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| General information | | | |
| Course co-ordinator | | Ante Vidović, LL.M., Senior Lecturer | |
| Course title | | COMPANY LAW | |
| Study programme | | Professional undergraduate study Accounting and Finance | |
| Course status | | Obligatory | |
| Year | Semester | 2 | III |
| Value of credits and lecturing procedures | | ECTS | 4 |
| | | Number of hours (Lectures+Exercises+Seminars) | 45 (30+0+15) |

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| 1. COURSE DESCRIPTION |
| <i>1.1. Objectives</i> |
| The objective of the course is to introduce the students with the basic terms and logic of the company law. Students will be introduced with the legal norms which determine the entities subject to the company law, their legal structure and position (status) of the stakeholders in trade. Students are expected to be able to recognize and apply the corresponding regulations of the Company Law as the general law of the status commercial law in their business practice and to make decisions on the status, regardless of the fact whether they work in the company or they are stakeholders or shareholders in the particular company or partnership. The contents of this course especially correlate with the course Contract Commercial Law and other courses referring to accounting and taxes due to the fact that the Companies' Act determines the start-up and organisation of a company. |
| <i>1.2. Course enrolment conditions</i> |
| None |
| <i>1.3. Expected outcomes of the course</i> |
| <ol style="list-style-type: none"> 1. to differentiate legal institutes: sole trader, enterprise, company, start-up, partnership and secret partnership 2. to divide the system of companies and analyse their characteristics 3. to solve some concrete issues and apply knowledge upon foundation and further functioning of companies and to liquidate a company, all based on the concrete documents presented during teaching 4. to present status and legal procedures of founding a company 5. to develop one's own viewpoints and values on the advantages and disadvantage of the specific types of companies 6. to present status and legal procedures of liquidating a company |
| <i>1.4. Course contents</i> |
| Introduction to Company Law and Commercial Contract Law (Legal Relations, Scope and Definition of Company Law and Commercial Contract Law). Right of companies (status) Terms (general) - Basic forms of business (business). Trader. Company. Enterprises. Sole trader and craftsman. Partnership - civil law. Start-up. Branch office. Company. Subject of business activities. Headquarters. Representation and procura as a special power of attorney. Court Register. Types of Companies (Special Part) - Public Company (concept and fundamental characteristics, legal relations between members, legal relationships of company and company members to third parties, reasons for termination and termination of company, termination of members' obligations, member exclusion). Economic interest association (concept and fundamental features, legal relations among members, legal relations of company and members towards the third parties, termination of company). Economic interest association. Joint Stock Company (concept and fundamental characteristics, founding, shares, temporary |

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| <p>and shareholder certificates, legal relationships of company and shareholders, company bodies, termination of company). Limited Liability Company (concept and core features, company and business shares, additional functions, corporate bodies, withdrawal of a business share, membership of a member, termination of a company). Possible business co-operation (ways of linking companies in general, contractual and factual linking - no entrepreneurial contracts in the narrow sense, entrepreneurial contracts, status changes). Transformation. Secret Partnership. Company of English Law.</p> | | | | | | | |
| 1.5. Teaching methods | | <input checked="" type="checkbox"/> lectures <input type="checkbox"/> instruction <input checked="" type="checkbox"/> guided discovery learning <input checked="" type="checkbox"/> discussion <input type="checkbox"/> group/team learning <input type="checkbox"/> _____ | | | | | |
| 1.6. Comments | | | | | | | |
| 1.7. Students' obligations | | | | | | | |
| <p>Attendance in classes – part time students are expected to be present at least 50% of the total teaching hours, whereas full time students are expected to be present at least 70% of the total teaching hours and a seminar paper on the topic determined by the lecturer.</p> | | | | | | | |
| 1.8. Monitoring students' accomplishments | | | | | | | |
| Attendance | 0.5 | Student's activity during lectures | 0.5 | Seminar paper | 1 | Experimental work | |
| Written exam | 1 | Oral exam | 1 | Essay | | Research work | |
| Project | | Permanent testing of student's knowledge | | Written presentation | | Practical work | |
| Portfolio | | Independent task solving | | | | | |
| 1.9. Measuring the achievements of learning outcomes and evaluation and assessment of the results of students' work | | | | | | | |
| <p>The workload factor of each learning outcome stated in the Chapter 1.3. totals 1. A half of the workload factor for each learning outcome represents a minimum threshold for the achievement of the this learning outcome. During the semester evaluated are student's activity and independent task-solving. Two mid-term exams are written in the semester. The final exam is written and oral. The final grade is based on the total sum of grades obtained in the written exam (60%), oral exam (30%) and the written and presented seminar paper (10%).</p> | | | | | | | |
| 1.10. Obligatory reading | | | | | | | |
| <ol style="list-style-type: none"> Gorenc, V.: <i>Pravo trgovačkih društava</i>, Visoka škola za poslovanje i upravljanje Baltazar Adam Krčelić, Zaprešić, 2011. Radni materijali s predavanja i vježbi – <i>PowerPoint</i> prezentacije autora, Vidović, A., 2018/19., RRiF Visoka škola za financijski menadžment | | | | | | | |
| 1.11. Optional reading | | | | | | | |
| <ol style="list-style-type: none"> Gorenc, V. et al.: <i>Komentar Zakona o trgovačkim društvima</i>, RRiF plus d.o.o., Zagreb, 2008. Priručnik <i>Zakon o trgovačkim društvima (redakcijski pročišćeni tekst)</i> RRiF plus d.o.o., Zagreb, 2015. Odabrani članci prema uputama predmetnog nastavnika iz stručnog časopisa <i>Pravo i porezi</i> (glavni urednik: Gorenc, V.) Odabrani članci prema uputama predmetnog nastavnika iz stručnog časopisa <i>Računovodstvo revizija i financije</i> (glavna urednica: Cirkveni Filipović, T.) | | | | | | | |

1.12. *Quality control which ensures the acquisition of the corresponding knowledge, skills and competences after the completion of the study.*

At the end of the semester the students fill in an anonymous questionnaire. The comments, suggestions and information in the questionnaire and the evaluation procedures are to be used to improve lectures, exercises and other ways of work with students. Self-evaluation of teaching staff is aimed at making some corrections in order to improve the quality of teaching.

1.13. *Expected competences*

- social and civil competences
- entrepreneurial skills
- founding and liquidating a company depending on its status