, problems and solutions to both specialised and non-specialised audiences.

BC05. That students have developed those learning skills necessary to undertake further studies with a high degree of autonomy.

In addition, the student, through this subject, will progress in the development of the following specific competences (SC):

SC01. Identify the specific legal institutions in the area of study of Mercantile Law II.

SC02. Identify and apply constitutional principles and values as a working tool in the interpretation of the mercantile legal system.

SC03. Analysing regulatory structures.

SC04. Apply business regulations and principles of Mercantile Law to factual assumptions.

SC06. Know how to learn in an autonomous manner and know how to get adapted to the current global, plural and changing legal environment.

SC07. Know how to carry out basic legal argumentation, write legal briefs and use legal oratory. SC09. Critically, creatively and innovatively analyse the legal-mercantile system for legal dialectics. SC10. Knowing how to search for, obtain and apply legal, jurisprudential and doctrinal sources.

SC11. Know how to use ICT to search for and obtain legal-mercantile information (databases of legislation, jurisprudence, bibliography), as well as a work and communication tools.

2.2. Learning goals

In order to pass this subject, students must demonstrate that they have achieved the following learning outcomes:

1. Exposes and explains the main concepts, elements and institutions that make up the legal regime applied to means or instruments needed for the economic activity carried out in the market by entrepreneurs, the traffic itself in which this activity consists, and the situations of crisis and insolvency that affect them.
2. Obtains, with the support of ICT, relevant regulations, case law and academic contributions in the field of Mercantile Law.
3. Critically analyses current regulations in the field of Mercantile Law.
4. Analyses and summarises problems related to the knowledge indicated in the first point and the solutions proposed by the doctrine.
5. Formulates solutions to legal-mercantile problems.
6. Drafts documents for practice related to commercial matters such as, for example, opinions, lawsuits, contracts, exchange documents, etc...

2.3. Importance of learning goals

The learning outcomes of this subject are very relevant for students not only with a view to their progression in the Degree in Law, but also for their full training as a lawyer, because they involve the acquisition of competences and knowledge about a branch of the legal system, Commercial and Business Law, of extraordinary practical significance. Commercial and Business Law is a key element in shaping the economic structures of current society. Knowledge of this subject allows the future jurist to understand the legal framework and the institutional conditioning factors in which economic activity in the market takes place from the fundamental perspective of relations between private individuals. The study of Mercantile Law II broadens the professional horizons of undergraduate students, orienting them towards legal advice and business management. As the Degree in Law is the basis of training for all legal professions, further specialisation in Commercial and Business Law will allow students to pursue the following legal professions with greater solvency: legal consultancy for companies, business management, legal advice, management or direction of financial institutions, jurisdictional functions, arbitration, mediation, notaries, commercial registers or teaching in legal-commercial matters, among others (see the Degree's web page <http://titulaciones.unizar.es/derecho/perspectivasprof.html>).

3. Assessment (1st and 2nd call)

4. Methodology, learning tasks, syllabus and resources

4.1. Methodological overview

The methodology applied in this course is oriented to the achievement of the learning goals, highlighting the following ones: To bring students to be a co-participant in the learning process, encouraging his/her perseverance and attitude of being in a continuous learning process.

To facilitate cross-disciplinary education.

To educate in social and ethical values.

To educate in quality, promoting the teaching based on active methodologies.

The methodology is based on active participation, case studies, teamwork etc. that favor the development of communicative skills and critical thinking. A wide range of teaching and learning tasks are implemented, such as lectures, practice sessions, autonomous work, tutorials, and assessment tasks. Students are expected to participate actively in the class throughout the semester. Classroom materials will be available via Moodle. These include a repository of the lecture notes used in class, the course syllabus, as well as other course-specific learning materials. Further information regarding the course will be provided by the professor on the first day of class.

4.2. Learning tasks

The course includes the following learning tasks (9 ECTS, 225 hours):

Lectures. (2,0 ECTS, 56 hours). The teaching sessions devoted to the presentation of the basics of this course aim to present the structure and main concepts of the subject matter, helping students to understand the newest and most complex issues. Hereby students achieve the learning goal number 1 as specified in this document and set the foundations for the achievement of the resting objectives. The methodology followed in these lectures is the interactive lecture class.

Dynamic activities developed by professors and students. (1,5 ECTS, 30 hours). These activities may involve discussion of cases, practical sessions inside and outside the classroom, as well as seminars. These activities are considered to be essential tools to approach students to a legal discipline as Commercial and Business Law, where practice has got a very high relevance. These learning tasks allow students to achieve learning goals numbers 2 to 6 as specified in this document. From a methodological point of view, these tasks are implemented by means of the defense and discussion of legal cases.

Autonomous work of students, tutorials, drafting of theoretical and practical assignments and assessment activities. (5,5 ECTS, 121 hours). The methodology is adapted for each type of task (face-to-face tutorials, group tutorials, formative assessment, theoretical and practical written assessments, guided assignments).

Assesment task (18 hours). Studying and taking the final exams.

4.3. Syllabus

The course will address the following topics:

Topic 1. Tools for business and trade (I): regulation on securities and payment instruments.

Topic 2. Tools for business and trade (II): commercial and business contract law.

Topic 3. Institutions and contracts in the financial markets.

Topic 4. Insolvency Law.

4.4. Course planning and calendar

Activities and key dates

The academic calendar (class and non-class periods, holidays, etc.) can be consulted at the following address: <http://academico.unizar.es/calendario-academico/calendario>.

The dates on which exams will take place and the official exam dates for this subject can be consulted at the following address: <https://derecho.unizar.es/gradoderecho>.

Further information concerning the timetable, classroom, office hours, assessment dates and other details regarding this course, will be provided on the first day of class or please refer to the Faculty of Law website (<http://derecho.unizar.es>)

4.5. Bibliography and recommended resources

The study of Commercial and Business Law II and the correct development of the learning tasks requires:

1. The use of current commercial legislation. It is recommended to use consolidated legal texts published in the database of Spanish Official Journal (BOE) (<https://www.boe.es>)
2. The search and consultation of case-law, mainly of the Supreme Court, even if sometimes it may be necessary to consult case-law of the Constitutional Court, the EUCJ, the Provincial Appeal Courts, the National Court, the Commercial Courts?. The on-line databases Westlaw, CENDOJ, Curia, etc. enable students to carry out case-law searches.
3. The consultation of specific commercial law literature. Students must use the latest edition of the recommended bibliography. For further details concerning the bibliography please refer

to this link: <http://psfunizar7.unizar.es/br13/egAsignaturas.php?id=7125>. For students of the Doble Grado DADE (code 30518), please refer to <http://psfunizar7.unizar.es/br13/egAsignaturas.php?id=7167>.

Throughout the course, students will be informed, with reference to specific subjects and as the development of teaching makes it appropriate, about other relevant resources.

1. The materials provided or recommended by the professor.