

DESCRIPTION OF THE COLLEGE

GENERAL INFORMATION		
Course Holder	Dr.sc. Marija Kovačević	
Name of the College	Company Law	
Study program	Professional Undergraduate Study of Finance and Business Law	
Status of the College	Mandatory	
Code	PD-23	
Year	Year 2	
Point value and method of teaching	ECTS Student Workload Coefficient	5
	Number of hours (P+V)	30+30

DESCRIPTION OF THE COLLEGE
1.1. <i>Objectives of the course</i> <i>The aim of this course is to develop the ability of students to master the basic concepts related to company law - a branch of law that deals with the study of companies as private law communities of persons who associate in legal work, in order to achieve a common goal. Within the course, students will: 1. get acquainted with the historical development of company law, the mutual relationship of company law with other branches of law, sources of company law and the subject of studying company law; 2. acquire knowledge of the basic concepts of company law such as company, registered office, subject of business and representation of companies; 3. Acquire knowledge about the advantages and disadvantages of certain forms of business entities in accordance with positive regulations in the Republic of Croatia; 4. distinguish the forms of affiliated companies and status changes of companies (mergers, mergers, divisions of capital companies and transformation of companies).</i> <i>Students are expected to develop:</i> • <i>General competencies:</i> - <i>Identifying key terms</i> - <i>systematic and meaningful argumentation of points of view</i> - <i>Written and oral expression.</i> • <i>Specific competencies:</i> - <i>interpret the basic concepts of company law</i>

- interpret institutes and common concepts to all companies - apply the regulations on the organization, functioning and management of the capital company - explain the organization and functioning of the society of persons - interpret status changes and types of related companies.
1.2. Requirements for enrolment in the course

1.3. Expected learning outcomes for the course
Students should be able to: 1. Interpret the basic concepts of company and company law 2. Interpret the institutes and concepts common to all companies 3. Apply regulations on the organization, functioning and management of joint-stock companies 4. Apply regulations on the organization, functioning and management of a limited liability company 5. Explain the rules and regulations on the organization and functioning of the society of persons 6. Distinguish between the types of status changes, the consequences of status changes and the types of related companies.
1.4. The content of the course
1. Introduction – historical development of company law, mutual relationship of company law with other branches of law, sources of company law, basic concepts of company law 2. Division and general characteristics of individual types of companies 3. Common provisions on companies 4. Company, subject of business, registered office, representation, court register 5. Joint Stock Company – General 6. Joint Stock Company – Establishment 7. Joint Stock Company – Bodies and Share Capital 8. Limited Liability Company – General 9. Limited Liability Company – Formation, Bodies, Share Capital 10. Simple limited liability company 11. Introduction to Partnership of Persons, General Partnership, Limited Partnership 12. Economic Interest Association, Secret Society, Partnership

13. <i>Status changes in companies</i> 14. <i>Affiliates</i>							
1.5. <i>Types of teaching (put X)</i>	☒ Lectures ☐ Seminars and workshops ☒ Exercises ☐ Distance education ☐ Field Teaching			☐ Independent tasks ☐ Multimedia & Network ☐ Laboratory ☐ mentoring work ☐ other _____			
1.6. <i>Obligations of students</i>							
<i>Student obligations are prescribed in detail by the Statute, the Study Regulations and the Instructions on Student Obligations. The key obligations of students are:</i> ATTENDANCE AT CLASSES: <i>students are obliged to attend classes, actively follow lectures and exercises and participate constructively in classes, and in order to acquire the right to take the exam, it is necessary to attend classes in the percentages prescribed by the Study Regulations. For each student, their presence in class is recorded through the Infoeduka digital office system. The minimum obligations are:</i> • <i>Full-time students must attend at least 70% of the total number of classes to be eligible to sign.</i> • <i>Part-time students need to attend at least 50% of the total number of teaching hours to be eligible to sign.</i> EXAM: <i>in order to achieve a positive grade in a subject, it is necessary to achieve at least 54 points in the subject, but also at least 50% of points for each learning outcome. The method of taking the exam is described in more detail in the item Assessment and evaluation of students' work during classes and at the final exam.</i> *CONTINUOUS ASSESSMENT OF KNOWLEDGE: <i>For more efficient progress of students in teaching, continuous examinations (2 intermediate exams) are carried out. In this way, students acquire smaller teaching units and master the subject material more easily.</i> **FINAL EXAM – <i>a student who did not meet the conditions for passing the exam during the continuous examination (achieved a total of at least 54 points in the course and met the lower point threshold for the acquisition of each learning outcome, i.e. at least 50% of the points of each learning outcome), may take the learning outcomes of the course at the final exam.</i>							
1.7. <i>Monitoring of student work (add X with the appropriate form of monitoring)</i>							
Attendance	X	Teaching activity		Term paper		Experimental work	
Written exam	X	Oral exam		Essay		Research	
Design		Continuous assessment*		Paper		Practical work	
Portfolio							
1.8. <i>Assessment and evaluation of students' work during classes and at the final exam</i>							

Assessment and evaluation of students' work during classes and at the final exam is carried out on the basis of the Study Regulations of the EFFECTUS University of Applied Sciences.

Allocation of points according to the forms of student work monitoring:

	Attendance	Written exam	Design	Practical work	Total
I1		16			16
I2		16			16
I3		16			16
I4		16			16
I5		16			16
I6		16			16
OUT OF THE BOX	4				4
TOTAL	4	96			100

Linking learning outcomes, teaching methods and methods of assessment of knowledge:

	FORMS OF TRACKING	NAME OF LEARNING OUTCOMES	TEACHING METHOD	METHOD OF ASSESSMENT KNOWLEDGE	Maximum number of rating points	
	Written exam	OUTCOME 1 Interpret the basic concepts of company and company law	Lecture	Exam in the form of an essay on a given topic	96	
			Asking questions			
			Discussion			
		OUTCOME 2 Interpret the institutes and concepts common to all companies	Lecture			
			Discussion			
			Open questions			
		OUTCOME 3 Apply regulations on the organization, functioning and management of joint-stock companies	Guided training			
			Training and feedback			
		OUTCOME 4 Apply regulations on the organization, functioning and management of a limited liability company	Guided training			
			Training and feedback			
		OUTCOME 5 Explain the rules and	Lecture			

		<i>regulations on the organization and functioning of the society of persons</i>	<i>Asking questions</i>		
		<i>OUTCOME 6 Distinguish between the types of status changes, the consequences of status changes and the types of related companies</i>	<i>Lecture</i>		
			<i>Open questions</i>		
<i>Attendance</i>		<i>All outcomes</i>	<i>Lectures and exercises</i>	<i>Attendance records</i>	<i>4</i>
<i>TOTAL POINTS</i>					<i>100</i>

<i>Type of student workload</i>	<i>Hours of student workload</i>	<i>ECTS credits</i>
Attending face-to-face classes	60	2
Field trips/visits outside the college	0	0
Independent study/research	15	0,5
Out-of-classroom preparation and preparation of seminars/presentations	0	0
Work on an out-of-classroom project assignment	0	0
Independent preparation for exams and exam time	60	2
Consultation activities	15	0,5
Other	0	0
TOTAL ECTS credits	150	5

JUDGING:

In order to achieve a positive grade in the course, the student must cumulatively meet two conditions: achieve a total of at least 54 (fifty-four) points in the course and meet the lower point threshold for the adoption of each individual learning outcome, which is 50% of the total points of the learning outcomes.

Grades are calculated based on the following distribution of points:

<i>NUMBER OF POINTS</i>	<i>RATING</i>
<i>0,00 – 53,90</i>	<i>Insufficient (1)</i>
<i>54,00 – 64,90</i>	<i>Sufficient (2)</i>
<i>65,00 – 79,90</i>	<i>Good (3)</i>

80,00 – 89,90	Very Good (4)
90.00 and more	Excellent (5)

The evaluation is carried out in a transparent manner by collecting points. The course is valued with 100.00 points (with the possibility of achieving an additional 8 points on the Challenge learning outcome).

CHALLENGE LEARNING OUTCOME - through the Challenge learning outcome, the student has the opportunity to earn an additional maximum of 8 points; the student independently chooses one of the activities proposed in the first lesson, and has the option to independently propose an activity by which he wants to increase the number of points and, with the consent of the course holder, achieves them according to the criteria of the subject. Additional points can also be achieved by active participation in classes (active participation in discussion, group work, answering questions, solving practical examples from practice) and practical work (writing homework – solving practical cases and writing short essays on a given topic). Points for the Challenge learning outcome are not distributed according to the learning outcomes, but the number achieved is an additional number of points to the total number of points achieved according to the learning outcomes.

Before taking the final written exam, each student must meet the prescribed conditions, which primarily means that they have attended the % of classes determined by the Study Regulations and that they have received an electronically encrypted permission to take the exam.

1.9. Required literature and number of copies in relation to the number of students currently attending classes in the course

<i>Title</i>	<i>Number of copies</i>	<i>Number of students</i>
<i>Petrović, Siniša; Ceronja, Petar: Fundamentals of Corporate Law, Faculty of Law, University of Zagreb, 2019.</i>	<i>5*</i> <i>*students receive compulsory literature in permanent ownership</i>	100
<i>Companies Act (Official Gazette No. 111/93, 34/99, 121/99, 52/00, 118/03, 107/07, 146/08, 137/09, 125/11, 152/11, 111/12, 68/13, 110/15, 40/19, 34/22, 114/22, 18/23)</i>	-	-
<i>Materials from the lecture</i>		

1.10. Supplementary literature

Barbić, Jakša, Corporate Law, Book One - General Part, Organizer, Zagreb, 2008, Barbić, Jakša, Corporate Law, Book Two, Capital Companies, Volume I – Joint Stock Company, Organizer, Zagreb, 2020 (or newer edition)

Barbić, Jakša, Corporate Law, Book Two, Capital Companies, Volume II - Limited Liability Company, Mutual Insurance Company, Credit Union, European Company – Societas Europea, Organizer, Zagreb, 2020 (or newer edition) Barbić, Jakša, Corporate Law, Book Three – Companies of Persons, Organizer, Zagreb, 2002. Gorenc, Vilim; Ćesić Zlatko et al., Commentary on the Companies Act, RRiF, Zagreb, 2008. Court Register Act (Official Gazette No. 1/95, 57/96, 1/98, 30/99, 45/99, 54/05, 40/07, 91/10, 90/11, 148/13, 93/14, 110/15, 40/19, 34/22, 123/33)

1.11. Quality monitoring methods that ensure the acquisition of output knowledge, skills and competences

- *statistical processing and analysis of exam results (checking the Gaussian curve - normal distribution of success, comparing and monitoring exam results of different generations, analysis of understanding of individual modules/questions on the exam, etc.),*
- *conducting a survey among students,*
- *evaluation and self-evaluation of teachers,*
- *achieved results, level of understanding and knowledge during the preparation of the seminar paper,*
- *the achieved results and the level of knowledge presented during the preparation and defense of the final thesis (of students who choose the graduate thesis in this subject),*
- *analysis of the reports of the head of the quality center, and*
- *Feedback from students who have already graduated about the usefulness of the content of this course in the performance of the tasks they are engaged in.*