



## Information about the subject

**Degree:** Bachelor of Science Degree in Criminology

**Faculty:** Faculty of Legal, Economic and Social Sciences

**Code:** 1300303 **Name:** Commercial Law

**Credits:** 6,00 **ECTS Year:** 3 **Semester:** 1

**Module:** Law

**Subject Matter:** Private law **Type:** Compulsory

**Field of knowledge:** Social and Legal Sciences

**Department:** Criminology

**Type of learning:** Classroom-based learning

**Languages in which it is taught:** Spanish

**Lecturer/-s:**

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## Module organization

### Law

Subject Matter	ECTS	Subject	ECTS	Year/semester
Public Law	42,00	Constitutional Law	6,00	1/1
		Criminal Law I	6,00	2/1
		Criminal Law II	6,00	2/2
		Criminal Proceedings	6,00	3/1
		Labour Law	6,00	3/1
		Legal Sociology	6,00	1/1
		Penology and Prison Law	6,00	3/2
Private law	12,00	Civil Law	6,00	1/2
		Commercial Law	6,00	3/1

## Recommended knowledge

There are no established ones, although it is recommended to have passed the subject of Civil Law.



## Learning outcomes

At the end of the course, the student must be able to prove that he/she has acquired the following learning outcomes:

- R1 Approaching the content and sources of commercial law.
- R2 Knowledge of the trader's legal status.
- R3 Identification of the types of commercial representation and their legal regime.
- R4 Understanding the general principles and operation of the Company Register.
- R5 The acquisition of fundamental knowledge of commercial accounting.
- R6 Knowledge of the concept and legal regime of the commercial establishment.
- R7 Approaching the competition law and intangible property law.
- R8 Acquiring the necessary skills for the exercise of legal disciplines: ability to analyze and solve legal problems, interpretation and reasoning of legal texts.
- R9 Training in the use of the main legal tools. Acquiring skills for the analysis and resolution of case studies.



## Competencies

Depending on the learning outcomes, the competencies to which the subject contributes are (please score from 1 to 4, being 4 the highest score):

BASIC		Weighting			
		1	2	3	4
CB1	Showing a command and understanding of knowledge in an area of study that is based on the general secondary education and that is usually at a level that implies the support on advanced textbooks but also the inclusion of knowledge from the cutting edge of their field of study.				X
CB2	Being able to apply their knowledge to their jobs or vocational activities professionally and holding the competences that are demonstrated through the elaboration and defence of arguments as well as the solution of problems within their area of study.				X
CB3	The ability to gather and interpret relevant data (normally within their area of study) so as to make judgements that include a reflection on relevant social, scientific or ethical issues.			X	
CB4	Being able to convey information, ideas, problems and solutions to a specialised or non-specialised public.				X
CB5	Having developed the learning abilities necessary to pursue postgraduate studies with a high degree of autonomy.				X
GENERAL		Weighting			
		1	2	3	4
CG1	Understanding and integrating the different theories and scientific knowledge developed by Social, Legal and Behavioural Sciences through a critical lens in order to understand the sociocultural and personal context of all the elements that integrate the crime sphere.			X	
CG2	Being able to assess the complexity and diversity of the criminal phenomenon in a global context.		X		



CG3 The capacity to apply the knowledge, skills and abilities acquired from an ethical and intellectually upright perspective with the aim of achieving a society whose fundamental pillars are Freedom, Justice, Pluralism and Equality.

X

SPECIFIC	Weighting			
	1	2	3	4
CE1 Understanding the importance of the Law as a system that regulates social relationships and adopting Ethics and intellectual integrity as essential values of the professional practice with the acquisition of ethical values and principles.				X
CE2 Knowing the social basis of norms, fundamental values of Law, their origin, organization, functioning, and application in the recognition of fundamental rights, public liberties and others enshrined in our legal system.				X
CE6 The capacity to understand the scope of both public and private law as an integrating element and guarantor of fundamental rights in its field of action, adopting a critical vision in the analysis of this system.				X



## Assessment system for the acquisition of competencies and grading system

Assessed learning outcomes	Granted percentage	Assessment method
R1, R2, R3, R4, R5, R6, R7, R8, R9	20,00%	Analysis and resolution of case studies.
R1, R2, R3, R4, R5, R6, R7, R8, R9	20,00%	Attendance and participation in class.
R1, R2, R3, R4, R5, R6, R7, R8, R9	60,00%	Exam or objective test to measure obtained competences.

### Observations

It will be necessary to obtain a 4 in the exam, which will preferably be oral, so that the percentages obtained from the marks of the practical part can be applied, as well as the mark obtained for attendance and participation in class and, thus, obtain the final grade for the subject, which obviously must be equal to or greater than 5. According to article 9 of the General Regulations for the Evaluation and Qualification of Official Teachings and Own Degrees of the UCV, the continuous evaluation system is the preferred evaluation system at the UCV.

The art. 10 allows, however, for those students who in a justified and accredited manner express their inability to attend in person (or to synchronous communication activities for virtual and/or hybrid teaching modalities), their evaluation on an extraordinary basis in the so-called single evaluation. Said single evaluation must be requested within the first month of each semester to the Dean of Faculty through the Vice-Deaneries or Master's Directorates, with the express decision on the admission of said request from the student concerned being the responsibility of this.

The evidence to be presented and/or the test/s to be carried out in the single evaluation by the student will be carried out through the same theoretical test as for the rest of the students and through a practical test consisting of the delivery of work and practices carried out. during the course, although the percentages awarded to the different evaluation instruments will be the following: 50% practical tests and 50% theoretical tests. The theoretical written tests can be replaced by the final oral test, this being the preferred modality for said evaluation system.



## CLASS ATTENDANCE IN FACE-TO-FACE DEGREES

In accordance with the development guidelines of the General Regulations for the Evaluation and Qualification of Official Teachings and Own Degrees of the UCV, in face-to-face degrees, class attendance with a minimum of 80% of the sessions of each subject will be required as a requirement to be evaluated. This means that, if a student does not attend the sessions of each subject, in a percentage greater than 20%, he/she will not be able to be evaluated, neither in the first nor in the second call, unless the person responsible for the subject, with the approval of the person responsible for degree, in view of duly justified exceptional circumstances, exempt from the minimum attendance percentage. The same criterion will be applicable for hybrid or virtual degrees in which teachers must maintain the same percentage in the requirement of "presence" in the different training activities, if any, even if these are carried out in virtual environments.

### MENTION OF DISTINCTION:

The mention of "Honors" may be awarded to students who have obtained a grade equal to or greater than 9.0. Their number may not exceed five percent of the students enrolled in a group in the corresponding academic year, unless the number of students enrolled is lower.

## Learning activities

The following methodologies will be used so that the students can achieve the learning outcomes of the subject:

- M1 Presentation of contents by the teacher, analysis of competencies, explanation and demonstration of abilities, skills and knowledge in the classroom.
- M2 Specific instructions about group and individual assignments for each topic.
- M3 Group work sessions supervised by the teacher. Study of legal cases, both real and fictitious, analysis, diagnosis, problems, field study, computer room, visits, data search, libraries, network, Internet, etc. Significant construction of knowledge through student interaction and activity. Critical analysis on values and social commitment.
- M4 Application of interdisciplinary knowledge.
- M5 Supervised monographic sessions with shared participation
- M6 Personalized attention and in small groups. Period of instruction and/or orientation carried out by a tutor with the objective of reviewing and discussing the materials and topics presented in the classes, seminars, readings, completion of assignments, etc.



- M7 Set of oral and/or written tests used in the initial, formative or summative evaluation of the student.
- M8 Group preparation of readings, assumptions and problem -olving to present, discuss or deliver in class or tutorial.
- M9 Student's study: Individual reading preparation, case studies, jurisprudence. Writings and papers to be presented or delivered in the classes or tutorials.

## IN-CLASS LEARNING

### IN-CLASS LEARNING ACTIVITIES

	LEARNING OUTCOMES	HOURS	ECTS
In-person class M1	R1, R2, R3, R4, R5, R6, R7, R8	20,00	0,80
Practical class M8	R1, R2, R3, R4, R5, R6, R7, R8	25,00	1,00
Seminar M4, M5	R1	2,50	0,10
Group work presentation M3, M8	R8, R9	5,00	0,20
Tutorial M6	R1, R2, R3, R4, R5, R6, R7, R8, R9	5,00	0,20
Evaluation M7, M9	R1, R2, R3, R4, R5, R6, R7, R8, R9	2,50	0,10
<b>TOTAL</b>		<b>60,00</b>	<b>2,40</b>

### LEARNING ACTIVITIES OF AUTONOMOUS WORK

	LEARNING OUTCOMES	HOURS	ECTS
Group work M2, M3, M6, M9	R1, R2, R3, R4, R5, R6, R7, R8	30,00	1,20
Individual work M6, M9	R1, R2, R3, R4, R5, R6, R7, R8	60,00	2,40
<b>TOTAL</b>		<b>90,00</b>	<b>3,60</b>





## Description of the contents

Description of the necessary contents to acquire the learning outcomes.

Theoretical contents:

Content block	Contents
TOPIC 1. SOURCES OF COMMERCIAL LAW. THE BUSINESSMAN AND THE COMPANY.	1.1. Historical formation of Commercial Law. 1.2. Concept of Spanish Commercial Law 1.3. Concept and types of sources. Hierarchy of sources. 1.3.1. Commercial Law. 1.3.2. Commercial uses. 1.3.3. Indirect sources: General Conditions of Contract and Commercial Jurisprudence. 1.4. Concept and types of commercial entrepreneur. The responsibility of the entrepreneur. The E.R.L. 1.5. Special reference to the commercial entrepreneur as a natural person. Exercise of commerce by a married person. 1.6. The legal status of the commercial entrepreneur. 1.6.1. Acquisition and loss of the status of entrepreneur. 1.6.2. Capacity to be an entrepreneur, prohibitions and incompatibilities to exercise commerce. 1.7. The economic notion of company. Classification. The company as an object of legal transactions.
TOPIC 2. COMMERCIAL REPRESENTATION. THE COMMERCIAL REGISTRY	2.1. Commercial representation. Concept and types of representation 2.2. The power of representation. 2.3. Representation exercised by representatives dependent on the merchant. 2.4. Independent representatives: The figure of the agent. 2.5. The Commercial Registry and legal commercial publicity. 2.6. Subjects and objects subject to registration. 2.7. Organization and functions of the Commercial Registry. 2.8. Basic principles of registration publicity.



## TOPIC 3. THE SOCIAL ENTREPRENEUR. CAPITAL COMPANIES.

3.1. General provisions and constitution. 3.2. Social contributions. 3.3. Regime of social participations. 3.4. Social bodies: 3.4.1. General meeting. Competence and types of meetings. 3.4.2. Administrative body. Competences and ways of organizing the administration. Duties and responsibilities of the administrators. 3.5. Modification of the statutes, increase and reduction of capital. 3.6. Transformation, merger and demerger. 3.7. Separation and exclusion of partners. 3.8. Dissolution and Liquidation.

## TOPIC 4. ACCOUNTING OBLIGATIONS

4.1. The obligation to keep accounts. 4.2. Accounting books. Protected interests. 4.3. Annual accounts. Structure, formulation, approval and filing. 4.4. The auditor.

## TOPIC 5. COMPETITION LAW

5.1. Concept of competition and prohibited conduct in Law 3/1991 on Unfair Competition. Illegal advertising. 5.2. The defence of competition.  
5.2.1. Restrictive agreements and concerted practices contrary to free competition.  
5.2.2. Abuse of dominant position.  
5.2.3. Concentrations of companies.

## TOPIC 6. INDUSTRIAL PROPERTY RIGHTS

6.1. General considerations on the protection of industrial property and distinctive signs.  
6.2. Patents for inventions.  
6.2.1. Regulatory framework. The Spanish patent system  
6.2.2. Concept and types. Patentability requirements. The content of the patent right.  
6.2.3. Special reference to work-related inventions  
6.3. The trademark.  
6.3.1. Concept, requirements and types  
6.3.2. The content and protection of the trademark right.  
6.3.3. Absolute and relative prohibitions.  
6.3.4. Assignment and license.  
6.3.5. Extinction of the trademark right.  
6.4. The trade name.

## TOPIC 7. PAYMENT INSTRUMENTS. MONEY AND SECURITIES

7.1. General theory of securities. Economic function.  
7.2. The bill of exchange, the check and the promissory note. 7.2.1. Formal obligations  
7.2.2. Exchangeable obligations



## TOPIC 8. COMMERCIAL CONTRACTING

8.1. Commercial contracts. Characterization and classification criteria. Commercial contracts and consumer protection.

8.2. Commercial sales. Obligations of the parties. Transfer of risk.

8.3. Commercial contracts. Commission, agency, distribution. The leasing contract and the franchise contract.

8.4. Banking contracts. Asset and liability transactions. The bank discount contract.

## TOPIC 9. ASSET INSOLVENCY. CREDITORS' MEETING.

9.1. Company crisis. Bankruptcy.

9.2. Objective and subjective assumptions. Bankruptcy administration.

9.3. Process outline. Termination of bankruptcy: agreement and liquidation.



## Temporary organization of learning:

Block of content	Number of sessions	Hours
TOPIC 1. SOURCES OF COMMERCIAL LAW. THE BUSINESSMAN AND THE COMPANY.	2,50	5,00
TOPIC 2. COMMERCIAL REPRESENTATION. THE COMMERCIAL REGISTRY	2,00	4,00
TOPIC 3. THE SOCIAL ENTREPRENEUR. CAPITAL COMPANIES.	6,00	12,00
TOPIC 4. ACCOUNTING OBLIGATIONS	3,50	7,00
TOPIC 5. COMPETITION LAW	2,50	5,00
TOPIC 6. INDUSTRIAL PROPERTY RIGHTS	2,50	5,00
TOPIC 7. PAYMENT INSTRUMENTS. MONEY AND SECURITIES	3,00	6,00
TOPIC 8. COMMERCIAL CONTRACTING	5,00	10,00
TOPIC 9. ASSET INSOLVENCY. CREDITORS' MEETING.	3,00	6,00

## References

BROSETA PONT, M.; MARTÍNEZ SANZ, F. Commercial Law Manual, Vol I. Ed. Técno. Madrid (27th edition) 2020. VICENT CHULIA, F. Introduction to Commercial Law, Tirant lo Blanch. Twenty-third edition. 2012. URÍA, R., MENENDEZ MENENDEZ, A. and others. Commercial Law Lessons, Civitas, Eleventh edition. 2013. Code of Commercial Laws Systematized Jurisprudence, Tirant lo Blanch. 2nd Edition 2018. Code of commerce and commercial legislation. Tecnos. Updated edition Sept.