LAW FACULTY

I. SUBJECT DETAILS

Data on the subject	
Name	International Commercial Law
Degree	Grado en Traducción y RRII
Year	2017-2018
Nature	One term
ECTS Credits	4.5 ECTS
Department	Economic and Social Law
Area	Commercial Law

Data on the teaching staff	
Teaching staff	Dr. Ignacio Ramos Villar
Group	Grado en Traducción y RRII
e-mail	irvillar@comillas.edu
Office	Teacher´s room (5th floor)

Contribution of the degree to the professional profile
Examines the legal framework of Corporate Law, divided in three blocks. In the first block, businessmen and companies will be studied, including the types of companies, the incorporation of companies, the elements of companies, the life of the company and the bankruptcy of the company. In the second block, industrial law and competition law will be analysed. In the third block, contracts in an international context will be studied, including the international organizations and uniform rules promoting and governing international contracts, the structure of international contracts, the management of risk in international contracts (including credit risk and insolvency risk), and the main instruments and financing structures present in international contracts. These topics are considered generally and in specific comparative context across countries and across types of transactions.

II. COMPETENCES TO BE IMPROVED

Generic Competences
Instrumental
General basic knowledge in the field of study (CGS 11)

Decision-making and problem-solving (CGI 06)

Specific competences of the subject

Conceptual (knowing)

Gaining a broad view of rules governing International Comercial Law, its main areas and legal sources (CEA 04). Understanding the implications of companies and international contracts for business and market players.

Procedural (doing)

Developing a critical view on International Comercial Law issues and rules.

Professional (knowing how)

Properly appraising a contractual and/or business/financial risk situation under rules and practice, and extracting its legal and business consequences.

III.THEMATIC AREA AND CONTENT

BLOCK A. CORPORATE LAW - COMPANIES
Unit 1: Introduction to businessman and companies
1.1 Individuals and legal entities 1.2 Businessman and merchant 1.3 Types of companies: public limited companies, private limited companies, other types of entities
Unit 2: Elements of companies
2.1 Shares 2.2 Bodies: Board of Directors and General Meeting of shareholders
Unit 3: The life of the company
3.1 Incorporation 3.2 Increasing of capital and reduction of capital 3.3 Mergers, de-mergers, spin-off, assignment 3.4 Dissolution, liquidation and extinction
Unit 4: Bankruptcy
4.1 Scenario 4.2 Declaration. Administrators 4.3 Assets & liabilities 4.4 Outcome
BLOCK B. INDUSTRIAL LAW AND COMPETITION LAW
Unit 1: Industrial Law
1.1 Patents 1.2 Brands and trademarks
Unit 2: Competition Law
2.1 Forbidden practices and control thereof 2.2 Unfair competition
BLOCK C. CORPORATE LAW - CONTRACTS
AREA 1: INTERNATIONAL ORGANIZATIONS AND UNIFORM RULES
Unit 1: International Organizations.
1.1 WTO 1.2 UNCITRAL 1.3 ICC 1.4 The EU approach
Unit 2: Uniform rules
2.1 GATT 2.2 CISG

IV.BIBLIOGRAPHY AND RESOURCES

Basic Bibliography
Text books
Basic:
French, D., *Mayson, French & Ryan on Company Law*, 34th ed (Oxford University Press)
Anderson, *Technology Transfer: Law and Practice*, 3rd ed (Intl Specialized Book Serv., 2010).
Chow, DCK & TJ Schoenbaum, *International Business Transactions: Problems, Cases, and Materials*, 2nd edn (Aspen - Wolters Kluwer, 2010).
Folsom, RH, MW Gordon, JA Spanogle Jr and MP Van Alstine, *Principles of International Business Transactions*, 3rd edn (West, 2013).
Fellmeth, AX, *The Law of International Business Transactions*, 2nd edn (West, 2011).
Complementary:
Folsom, RH, MW Gordon & JA Spanogle Jr, *International Business Transactions: A Problem-Oriented Coursebook*, 10th edn (West, 2009).
Hoekman, BM & PC Mavroidis, *World Trade Organization (WTO): Law, Economics, and Politics* (Routledge, 2007).
Incoterms® 2010: ICC rules for the use of domestic and international trade terms (International Chamber of Commerce, 2010).
Liberman, A, P Chrocziel & RE Levine, *International licensing and technology transfer: practice and the law* (Kluwer Law International, 2008).
Marzorati, OJ, *Derecho de los negocios internacionales*, 3rd edn (Depalma, 2007).
Moss, G, IF Fletcher & S Issacs, *The EC Regulation on Insolvency Proceedings: A Commentary and Annotated Guide*, 2nd edn (Oxford University Press, 2009).
Schlechtriem, P & I Schwenzer, *Commentary on the UN Convention on the International Sale of Goods (CISG)*, 3rd edn (Oxford University Press, 2010).
Vagts, DF, WS Dodge & HH Koh, *Transnational Business Problems*, 4th edn (Foundation Press, 2008).
Virgós, M & F Garcimartín, The European Insolvency Regulation: Law and Practice (Kluwer Law International, 2004).
Websites
Provided during class and practical cases.
Notes
Provided during class.
Other material
Provided by the professor or indicated by professor, upon request.

V.TEACHING METHODOLOGY

General methodological aspects of the subject
Contact hours methodology: Activities

Classes will be based on practical lectures, cases, and court and arbitration decisions. Real-life agreements and templates will be provided and used actively.
     Practical cases will be focused on real-life scenarios.
     Students are expected to attend and participate actively in all the sessions.

Independent study methodology: Activities
Students are expected to prepare 2 practical exercises to be presented/discussed in class. Those exercises will complement their individual study of lectures, cases, court and arbitration decision and other materials provided.

SUMMARY OF STUDENT WORK HOURS			
Activity	Number of contact hours	Number of independent study hours	Total number of hours
Lecture	38	38	76
Practical class	7	14	21
Evaluation: exam	(3)	15,5	15,5+(3)
Evaluation: exam review	(0,5)		(0,5)
ECTS Credits: 4,5	45+ (3,5)	67,5	112,5+(3,5)

VI. GRADE EVALUATION AND CRITERIA

Evaluation Activities	Generic Competences	Indicators	Evaluation Weighting
Case studies and in-class presentation	- General basic knowledge in the field of study - Decision-making and problem solving abilities - Analysis and synthesis capacity (i.e. practical application of theoretical knowledge)	- Satisfactory resolution of practical cases - Quality of legal thinking and communication skills - Appropriate use of legal tools and sources - Appropriate use of legal terms and concepts in written expression - Ability to synthetize and systematically present ideas and concepts. - Identification and understanding of the problem raised in the facts of the case study - Quality of presentation and in-class discussion	30%
Evaluation: exam	- Developing a critical view on international trade-related and/or business transactions issues and rules - Practical application of theoretical knowledge - Trade-specific legal knowledge - Learning capacity - Analysis and synthesis capacity	- Both theoretical and practical understanding of the topics studied in class - Knowledge of the basic concepts and legal instruments studied in class - Appropriate use of legal English and legal terms/concepts studied in class - Quality of legal thinking and communication skills - Appropriate use of legal tools and sources - Ability to synthetize and systematically present ideas and concepts. - Identification and understanding of the problem raised in the facts of the case study	70%

Grades

The final exam will be written and shall comprise both theoretical and practical tasks. The written exam will address generic and specific competences as described above. It will comprise ten short questions, which may include one or two short case studies.

The grade of the written exam weighs 70% and the grade for case studies and in-class participation/presentation weighs 30% of the final grade in the course. The grade of the written exam passed in the third and subsequent extraordinary exam periods weighs 100% of the grade in the course. Outgoing students will be marked according to the grade obtained in the written exam in all exam periods, except for the first exam if they have delivered the corresponding case studies and in-class presentations.

For the regular extraordinary exam (*segunda convocatoria*), the grades for case studies and in-class presentation during the course will be taken into consideration for the grades. However, if the such case studies or in-class presentations have not been completed by the relevant student, the grade will be based exclusively on its exam grade