

Company law

Subject code	Case status	Semester	Number of ECTS credits	Lesson fund
	Obliged	IV	6	60+15/4+1
Study programs for which it is organized: Academic basic studies of the FACULTY OF LAW, law department - PODGORICA, (studies last 6 semesters, 180 ECTS credits).				
Prerequisites for other subjects: It is not conditioned by passing an exam in another subject.				
Objectives of studying the subject: At the end of the course from this subject, the student should be able to define and discuss different forms (methods) of performing economic activity, including economic companies and entrepreneurs; to define and explain their ownership, management and organizational structure; to simulate and demonstrate the process of establishment, connection and termination of business companies.				
Learning outcomes: at the end of the course, the student should: 1. define and explain certain forms of business companies; 2. differentiates, classifies individual forms of business companies and compares their advantages and disadvantages; 3. correctly interprets and applies the regulations governing certain forms of business companies that are relevant for their establishment, organization and termination; 4. analyzes the specific factual situation related to the legal position and organization of the specific business company for the purpose of correct application of legal rules; 5. determine and evaluate the relevant facts in the process of establishment and termination of a business company and the decision-making process by the bodies of that company; 6. prepare and draw up the articles of incorporation necessary for the registration of a business company, which in terms of basic elements and content are harmonized with the props and will of the founder.				
Name and surname of teachers and associates: Prof. Dr. Vladimir Savković – teacher;				
Method of teaching and mastering the material: Teaching methods include lectures, discussions, research and written projects or seminars, and individual assignments and activities				
Practical classes it is carried out during the part of the hours scheduled for lectures (10 hours) and exercises (15 hours) and includes: lectures by guest lecturers, visits to the Commercial Court, visits to the Securities Commission of Montenegro, visits to the Central Depository Agency, familiarization with judicial practice (in court / or as part of teaching at the faculty), analysis of court practice by students in the form of seminar papers.				
Course content:				
Preparatory weeks	Subject information;; Sources; Forms of performing priv. activities; Individual trader; Business companies (concept and types; Systems of establishment; Registration; Legal subjectivity, Individualization; Representation; Breakthrough of legal personality; Partnership (concept, nature, delimitations, pro&con, essential elements, establishment, mutual relations of partners; towards third parties; property; dissolution); Limited partnership (term, characteristics, pro&con, establishment, mutual relations of members, termination); Limited liability company (term, single member, characteristics, pro&con, establishment, bodies, capital, termination); Joint-stock company 1 (term, characteristics, single member, pro&con, shareholder rights and obligations).			
And Sunday	Practical classes – Visit to the Commercial Court (venue: Commercial Court Podgorica); analysis of court practice (venue: Faculty of Law - hall II);			
II Sunday	Joint-stock company2 (methods of establishment, organizational structure: assembly, board of directors, executive director, secretary, auditor);			
III Sunday	Practical classes – Visit to the Securities Commission (venue: Podgorica Securities Commission); analysis of practical examples (venue: Faculty of Law - hall II);			
IV Sunday	Ord. COLLOQUIUM (subject included in the cycle of lectures from February 5 - March 12 / Chapter 1-6 of the Textbook);			
V Sunday	Joint stock company 3 (financial structure ad: share capital; shares, bonds; capital increase and decrease);			
VI Sunday	Pop. COLLOQUIUM (includes the material covered for the regular colloquium);			
VII Sunday	Joint stock company 4 (Increase, decrease of capital; Acquisition of own shares; Dividends; Termination) Restructuring of companies (mergers, mergers, divisions, changes in organizational form);			
VIII Sunday	Practical classes – Visit to the Central Depository Agency (venue: Central Depository Agency Podgorica); analysis of practical examples (venue: Faculty of Law - hall II);			
IX Sunday	Termination business companies (liquidation and bankruptcy); Reorganization of a company in bankruptcy;			
X Sunday				
XI Sunday				
XII Sunday				
XIII Sunday				
XIV Sunday				
XV Sunday				
June 2018				
June 2018	Final test (Subject covered in the cycle of lectures from March 26 - May 14 / Chapter 7-12 of the Textbook); Completion of final exams (includes the subject covered for the final exam)			
Student workload				
Weekly		In the semester		
6 credits x 40/30 = 8 hours Structure: 4 hours lectures 1 hour exercises 3 hours individual work of the student (preparation for laboratory exercises, colloquiums, homework) including consultations		Classes and final exam: (8 hours) x 16 = 128 hours Necessary preparation before the beginning of the semester (administration, enrollment, certification): 2 x (8 hours) = 16 hours Total workload for the course: 6 x 30 = 180 hours Supplementary work for exam preparation in the make-up exam period, including taking the make-up exam from 0 - 30 hours. Load structure: 128 hours (teaching) + 16 hours (preparation) + 30 hours (additional work)		
Students are required to attend classes, participate in debates and take tests. Students who prepare a seminar paper, as a rule. they defend it publicly, while other students participate in the debate after the presentation of the work.				

Literature: A) Mandatory reading: Dragan Radonjić: "Corporate Law" (textbook), Podgorica, 2008; B) Additional literature: "Commentary on the Law on Business Companies", Podgorica, 2003; Law on Business Companies ('Official Gazette of the Republic of Montenegro', 06/02, 17/07, 80/08) and Law on Insolvency of Business Companies ('Official Gazette of the Republic of Montenegro', 06/02, 0106, 02/07, 62/ 08);

Forms of knowledge testing and assessment:(total 100 points)

- Colloquium in the form of a test (enables the acquisition of up to 50 points). A student who takes a remedial colloquium will have his points from the regular colloquium canceled.
- Practical teaching and seminar work with a defense of up to 10 points (seminar teaching is realized in classes intended for exercises);
- Final exam in the form of a test – (enables the acquisition of up to 40 points).
- **The student has passed the exam if he cumulatively collects at least 50 points on all forms of knowledge testing. and the grade is determined according to the scheme below).**

Number of points	90 - 100	89 - 80	79 - 70	69 - 60	59 - 50
Grade	A	B	C	D	E

Special indication for the subject:

Consultations with students: Wednesdays from 10 am to 11 am.

Name and surname of the teacher who prepared the data: Prof. Dr. Vladimir Savković