

**Undergraduate Academic Studies**

**Course Title:** **COMMERCIAL LAW**

**Lecturers:** prof. dr Mirko Vasiljević, prof. dr Nebojša Jovanović, prof. dr Vuk Radović, prof. dr Mirjana Radović, doc. dr Svetislav Janković

**Status of the course:** mandatory

**Number of ESPB:** 9

**Condition:** /

**Aim of the course:** gaining knowledge in the field of commercial law, as well as detailed analysis of the most important legal questions in commercial affairs; understanding the essence of commercial law, so that students could easily implement these solutions in practice; working with students on practical issues such as writing contracts and other commercial transactions; introducing the basic international sources of law and policy trends in commercial law; stimulating students to develop critical thinking about current regulation of commercial law; giving a basic insight into comparative commercial law and the EU law

**Learning outcome:** Students will gain knowledge and skills in interpreting and critically analysing commercial legal rules. After successfully completing the course students will gain knowledge and capabilities necessary for providing legal services in business organisations and other institutions.

**Outline of the course: I INTRODUCTION**

**GENERAL QUESTIONS OF MEANING OF THE TERM AND SUBJECT**

1. Meaning of the term
2. Commercial law as a branch of law
3. Relations between commercial law and other branches of law

**II HISTORY OF COMMERCIAL LAW**

1. Comparative commercial law
2. Yugoslav commercial law

**III SOURCES OF COMMERCIAL LAW**

1. Common sources of commercial and civil law (law, court (and arbitration) decisions, legal science)
2. Autonomous sources of commercial law – lex mercatoria (customs, codified customs, general terms of conducting business, commercial clauses and terms)
3. Hierarchy of sources of commercial law
4. Other possible sources of commercial law

**IV GENERAL RULES REGARDING COMMERCIAL CONTRACTS**

1. Conception of unified regulation of obligations and the meaning of the term “commercial contracts”
2. The most important characteristics of commercial contracts (principle of bona fide, emphasized diligence, principle of compensation, state and commercial contracts, principle of informality, negotiations, general offer, invitation to offer, implied conclusion, memorandum, modern ways of communication, security, responsibility, interest, unjustifiable enrichment, evidence, courts and arbitrages)

**V SALE OF GOODS CONTRACT**

1. General characteristics
3. Subject of seller's obligation
4. Subject of buyer's obligation
5. Seller's obligations
6. Buyer's obligations
7. Liability for breach of contractual obligations
8. Seller's liability for other damages
9. Common rules regarding seller's and buyer's obligations
10. Legal relations between producer, seller and consumer (buyer)
11. Transfer of risk and cost (transportation clauses) – shipment and destination clauses, revising Incoterms

**VI CONTRACTS BASED ON AGENCY CONTRACT**

**I INTERMEDIATION CONTRACT**

1. General characteristics
2. Intermediator's legal obligations
3. Intermediator's contractual obligations
4. Intermediator's liability

5. Intermediator's rights

## II AGENCY CONTRACTS

1. General characteristics
2. Agent's legal obligations
3. Agent's contractual obligations
4. Agent's rights
5. Special ways of terminating agency contract

## III QUANTITY AND QUALITY CONTROL CONTRACT

1. General characteristics
2. Types of quantity and quality control contract
3. Controlor's obligations
4. Controlor's rights
5. Controlor's liability

## IV WAREHOUSING CONTRACT

1. General characteristics
2. Obligations of a warehouse
3. Liability of a warehouse
4. Right of a warehouse

## V INSURANCE CONTRACT

1. General characteristics
2. Types of insurance
3. Insurance company's obligations
4. Insured person's obligations
5. Property insurance
6. Personal insurance
7. Re-insurance
8. Duration of insurance (insurance period)

## VI TOURIST SERVICES CONTRACTS

1. General characteristics
2. Contract of organizing travel
3. Intermediary traveling contract
4. Alotman contract

## VII TRANSPORTATION AGENCY CONTRACT

1. General characteristics
2. Agent's obligations
3. Agent's rights
4. Agent's liability
5. Special types of transportation agency

### ***CONTACT OF SERVICES***

## XIII CONSTRUCTION CONTRACT

1. General characteristics
2. Rights and obligations of contracting parties
3. Liability
4. Special types of construction contracts

## XIII TRANSPORTATION CONTRACTS

1. Carriage of goods by sea contract
2. Carriage of goods by air contract
3. Carriage of goods by rail contract
4. Carriage of goods by road contract

5. Carriage of passengers contract in different branches of transportation (included luggage)
6. Contract of combined transport

#### CONTRACT OF TRANSFER OF TECHNOLOGY

1. General characteristics
2. Types of contract of transfer of technology
3. Rights and obligations of contracting parties
4. Rights and obligations of contracting parties after the termination of contract
5. Sub-licence
6. Restrictive contractual clauses
7. Specific characteristics of termination of contract of transfer of technology

#### CONTRACT OF LONG-TERM PRODUCTION COOPERATION

1. General characteristics
2. Legal regime
3. Liability

#### FRANCHISE CONTRACT

1. General characteristics
2. Types of franchise contracts
3. Obligations of the contracting parties
4. Relations with the competition law
5. Rights and obligations of the parties after the termination of the contract
6. Legal nature

#### **BANKING LAW (BANKING TRANSACTIONS)**

##### GENERAL RULES REGARDING BANKING TRANSACTIONS

1. Meaning of the term and history of banking transactions
2. Characteristics and types of banking transactions
3. Confidential information and the liability of banks

##### CONTRACT OF CREDIT

General characteristics

Rights and obligations of contracting parties

Specific ways of terminating contract of credit

Types of credit contracts

##### SPECIFIC CREDIT TRANSACTIONS

##### FACTORING CONTRACT AND FORFEITING CONTRACT

1. General characteristics
2. Obligations of contracting parties
3. Types of contract
4. distinguishing characteristics in comparison to other similar transactions

##### FINANCIAL LEASING CONTRACT

1. General characteristics
2. Obligations of contracting parties
3. Contractual clauses
4. Types of contract
5. Distinguishing characteristics in comparison to other similar transactions

##### DEPOSITARY DEALINGS

MONEY DEPOSIT, SAVING ACCOUNT CONTRACT, NON-MONEY DEPOSIT, DEPOSIT OF SECURITIES, SAFE-DEPOSIT CONTRACT – general characteristics, legal nature, legal regime, obligations of contracting parties, types of contract

##### BANKING SERVICES DEALINGS

##### LETTER OF CREDIT

1. General characteristics
2. Types of letter of credit
3. Legal relations regarding documentary credit
4. Principles of documentary credits
5. Types of documentary credit

#### **BANKING GUARANTEE**

1. Meaning of the term,
2. Comparative law
3. Legal relations
4. Legal nature and distinctions
5. Elements of banking guarantee
6. Transfer of banking guarantee and amendments to the basic contract
7. Types of banking guarantee

#### **MONEY PAYMENTS**

Meaning of the term, classifications, cash and non-cash payments, organizations for money payments, instrument for non-cash payments, etc.

#### **CLEARING**

#### **DOCUMENTARY INCASSO**

Meaning of the term, types of documentary incasso, legal relations, liability of the bank

#### **OTHER BANKING SERVICES DEALINGS**

### **NEGOCIABLE INSTRUMENTS**

#### **NEGOCIABLE INSTRUMENTS AND THEIR LEGAL NATURE**

1. General characteristics
2. Classifications
3. Other general rules regarding negotiable instruments (lien, conversion, fusion, division, annulment)
4. Legal nature of negotiable instruments relations

#### **BILL OF EXCHANGE**

Meaning of the term, characteristics, history, sources of law, legal nature, types of bills of exchange, basic principles of bills of exchange, elements, legal transactions regarding bills of exchange (issuance, multiplication, transfer, acceptance, presentation, payment, actions, objections, etc.)

#### **CHEQUE**

History, sources of law, meaning of the term, importance, legal nature, classifications, elements, legal transactions regarding cheque, etc.

#### **WAREHOUSE CERTIFICATE**

Meaning of the term, importance, content, types, transfer, special types of warrants

#### **BILL OF LADING**

General characteristics, types, bill of lading and documentary credit

#### **DOCUMENTS IN COMBINED TRANSPORT**

#### **BIL OF LADING**

### **IDENTIFICATION DOCUMENTS**

#### **IDENTIFICATION PAPERS AND SIGNS**

1. Identification papers
2. Identification signs

#### **INSURANCE POLICY**

Meaning of the term, content, types, legal nature

#### **CREDIT CARD**

Meaning of the term, issue, types, legal relations, legal nature.

#### **Literature:**

Mandatory: Mirko Vasiljević, *Trgovinsko pravo*, Beograd, 2012.

Optional: Nebojša Jovanović, Mirjana Radović, *Praktikum iz Trgovinskog prava*, Beograd, 2012

#### **Number of classes**

Lectures: 75	Practicing skills: 30	Other types of classes:	Studying research work:	Other:
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<b>Teaching methods:</b> lectures, practicing skills, consultations			
<b>Grading (maximum number of points 100)</b>			
<b>Pre-exam obligations</b>	<b>points</b>	Final exam	points
activity during lectures	10	written exam	
practical learning	10	oral exam	60
tests	10	.....	
papers	10		