

UNIVERSITY OF ECONOMICS - VARNA
FACULTY OF „FINANCE AND ACCOUNTING “
DEPARTMENT „LEGAL STUDIES “

Adopted by the FC (record №/ date):

Adopted by the DC (record №/ date):

ACCEPTED BY:

Dean:

(Assoc. Prof. Hristina Blagoycheva, PhD)

SYLLABUS

SUBJECT: COMMERCIAL LAW”;

DEGREE PROGRAMME: „Accounting “; BACHELOR’S DEGREE

YEAR OF STUDY: 2; SEMESTER: 4;

TOTAL STUDENT WORKLOAD: 180 h.; incl. curricular 60 h.

CREDITS: 6

DISTRIBUTION OF WORKLOAD ACCORDING TO THE CURRICULUM

<i>TYPE OF STUDY HOURSE</i>	WORKLOAD, h.	TEACHING HOURS PER WEEK, h
CURRICULAR: incl. <ul style="list-style-type: none">• LECTURES• SEMINARS (lab. exercises)	30 30	2 2
EXTRACURRICULAR	120	-

Prepared by:

1.
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2.
(Assist. Prof. Diana Dimitrova, PhD)

Head of department:
„Legal studies “ (Assoc. Prof. Andriyana Andreeva PhD)

I. ANNOTATION

The goal of the course is providing of specialized knowledge about the legal-organizational forms for performing business activity, the requirements for the merchants and the particular types of commercial transactions. In the thematic content are also included special procedures, regulated in the Commerce act – transformation, liquidation and bankruptcy.

The expected results from the course are: good knowledge of the legal regime of the merchants, knowledge and work with the normative framework, differentiating the commercial transactions, forecasting of insolvency and bankruptcy, ability in negotiating and defining the content of commercial transactions. Based on this knowledge the students shall have the opportunity to acquire following competence and skills: adequate solving of particular practical cases, orienting in the normative framework, developing by themselves basic contracts in the merchants practice, initiating changes in the merchants files, orienting and evaluating in particular practical situations. Parallel with this through self-training they may also widen their knowledge in particular specific directions: banking and insurance sphere, commercial transactions, bankruptcy and its preventing.

The team's efforts are directed to the concrete practical skills of the students, in result of the knowledge, which they will acquire during the lecture course. For this goal they work during the course with normative acts, relevant court practice and interpretative decisions of the Supreme court. The relation to the practice and the business is of main importance for the educational process. That is why during the course the students have the opportunity to visit the court for hearings in commercial cases.

II. THEMATIC CONTENT

No. по ред	TITLE OF UNIT AND SUBTOPICS	NUMBER OF HOURS		
		L	S	L.E.
UNIT 1. GENERAL DOCTRINE ABOUT THE MERCHANT		2	2	
1.1	Concept of merchant. Types. General legal marks. Concept of firm, seat and registered office	1	1	
1.2	Legal regime of the enterprise. Sales representative – types, rights and obligations	1	1	
UNIT 2. CONCEPT OF COMPANY		2	2	
2.1	Companies. Types. Formation of a company. Personal companies	1	1	
2.2	Legal regime of the rights and obligations of the partners in the personal companies. Management. Dissolution	1		
UNIT 3. LIMITED LIABILITY COMPANY		2	2	
3.1	General characteristic. Capital and shares. Rights and obligations of the partners	1	1	
3.2	Increase and reduction of the capital. Management organs. Dissolution	1	1	
UNIT 4. JOINT STOCK COMPANY		2	2	
4.1	Incorporation. Concept of share and legal regime. Debentures in the joint stock company. Capital – concept, increase, reduction	1	1	
4.2	Management systems. Management organs – convening, competence, taking effect of resolutions, Dissolution of the company	1	1	
UNIT 5. LIMITED PARTNERSHIP		2	2	
5.1	Formation. Rights and obligations of the partners	1	1	
5.2	Organs for management. Types. Convening. Majority for decisions. Dissolution.	1	1	

UNIT 6. LIQUIDATION		2	2	
6.1	Grounds for liquidation of the company. Concept of liquidation. Start of the procedure. Liquidator – rights and obligations	1	1	
6.1	Phases of the liquidation procedure. Content. Deletion of the company	1	1	
UNIT 7. TRANSFORMATION OF COMPANIES		2	2	
7.1	Forms. Legal regime. Factual content of the transformation	1	1	
7.2	Protection of the rights of the creditors, partners and third persons in the transformation	1	1	
UNIT 8. COMMERCIAL TRANSACTIONS		2	2	
8.1	Concept of commercial transaction. Criteria for determination of the commercial character of the transaction. Types	1	1	
8.2	Concluding of commercial transaction. Specialities. Performance and non-performance of the commercial transactions.	1	1	
UNIT 9. COMMERCIAL SALE		2	2	
9.1	Concept of commercial sale. General characteristics. Types. Ownership and obligation operation of the contract	1	1	
9.2	Special commercial sales – legal regime. Transit sale. Installment sale. Sale with buy-back clause. Sale with advanced payment of the price. Sale at public auction with open bidding.	1	1	
UNIT 10. LEASING. MANDATE TRANSACTIONS		2	2	
10.1	Leasing contract – definition and types. Rights and obligations of the parties. Termination	1	1	
10.2	Commission merchant and forwarding contract. Rights and obligations of the parties. Termination	1	1	
UNIT 11. COMMERCIAL BANKRUPTCY		2	2	
11.1	Concept of commercial bankruptcy. Definition. General characteristics. Preconditions for institution of the proceedings	1	1	
11.2	Declaration ruling for institution of the proceedings. Consequences for the debtor, creditor and third persons	1	1	
UNIT 12. BANKRUPTCY ESTATE		2	2	
12.1	Bankruptcy estate – definition. Content. Function	1	1	
12.2	Security measures for completing the bankruptcy estate. Security measures.	1	1	
UNIT 13 CLAIM OF RECEIVABLES		2	2	
13.1	Claim of receivables by the creditors. Approved list of claims. Powers of the court.	1	1	
13.2	Reorganization plan. Structure, financial and legal measures for reorganization of the enterprise	1	1	
UNIT 14. ORGANS IN THE PROCEDURE		2	2	
14.1	Legal situation of the trustee in bankruptcy. Requirements for appointment of the trustee in bankruptcy	1	1	
14.2	Powers of the trustee in bankruptcy. Rights and obligations. Liability of the trustee in bankruptcy – types and consequence. Discharge	1	1	
UNIT 15. MEETING AND COMMITTEE OF THE CREDITORS		2	2	
15.1	Meeting of the creditors. Constitution. Convening and majority in decision making. Competence.	1	1	
15.2	Creditors Committee – content and powers	1	1	
Total:		30	30	

III. FORMS OF CONTROL:

No. by row	TYPE AND FORM OF CONTROL	№	extra-curricular, h.
1.	Midterm control		
1.1.	Work with normative acts and documents	2	5
1.2.	Cases	5	40
1.3.	Test	8	70
1.4.		15	115
Total midterm control:			
2.	Final term control		
2.1.	Examination (test)	1	5
Total final term control:		1	5
Total for all types of control:		16	120

IV. LITERATURE

REQUIRED (BASIC) LITERATURE:

1. Бъчварова, М. Р.Рачев, Ж.Матеева. Търговско и облигационно право. Варна, Наука и икономика. 2015 г.
2. Голева, П. Търговско право. Книга първа. Търговци. С., 2018
3. Калайджиев, А. Търговско право. Обща част. С., 2015
4. Стефанов, Г. Хр. Дочев. Търговско право. Мартилен. 2019
5. Герджиков, О. Търговски сделки. С., Труд и право. 2015
6. Григоров, Г. Търговска несъстоятелност. Сиби, С., 2017

RECOMMENDED (ADDITIONAL) LITERATURE:

1. Стефанов, Г. Еднолични търговски дружества. Труд и право, С., 2015
2. Бъчварова, М. Специфични ненаименувани търговски договори- институт на договорното право. Варна, Наука и икономика. 2015
3. Търговска несъстоятелност- правни и икономически теоретико-приложни аспекти. Варна, Наука и икономика. 2018
4. Особенности в правния режим на търговската продажба. Правото и бизнесът в съвременното общество. Варна, Наука и икономика. 2010, с. 102-11
5. Неплатежоспособност-понятие и презумпции за доказване. Ролята на правото в съвременната икономика. Варна, Наука и икономика. 2017. с. 61-69
6. Владова, В. Клаузата форсмажор в търговските договори. Известия. Икономически университет-Варна, 2019, бр. 1, с. 40-52
7. Цветковска, М. За характера на отговорността на управителя на дружеството с ограничена отговорност. Известия. ИУ-Варна, 2019, бр. 2, с.141-155