

TEACHING UNIT OF COMPANY AND NAVIGATION LAW

BA course in Hospitality Management

Teaching unit

Undergraduate A.A. 2021/2022

Professor: Gianfranco Alfano



email: gianfranco.alfano@unina.it

SSD

CFU

Year (I, II o III)

Semester (I o II)

Eventual pre-requisite (specify the teaching unit): none

Lessons timetable (to click on)

LEARNING OUTCOMES

Knowledge and understanding: the student learns the discipline of business, companies, and the problems associated with them in the perspective of solving interpretative problems, even complex ones, concerning the topics covered by the program. The educational path of the course aims to provide students with the knowledge and basic methodological tools necessary to analyze the reference regulatory sources.

Applying knowledge and understanding: the student is facilitated in the solution, through the application of the principles inferable from the norms of positive law, problems that could concern relationships between entrepreneurs, relationships between entrepreneurs and third parties, relationships between shareholders, relationships between shareholders and companies.

Any other learning outcomes, considering: Autonomy of judgment: the student must be able to independently and critically evaluate the processes of legislative, doctrinal and jurisprudential evolution, achieving in-depth interpretative skills to be applied in the analysis of concrete cases.

Communication skills: The student will be able to illustrate the basic notions of commercial law as well as the more in-depth concepts, however using an appropriate technical-legal lexicon.

Learning skills: The student must acquire skills useful for a constant updating of their knowledge.

SYLLABUS

I - The entrepreneur · The notion of entrepreneur and the qualifying profiles of business activity · The categories of entrepreneurs: agricultural entrepreneur and commercial entrepreneur; the small business owner; the family business; the collective enterprise; public enterprise · Acquisition of the quality of entrepreneur: attribution of business activity; start and end of the business; business and capacity · The statute of the commercial entrepreneur: legal advertising, accounting records; commercial representation · The company: concept, constituent elements and regulation of the company's circulation. Consortia between entrepreneurs

II- Companies · General features and common profiles of the collective enterprise · The types of companies · The simple partnership and the general partnership: the constitution; asset profiles; social activity, the dissolution of the individual social relationship; the dissolution of the company · The limited partnership · The joint stock company: general profiles and evolutionary features of the case; the constitution of the s.p.a., the s.p.a. a personal and destined assets; contributions · Shares: shares and share capital; the discipline of shareholding; the categories of shares; the circulation of shares; the operations of the company on its own shares · Relevant shareholdings · Groups of companies · The assembly: the notion; the assembly procedure; the vote in the assembly; invalid resolutions · The administration: the management function; the structure of the administrative body; relations with the assembly; appointment, termination and remuneration of directors; the board of directors, the executive committee; the delegated administration; the responsibility of the directors; general managers, de facto administration · Controls: the board of statutory auditors and the sole auditor; the statutory audit of the accounts · The alternative systems of administration and control · The external controls on the management · The modifications of the statute · The obligations · The dissolution of the joint stock company: the causes for dissolution; the liquidation of the s.p.a. ; the termination of the company · The limited partnership by shares · The limited liability company · Transformation, merger and demerger

III – Main aspects of Navigation law. The sources of the navigation law; the shipping company; the auxiliaries of the shipping company; the contracts for the use of the ship and the aircraft; the transport contract.

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REFERENCE BOOKS AND ARTICLES

G.F. Campobasso, Manuale di diritto commerciale, Utet, latest edition, pages 1-381 and 405-409.

ASSESSMENT METHODS AND CRITERIA

Oral exam

EXAM'S STRUCTURE

The final exam is based on	Written and oral		Only written		Only oral	X
Project work and relative discussion						X
Other (specify)						
In case of written exam	Multiple choice		Open ended (no more than one page)		Numerical exercises	

NOTES

The exam takes place in oral form. Students can draw up a paper about a theme that aroused their interest during the course.