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**LAW FACULTY**

 **Syllabus**

|  |  |
| --- | --- |
| **Subject** | **Corporate litigation** |
| Type | Semester | ECTS | Code |
| ELECTIVE (E) | 8 | 5 | Law-B-077-E |
| **The lecturer of the subject** | Ass. Prof. Dr. Bashkim Nuredini |  |  |  |
|  |  |  |  |  |
| **Aims and Objectives** | Legal subjects almost every day entered into different legal-business relations. It would be an ideal in the legal-business circulation if the subjects of the law in general adhere to the Pacta Sund Servanda principle. However, it often happens that business entities, either in the sphere of national or international business circulation, do not fully or partially implement contractual obligations. Therefore, as a result of these actions, commercial disputes also arise. Also, even within the corporations themselves, disputes arise among the actors of the corporate structure that include disputes between the Board of Directors and shareholders, the Board and management, management and employees, the company and interested parties.Today, the ways of resolving disputes, especially commercial disputes, are many and varied. This is how we distinguish: the settlement of disputes in a peaceful way, with reconciliation, the settlement of disputes by regular state courts, by supranational institutional courts with a regional or universal character, the settlement of disputes through non-state bodies - alternative methods of dispute settlement include negotiation, mediation, arbitration, etc.The aims of the subject are:- Understanding and familiarity with the legal nature of commercial disputes;- Analytical explanation of the conflict of interest between the main actors within the corporation;- Theoretical and practical preparation that enables students to expand the horizon of their knowledge in the field of providing legal assistance in commercial disputes;- Providing the most optimal alternatives in the solution of corporate connections;- Application of knowledge related to procedures involving mergers, acquisitions, corporate bankruptcy.Cases we handle include:- accountability of directors, supervisory directors and shareholders;- disputes between shareholders and the company;- disputes between shareholders;- power and decision-making within a company;- appointment and dismissal of directors and supervisory directors;- procedures related to acquisitions, mergers, mergers, conversions, bankruptcy of corporations. |
| **Learning outcomes** | After completing this course, students should be able to:• Demonstrate a more detailed understanding of corporate disputes;• Identify and correctly analyse many legal issues related to corporate litigation;• Understand the mechanisms for the resolution of corporate corporate disputes, including the role of the Court for the resolution of corporate issues as well as Alternative Dispute Resolution Mechanisms;• Offer the most optimal solutions in corporate disputes;• Apply the acquired knowledge regarding the legal consequences for the business during the development of the administrative and judicial bankruptcy process. |
| **Content** | **Weekly plan** | **Week** |
| Introduction to the subject of Corporate Disputes | 1 |
| Entities that create commercial relationships, potentially also commercial disputes | 2 |
| Commercial companies as subjects of commercial law | 3 |
| Governance of commercial companies | 4 |
| Mergers and acquisitions of commercial companies | 5 |
| Prohibited agreements and protection of competition | 6 |
| Intermediate exam I | 7 |
| Contracts of employment, including non-compete agreements | 8 |
| Judicial settlement of corporate disputes | 9 |
| Alternative Commercial Dispute Resolution Mechanisms | 10 |
| Bankruptcy Procedure | 11 |
| Reorganisation and liquidation | 12 |
|  | Preventive strategies for intellectual property protection |  13 |
|  | Intermediate exam IIFinal exam |  14 15 |
| **Teaching/Learning****Methods** | **Activity** | **Weight (%)**  |
| 1. Lectures
 |  40%  |
| 1. Presentation
 |  20% |
| 1. Case studies
 | 20% |
| 1. Role simulation
 | 10% |
| 1. Problem solving (problem-based learning)
 | 10% |
|  |
| **Assessment Methods** | **Evaluation activity** | **Number** | **Week** | **Weight (%)** |
|
| 1. Participation in lectures
 |  | 1-13 | 30% |
| 1. Case studies
 | 1 | 6 | 10% |
| 1. Presentations
 |  |  | 10% |
| 1. Visit to the Commercial Court
 |  |  | 10% |
| 1. Intermediate exams
 | 2 | 7-14 | 40% |
| 1. Final exam
 |  | 15 | 0-100% |
|
|  |  |  |  |  |
| **Course resources and****means of****materialization** | **Equipment** | **Number** |
| 1. Class
 | 1 |
| 1. Legal Literature
 | 1 |
| 1. Web access
 | 1 |
| 1. Internet
 | 1 |
| 1. Moodle
 |  |
|  |
| **ECTS Workload** | **Activity** | **Weekly hours** | **Total workload** |
| 1. Lectures
 | 2 | 26 |
| 1. Improvisation of judicial sessions
 |  | 18 |
| 1. Case studies
 | 2 | 14  |
| 1. Self-study and readings
 | 1 | 26 |
| 1. Institutional visits
 |  | 7 |
| 1. Drafting of judicial acts
 | 1 | 20 |
| 1. Preparation for final exam
 | 1 | 8 |
| 1. Exams
 | 3 | 6 |
| **Literature / References** | * Commercial Law, Peter Johnson, Publisher: ‎ Independently published (March 16, 2019).
* Commercial Law: Text, Cases, and Materials, M A Clarke, R J A Hooley, R J C Munday, L S Seal, Publisher ‏: ‎ Oxford University Press; 5th edition (June 27, 2017).
* E Drejta Biznesore, Armand Krasniqi, Botues: Dukagjini, 2014.
* Manual për Administratorët e Falimentimit LIGJI PËR FALIMENTIMIN NË KOSOVË. Corporate Authors: Law Academy & IFC, World Bank Group & State Secretariat for Economic Affairs (SECO). Publisher: Akademia e Drejtësisë, 2021.

**Legal actes*** Law No. 06/L-016 ON BUSINESS ORGANIZATIONS
* Law No. 05/L-083 ON BANKRUPTCY
* Law No. 04/L-077 ON OBLIGATIONAL RELATIONSHIPS
* LAW NO. 08/L-015 ON COMMERCIAL COURT
* Law No. 02/L-75 ON ARBITRATION
* Law No. 03/L-057 ON MEDIATION
* Law No. 08/L-075 ON TRADEMARKS
* Law No. 04/L-029 ON PATENTS

**Additional literature:** Additional opportunities for studying and deepening of knowledge in this field are literature in the UBT Library. |
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