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**Federal State Autonomous Educational Institution of Higher Education
PEOPLES' FRIENDSHIP UNIVERSITY OF RUSSIA
RUDN University named after Patrice Lumumba**

LAW INSTITUTE

educational division (faculty/institute/academy) as higher education programme developer

COURSE SYLLABUS

COMMERCIAL LAW AND CORPORATIONS

course title

Recommended by the Didactic Council for the Education Field of:

40.03.01 JURISPRUDENCE

field of studies / speciality code and title

The course instruction is implemented within the professional education programme of higher education:

BACHELOR OF LAWS (LLB)

higher education programme profile/specialisation title

1. COURSE GOAL(s)

The goals of the course are:

1. to form a student's understanding of the legal regulation of entrepreneurial activities of legal entities and individual entrepreneurs in various fields;
2. to develop the skills of free use of the conceptual apparatus in the field of legal regulation of entrepreneurial activity;
3. to facilitate gaining skills in the practical application of legal norms governing the activities of commercial organizations and individual entrepreneurs in various fields;
4. to implement the skills of analysis and application of the norms of substantive and procedural law in the field of protecting the rights of entrepreneurs.

2. REQUIREMENTS FOR LEARNING OUTCOMES

Mastering the course (module) Commercial Law and Corporations intends to train and guide students to achieve the development of following competences (competences in part):

Table 2.1. List of target competencies (parts of competencies)

Code (GC, GPC, PC)	Competence	Competence indicators
GC-2.	GC-2. Can specify the range of tasks within the goal and choose the best ways to complete them based on the current legal norms, available resources and restrictions.	GC-2.3. Identifies the available resources, restrictions and the current legal norms based on the tasks given;
GPC-1	GPC-1. Can analyze the main patterns of formation, implementation and development of law.	GPC-1.1. Knows the basics of the history of law, its nature and patterns; GPC-1.2. Uses legal methodology in order to analyze the main patterns of formation, implementation and development of law; GPC-1.3. Formulates and explains their position to complete professional tasks using relevant legal information
GPC-2	GPC-2. Can apply the norms of substantive and procedural law to solve professional problems	GPC-2.1. Knows the system of branches, institutions and sources of law, understands the specifics of implementation and interaction of norms of substantive and procedural law; GPC-2.2. Identifies and analyzes facts of law, legally significant facts and circumstances to apply specific norms of substantive and procedural law; GPC-2.3. Makes legally relevant decisions and formalizes them in strict accordance with the norms of substantive and procedural law.
GPC-4.	GPC-4. Can interpret legal norms in a professional way.	GPC-4.1. Understands the nature and significance of legal norms and their interpretation in the legal profession; GPC-4.2. Has mastered the skills to apply various methods of interpreting laws, identify conflicts of laws and gaps in legal regulation; GPC-4.3. Masters the skills of presenting the results of legal interpretation and using them in implementation of law.

Code (GC, GPC, PC)	Competence	Competence indicators
GPC-5.	GPC-5. Can use their speaking and writing skills in a cohesive, well-reasoned and logical way with a uniform and correct use of professional legal terminology.	GPC-5.3. Correctly uses legal terminology in professional communication.
GPC-6.	GC-6. Can manage their time, build and implement a personal development plan based on the principles of lifelong learning.	GC-6.1. Develops and uses tools and methods of time management and control to complete specific tasks, projects, goals; GC-6.2. Analyzes the main opportunities and tools of continuing education based on their interests and needs, considering such criteria as conditions, tools, personal opportunities, career growth stages, personal development timeframe and labor market requirements; GC-6.3. Sets personal development goals and professional growth priorities;
GPC-8	GPC-8. Can obtain relevant legal information in a purposeful and efficient way from various sources, including legal databases, to complete specific professional tasks using information technology and considering information security requirements.	GPC-8.1. Can obtain relevant legal information from various sources, including legal databases, processes and arranges it based on the goal; GPC-8.2. Uses information technology to complete specific professional tasks; GPC-8.3. Demonstrates the readiness to complete professional tasks while considering information security requirements.
PC-1	PC-1. Can draft regulatory acts, formulate legal norms for various levels of rulemaking and areas of professional activity.	PC-1.1. Identifies the societal need for legal regulations of public relations in a particular area as well as gaps and conflicts in the current legislation and has the tools to overcome and eliminate them;
PC-2	PC-2. Can apply legal norms in specific legal areas and use them in the way prescribed by law	PC-2.1. Demonstrates specific knowledge of the implementation of law, knows the procedure for carrying out the duties of jurisdictional bodies responsible for the implementation of law; PC-2.2. Has mastered the skills of analyzing the facts of the case, qualifying the facts of law and legal relations that arise due to them, identifies legally significant circumstances; PC-2.3. Carries out the correct choice of the legal norm to be applied and the method of its interpretation; PC-2.4. Has mastered the methods of searching for cases of implementation of law and monitoring it in order to complete professional tasks; PC-2.5. Develops options for legal actions in strict accordance with the legislation and makes decisions in the form prescribed by law.

At the end of this course, students will:

know

- methods of search and analysis of law enforcement practice in the field of regulation of entrepreneurs' activities;
- ways to choose the best options for solving non-standard situations of law enforcement practice to protect the rights of entrepreneurs;
- a system of branches, institutions and sources of various branches of law necessary to ensure and implement the activities of entrepreneurs;
- rules for the use of legal technique in the preparation of regulatory legal acts and other legal documents.

able to

- make legally significant decisions and formalize them in accordance with the norms of substantive and procedural law in the business sphere;
- choose the norms necessary for practical application that regulate the activities of entrepreneurs;
- analyze the actual circumstances of the case, qualify the legal facts and the legal relations arising in connection with them in the business sphere;
- receive from various sources, including legal databases, legally significant information, process and systematize it in accordance with the goal.

3.COURSE IN HIGHER EDUCATION PROGRAMME STRUCTURE

The course refers to the core/variable/elective* component of (B1) block of the higher educational programme curriculum.

* - Underline whatever applicable.

Within the higher education programme students also master other (modules) and / or internships that contribute to the achievement of the expected learning outcomes as results of the course study.

Table 3.1. The list of the higher education programme components/disciplines that contribute to the achievement of the expected learning outcomes as the course study results

Competence code	Competence descriptor	Previous courses/modules*	Subsequent courses/modules*
GC-2.	GC-2 Can specify the range of tasks within the goal and choose the best ways to complete them based on the current legal norms, available resources and restrictions.	Philosophy Theory of State and Law Constitutional Law Administrative Law	Criminal Procedure and Forensic Science Financial Law and Tax Law Environmental Law and Land Law
GPC-1	GPC-1. Can analyze the main patterns of formation, implementation and development of law.	Theory of State and Law / History of State and Law of Foreign Countries / History of Russian State and Law / Civil Law / Civil and Arbitration Procedure / International Public Law / Roman Law / Comparative Civil and Commercial Law / Work Experience (Judicial) Internship	International Private Law / Commercial Law and Corporations / Work Experience (Pre-graduation) Internship /

Competence code	Competence descriptor	Previous courses/modules*	Subsequent courses/modules*
GPC-2	GPC-2. Can apply the norms of substantive and procedural law to solve professional problems.	History of State and Law of Foreign Countries / History of Russian State and Law / Civil Law / Comparative Civil and Commercial Law Civil and Arbitration Procedure / International Public Law / Comparative Law Studies / Work Experience (Judicial) Internship /	Civil and Arbitration Procedure Financial Law and Tax Law International Public Law Labor Law International Private Law Commercial Law and Corporations Comparative Law Studies Comparative Criminal Law Comparative Administrative Law and Justice Comparative Civil and Commercial Law / Comparative Criminal Procedure Comparative Civil Procedure Comparative Financial and Tax Law
GPC-4.	GPC-4. Can interpret legal norms in a professional way.	Constitutional Law Administrative Law	Criminal Law Civil and Arbitration Procedure Financial Law and Tax Law International Public Law / Labor Law International Private Law / Commercial Law and Corporations /
GPC-5.	GPC-5. Can use their speaking and writing skills in a cohesive, well-reasoned and logical way with a uniform and correct use of professional legal terminology.	Theory of State and Law History of State and Law of Foreign Countries	Civil and Arbitration Procedure Criminal Procedure and Forensic Science Legal Research and Reasoning
GPC-6.	GC-6. Can manage their time, build and implement a personal development plan based on the principles of lifelong learning.	Constitutional Law / Administrative Law	Civil and Arbitration Procedure Financial Law and Tax Law Labor Law International Private Law / Commercial Law and Corporations
GPC-8	GPC-8. Can obtain relevant legal information in a purposeful and efficient way from various sources, including legal databases, to complete specific professional tasks using information technology and considering information security requirements.	Information Technologies in Legal Practice (Fundamentals of Legal Tech) / Civil Law / Civil and Arbitration Procedure Computer Science / Comparative Civil and Commercial Law / Work Experience (Judicial) Internship /	International Private Law / Commercial Law and Corporations / Law and Artificial Intelligence / Data Regulation and Protection in Digital Age / Communications and Internet Law and Policy / Legal Design / Legal Tech: Advanced Course / Workshop "Procedural Documents in Civil Cases" / Workshop "Negotiations and Contracts" / Work Experience (Pre-graduation) Internship /
PC-1	PC-1. Can draft regulatory acts, formulate legal norms for various levels of rulemaking and areas of professional activity.	Theory of State and Law / Administrative Law / Constitutional Law / Civil Law / Financial Law and Tax Law / International Public Law / Educational Internship /	International Private Law / Commercial Law and Corporations
PC-2	PC-2. Can apply legal norms in specific legal areas and use them in the way prescribed by law	Theory of State and Law Constitutional Law Administrative Law	Civil and Arbitration Procedure Financial Law and Tax Law International Public Law Labor Law International Private Law Commercial Law and Corporations

Competence code	Competence descriptor	Previous courses/modules*	Subsequent courses/modules*
			Theory of Legal Argumentation Law Workshop "Procedural Documents in Civil Cases" Workshop "Procedural Documents in Administrative

* To be filled in according to the competence matrix of the higher education programme.

4. COURSE WORKLOAD AND ACADEMIC ACTIVITIES

The total workload of the course is 3 credits (108 academic hours).

Table 4.1. Types of academic activities during the periods of higher education programme mastering (**full-time training**) *

Type of academic activities	Total academic hours	Semesters/training modules			
		7/13	7/14	8/15	8/16
<i>Classroom learning, academic hours</i>	32		32		
including:					
Lectures (LC)	16		16		
Lab work (LW)					
Seminars (workshops/tutorials) (S)	16		16		
<i>Self-studies</i>	49		49		
<i>Evaluation and assessment (exam/passing/failing grade)</i>	27		27		
Course workload	academic hours	108		108	
	credits	3		3	

Table 4.2. Types of academic activities during the periods of higher education programme mastering (**part-time training**)*

Type of academic activities	Total academic hours	Semesters/training modules			
		1	2	3	4
<i>Classroom learning, academic hours</i>					
including:					
Lectures (LC)					
Lab work (LW)					
Seminars (workshops/tutorials) (S)					
<i>Self-studies</i>					
<i>Evaluation and assessment (exam/passing/failing grade)</i>					
Course workload	academic hours				
	credits				

* To be filled in regarding the higher education programme part-time training mode.

Table 4.3. Types of academic activities during the periods of higher education programme mastering(*correspondence training*)*

Type of academic activities	Total academic hours	Semesters/training modules			
		1	2	3	4
Classroom learning, academic hours					
including:					
Lectures (LC)					
Lab work (LW)					
Seminars (workshops/tutorials) (S)					
Self-studies					
Evaluation and assessment (exam/ passing/failing grade)					
Course workload	academic hours				
	credits				

* To be filled in regarding the higher education programme correspondence training mode.

5. COURSE CONTENTS

Table 5.1. Course contents and academic activities types

Course module title	Course module contents (topics)	Academic activities types
Chapter 1. General Provisions on Business Law	<ol style="list-style-type: none"> 1. The concept and principles of business law 2. Business law and its place in the Russian legal system 3. Sources of business law. Constitutional foundations of entrepreneurship. 	LC, S
Chapter 2. Entrepreneurial activity and its legal regulation	<ol style="list-style-type: none"> 1. The concept and signs of entrepreneurship and entrepreneurial activity 2. Legal regulation of entrepreneurial activity — the sphere of interaction between private law and public law relations 3. Features of the application of sources of business law 4. Application of foreign law 5. Guarantees for exercising the right to engage in entrepreneurial activity. 	LC, S
Chapter 3. Legal status of an individual entrepreneur	<ol style="list-style-type: none"> 1. The right to engage in entrepreneurial activity: the grounds for the emergence and methods of exercising the right to engage in entrepreneurial activity 2. The concept and types of business entities 3. Rights and obligations of an entrepreneur and their legal consolidation 4. Responsibility of the entrepreneur for the improper exercise of his rights and performance of obligations 5. Bankruptcy of individual entrepreneurs. 	LC, S
Chapter 4. Property basis of entrepreneurial activity	<ol style="list-style-type: none"> 1. Property as the basis of entrepreneurial activity 2. Property, other rights in rem and entrepreneurship 3. Formation of the property basis of entrepreneurial activity. 	LC, S

Course module title	Course module contents (topics)	Academic activities types
Chapter 5. Organizational and legal foundations of entrepreneurial activity	1.1. 1. Corporate and unitary forms of entrepreneurial activity 1.2. 1.1. Business partnerships and companies: common features and distinctive features 1.3. 1.2. Partnerships: full and by faith 1.4. 1.3. Limited and additional liability companies 1.5. 2.4. Joint stock companies 1.6. 2. State and municipal unitary enterprises 1.7. 3. Production cooperatives 1.8. 4. Entrepreneurial activity of structural divisions of commercial organizations 1.9. 5. Subjects of small business 1.10. 6. Business associations 1.11. 7. Entrepreneurial activity of non-profit organizations.	LC, S
Chapter 6. Legal Basis for Insolvency (Bankruptcy)	2. Russian legislation on insolvency (bankruptcy): main features and development trends 3. Concept, criteria and signs of insolvency (bankruptcy) 4. The subject composition of relations related to the regulation of insolvency (bankruptcy) 4.1. Legal status of the debtor 4.2. Legal status of the creditor 4.3. Legal status of the arbitration manager 4.4. Arbitration Court in Insolvency Cases 4.5. Federal Service of Russia for Financial Recovery and Bankruptcy in the Process of Insolvency (Bankruptcy) 4. Insolvency (bankruptcy) procedures Features of insolvency (bankruptcy) of certain cate.	LC, S
Chapter 7. State regulation and control of entrepreneurial activity.	1. Regulation of entrepreneurial activity as a function of the state 2. Methods, means and forms of state regulation of the economy 3. State control over entrepreneurial activity 4. The concept of privatization of state and municipal property 5. Legislation of the Russian Federation on the privatization of state and municipal property 6. Subjects of relations on the privatization of state and municipal property 7. Privatization objects and their classification. The procedure and methods for conducting privatization.	LC, S
Chapter 8. Legal regulation of competition and monopoly in business	1. The concept of competition. The right of a business entity to compete 2. The concept and types of monopolies. Dominant position of a business entity in the market 3. Prohibition of entrepreneurial activity	LC, S

Course module title	Course module contents (topics)	Academic activities types
	4. Legal protection against unfair competition.	
Chapter 9. Legal of certain types of entrepreneurial activity	<ol style="list-style-type: none"> 1. Legal regulation of entrepreneurial activity in commodity markets 2. Legal regulation of the securities market 3. Legal regulation of the foreign exchange market 4. Legal regulation of the banking services market 5. Legal regulation of the insurance services market 6. Legal regulation of the audit services market 7. Legal regulation of investment activity. 	
Chapter 10. Business Agreements	<ol style="list-style-type: none"> 1. The concept and features of contracts in the field of entrepreneurial activity 2. Conclusion, modification and termination of contracts in the field of entrepreneurial activity 3. Types of contracts in the field of entrepreneurial activity. 	LC, S
Chapter 11 Entrepreneurs' rights and protection.	<ol style="list-style-type: none"> 1. Forms and methods of protecting the rights of entrepreneurs 2. Judicial forms of protection of the rights of entrepreneurs 3. Extrajudicial forms of protection of the rights of entrepreneurs 4. Alternative ways to resolve business disputes. 	LC, S

* - to be filled in only for **full**-time training: *LC* - lectures; *LW* - lab work; *S* - seminars.

6. CLASSROOM EQUIPMENT AND TECHNOLOGY SUPPORT REQUIREMENTS

Table 6.1. Classroom equipment and technology support requirements

Type of academic activities	Classroom equipment	Specialised educational / laboratory equipment, software, and materials for course study (if necessary)
Lecture	Classroom for lectures, equipped with a set of specialized furniture; a set of devices including portable multimedia projector, laptop, projection screen, stable wireless Internet connection.	Multimedia projector, laptop, projection screen, stable wireless Internet connection. Software: Office 365 (MS Office, MS Teams), Chrome
Lab	Classroom for lab work, group and individual consultations, evaluation and assessment, equipped with a set of specialized furniture; a set of devices including portable multimedia projector, laptop, projection screen, stable wireless Internet connection.	Multimedia projector, laptop, projection screen, stable wireless Internet connection. Software: Office 365 (MS Office, MS Teams), Chrome
Seminars	Classroom for seminars, group and individual consultations, evaluation and assessment, equipped with a set of specialized furniture; a set of devices including portable multimedia	Multimedia projector, laptop, projection screen, stable wireless Internet connection.

Type of academic activities	Classroom equipment	Specialised educational / laboratory equipment, software, and materials for course study (if necessary)
	projector, laptop, projection screen, stable wireless Internet connection.	Software: Office 365 (MS Office, MS Teams), Chrome
Computer classroom	Computer classroom for academic activity, group and individual consultations, evaluation and assessment, equipped with a set of specialized furniture; a set of devices including portable multimedia projector, 30 personal computers, projection screen, stable wireless Internet connection.	Multimedia projector, laptop, projection screen, stable wireless Internet connection. Software: Office 365 (MS Office, MS Teams), Chrome
Self-studies Classroom	Classroom for Self-studies, equipped with a set of specialized furniture; a set of devices including portable multimedia projector, laptop, projection screen, stable wireless Internet connection.	Multimedia projector, laptop, projection screen, stable wireless Internet connection. Software: Office 365 (MS Office, MS Teams), Chrome
Courtroom	Classroom for court hearing simulation equipped with a set of specialized furniture; a set of devices including portable multimedia projector, laptop, projection screen, stable wireless Internet connection.	Multimedia projector, laptop, projection screen, stable wireless Internet connection. Software: Office 365 (MS Office, MS Teams), Chrome

* The premises for students' self-studies are subject to **MANDATORY** mention

7. RESOURCES RECOMMENDED FOR COURSE STUDY

Main reading (sources):

1. John Mo. International commercial law/ LexisNexis Butterworths/2015
2. Nagel et al. Commercial Law/ LexisNexis/2019

Additional (optional) reading (sources):

1. Petri Mäntysaari. Organising the Firm: Theories of Commercial Law, Corporate Governance and Corporate Law/ Springer-Verlag Berlin Heidelberg/2012
2. Reinier Kraakman et al. / The Anatomy of Corporate Law: A Comparative and Functional Approach. Oxford University Press
3. Robert Charles Clark /Corporate Law. Aspen Publishers.

Internet-(based) sources:

1. Electronic libraries with access for RUDN students
 - RUDN Electronic library system <http://lib.rudn.ru/MegaPro/Web>
 - Electronic library system «University Library online» <http://www.biblioclub.ru>
 - Electronic Library «URAIT» <http://www.biblio-online.ru>
 - Electronic library system «Student. Consultant»www.studentlibrary.ru
 - Electronic library system «Lan» <http://e.lanbook.com/>
 - Electronic library system "Troitskyi most"

2. Databases and search engines:

- Electronic Legal and Regulatory Documentation Fund <http://docs.cntd.ru/>
- Search system Yandex <https://www.yandex.ru/>
- Search system Google <https://www.google.ru/>
- SCOPUS <http://www.elsevierscience.ru/products/scopus/>
- Google Scholar <https://scholar.google.com/>

Training toolkit for self- studies to master the course *:

* The training toolkit for self- studies to master the course is placed on the course page in the university telecommunication training and information system under the set procedure.

8. ASSESSMENT TOOLKIT AND GRADING SYSTEM* FOR EVALUATION OF STUDENTS' COMPETENCES LEVEL UPON COURSE COMPLETION

The assessment toolkit and the grading system* to evaluate the competences formation level (competences in part) upon the course study completion are specified in the Appendix to the course syllabus.

* The assessment toolkit and the grading system are formed on the basis of the requirements of the relevant local normative act of RUDN University (regulations / order).

DEVELOPERS:

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Anna V. Pokrovskaya

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name and surname

HEAD OF EDUCATIONAL DEPARTMENT:

Head of the Department of
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