

Subject card

Subject name and code	Law of business contracts - lecture, PG_00138365						
Field of study	Law						
Date of commencement of studies	October 2024	Academic year of realisation of subject			2027/2028		
Education level	uniform Master's studies	Subject group			Optional subject group		
Mode of study	part-time studies	Mode of delivery			at the university		
Year of study	4	Language of instruction			Polish		
Semester of study	8	ECTS credits			3.0		
Learning profile	academic	Assessment form			exam		
Conducting unit	Department of Commercial Law -> Faculty of Law and Administration -> Rector						
Name and surname of lecturer (lecturers)	Subject supervisor		dr Maciej Zejda				
	Teachers						
Lesson types	Lesson type	Lecture	Tutorial	Laboratory	Project	Seminar	SUM
	Number of study hours	15.0	0.0	0.0	0.0	0.0	15
	E-learning hours included: 0.0						
Learning activity and number of study hours	Learning activity	Participation in didactic classes included in study plan		Participation in consultation hours		Self-study	SUM
	Number of study hours	15		0.0		60.0	75
Subject objectives	Celem przedmiotu jest ukazanie studentom zasad zawierania, wykonywania oraz odpowiedzialności za niewykonanie umów w obrocie gospodarczym oraz przedstawienie typowych konstrukcji prawnych służących minimalizacji ryzyka kontraktowego związanego z niewykonaniem umowy przez kontrahenta. Studenci poznają typowe nazwane i nienazwane umowy stosowane w obrocie gospodarczym, w szczególności pomiędzy przedsiębiorcami i z udziałem przedsiębiorców.						

Learning outcomes	Course outcome	Subject outcome	Method of verification
	[PRAWOJ5_KR07] The graduate is ready to take up professional challenges, takes up efforts and is persistent in the implementation of individual and group activities in the creation, application or interpretation of legal regulations and related sciences	Wykazuje podstawą znajomość klauzul umownych, potrafi skonstruować umowę.	[SK1] oral statement/conversation/discussion [SK4] test/exam - oral or written [SK5] implementation of a problem task
	[PRAWOJ5_WG04] He/she knows the system of Polish law, mutual connections within the system and connections of Polish law with the European Union law and international law	Zna i rozumie problemy związane ze sporządzaniem umów.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
	[PRAWOJ5_WK12] He/she has knowledge of occupational health and safety in public administration institutions	Zna zasady BHP.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
	[PRAWOJ5_WG07] The graduate knows methods and tools, including techniques of data and information acquisition, as well as research methods appropriate for the field of study and the related disciplines	Potrafi stosować prawnicze bazy danych.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
	[PRAWOJ5_WG05] The graduate demonstrates systematic knowledge about the types of legal relations and the governing regularities	Rozumie problemy prawne związane z tworzeniem umów.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
	[PRAWOJ5_UU12] He/she acquires knowledge efficiently and develops his/her professional skills using various sources (in native and foreign language) and modern technologies	Potrafi wskazać źródła regulacji umów gospodarczych, rozumie różnice pomiędzy umowami nazwanymi i nienazwanymi.	[SU1] oral statement/conversation/discussion [SU4] test/exam - oral or written [SU5] implementation of a problem task
	[PRAWOJ5_UW04] He/she efficiently observes and analyzes moral, ethical and legal dilemmas in professional work	Posiada świadomość konsekwencji prawnych działań zawodowych.	[SU1] oral statement/conversation/discussion [SU4] test/exam - oral or written [SU5] implementation of a problem task
	[PRAWOJ5_UO11] He/she can work well in a team and can coordinate the team's work when solving legal problems, interpreting legal acts, and preparing written or oral opinions on a matter.	Rozumie na czym polega praca zespołu pełnomocników, potrafi dokonać podziału pracy pomiędzy członkami zespołu i zarządzać własną pracą.	[SU1] oral statement/conversation/discussion [SU4] test/exam - oral or written [SU5] implementation of a problem task
	[PRAWOJ5_UK09] He/she demonstrates wide skills in preparing speeches in the field of law in Polish and foreign language	Potrafi przygotować analizę problemu związanego z zapisami umownymi.	[SU1] oral statement/conversation/discussion [SU4] test/exam - oral or written [SU5] implementation of a problem task
	[PRAWOJ5_UK08] The graduate has wide skills to prepare written works connected with the work of a lawyer in Polish and foreign language	Potrafi przygotować analizę problemu związanego z zapisami umownymi.	[SU1] oral statement/conversation/discussion [SU4] test/exam - oral or written [SU5] implementation of a problem task
	[PRAWOJ5_WG09] He/she demonstrates deepened and systematic knowledge about the processes of changes of political systems and of individual authorities, as well as the consequences of these changes	Rozumie możliwe problemy związane z interpretacją umów.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
	[PRAWOJ5_WG01] The graduate demonstrates deepened and systematic knowledge about the character of legal science, its place in the system of sciences and mutual relations.	Rozumie możliwe problemy związane z interpretacją umów.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task

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[PRAWOJ5_UW03] The graduate demonstrates deepened skills of using complex theoretical points of view to analyze, interpret and plan strategies of legal activities; solves concrete problems connected with the creation, application and interpretation of legal regulations, anticipates the course of their solution and predicts the effects of planned activities	Łączy wiedzę prawniczą z innymi dyscyplinami naukowymi.	[SU1] oral statement/conversation/discussion [SU4] test/exam - oral or written [SU5] implementation of a problem task
[PRAWOJ5_WK13] He/she has advanced knowledge of the functioning of professional self-governments in legal professions, is familiar with the principles of judges' and prosecutors' professions, and has knowledge of the organization of the judiciary in Poland.	Zna standardy obowiązujące zawodowych pełnomocników .	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
[PRAWOJ5_WK11] The graduate has deepened knowledge of the principles of creating and developing basic forms of individual entrepreneurship.	Rozumie znaczenie kontraktów w obrocie gospodarczym.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
[PRAWOJ5_WK10] He/she understands and knows the basic concepts and principles of industrial property protection and copyright law, as well as understands the need for proper protection of intellectual property and managing its resources	Potrafi sporządzić odpowiednie zapisy umowne dla IP.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
[PRAWOJ5_KK02] He/she is aware of the necessity to widen professional competences and qualifications, to improve skills, is able to indicate the direction of own development and education independently in widened and deepened way	Rozumie znaczenie i wagę samokształcenia dla praktyki.	[SK1] oral statement/conversation/discussion [SK4] test/exam - oral or written [SK5] implementation of a problem task
[PRAWOJ5_KK01] The graduate is deeply aware of the level of his/her knowledge and skills, and also understands the need of lifelong learning	Rozumie znaczenie i wagę samokształcenia dla praktyki .	[SK1] oral statement/conversation/discussion [SK4] test/exam - oral or written [SK5] implementation of a problem task
[PRAWOJ5_WG02] He/she knows wide terminology and concepts in the scope of law and connected disciplines	Swobodnie posługuje się terminologią prawną.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
[PRAWOJ5_KO03] He/she is prepared for active participation in groups, organizations and institutions connected with law, is also able to communicate with specialists and non-specialists in the field of law	Potrafi wyjaśnić przedmiotową problematykę osobom niebędącym prawnikami.	[SK1] oral statement/conversation/discussion [SK4] test/exam - oral or written [SK5] implementation of a problem task
[PRAWOJ5_KR06] He/she behaves in ethical and professional way, follows the principles of ethics	Potrafi poprawnie identyfikować i oceniać konflikty interesów.	[SK1] oral statement/conversation/discussion [SK4] test/exam - oral or written [SK5] implementation of a problem task
[PRAWOJ5_UW06] The graduate is able to assess the usefulness of typical procedures and good practice in the implementation of tasks connected with various spheres connected with law and related fields	Potrafi poprawnie wykorzystywać klauzule umowne.	[SU1] oral statement/conversation/discussion [SU4] test/exam - oral or written [SU5] implementation of a problem task
[PRAWOJ5_KO04] The graduate is ready to prepare own projects connected with the creation, application and interpretation of legal regulations, including projects co-financed by the European Union's funds	Potrafi dokonać samodzielnej analizy zapisów umownych.	[SK1] oral statement/conversation/discussion [SK4] test/exam - oral or written [SK5] implementation of a problem task

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	[PRAWOJ5_KR05] He/she prepares responsibly to his/her work; can determine priorities in work and plan work appropriately	Odpowiedzialnie przygotowuje się do zadań zawodowych.	[SK1] oral statement/conversation/discussion [SK4] test/exam - oral or written [SK5] implementation of a problem task
	[PRAWOJ5_UW05] He/she can observe and analyze moral, ethical and legal dilemmas in professional work	Identyfikuje dylematy moralne i prawne w pracy zawodowej.	[SU1] oral statement/conversation/discussion [SU4] test/exam - oral or written [SU5] implementation of a problem task
	[PRAWOJ5_UW07] He/she has the skills in understanding and analyzing social phenomena and utilizing this analysis in his/her professional work.	Zna i rozumie problemy związane ze sporządzaniem umów.	[SU1] oral statement/conversation/discussion [SU4] test/exam - oral or written [SU5] implementation of a problem task
	[PRAWOJ5_UW01] He/she has advanced skills in observation and interpretation of social phenomena, analyzes their connections with various areas, activity of legal science and the related disciplines	Rozumie znaczenie uwarunkowań kulturowych, a także różnice wynikające z tych uwarunkowań.	[SU1] oral statement/conversation/discussion [SU4] test/exam - oral or written [SU5] implementation of a problem task
	[PRAWOJ5_WG08] He/she has deepened knowledge of sources of Polish law, its changes and processes of law formation	Zna i rozumie prawo zobowiązań.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
	[PRAWOJ5_WG03] He/she demonstrates deepened knowledge about the political system in Poland, about individual authorities with particular consideration of legislative authority and the judiciary,	Rozumie pozaprawne aspekty wpływające na kształt zapisów umownych.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
	[PRAWOJ5_WG06] He/she has systematic knowledge about the man as the subject establishing social structures and principles of their operation and about the man as the individual operating in these structures	Rozumie psychologiczne aspekty występujące w negocjacjach.	[SW4] test/exam - oral or written [SW1] oral statement/conversation/discussion [SW5] implementation of a problem task
	[PRAWOJ5_UW02] The graduate utilizes theoretical knowledge in legal science and the connected academic disciplines to analyze and interpret complex legal issues	Rozumie problemy związane z interpretacją zapisów umownych.	[SU1] oral statement/conversation/discussion [SU4] test/exam - oral or written [SU5] implementation of a problem task
Subject contents	<ol style="list-style-type: none"> 1. Umowy w obrocie gospodarczym - specyfika kontraktowania (w szczególności podstawowe zasady zawierania i wykonywania umów gospodarczych) 2. Terminy zapłaty w transakcjach handlowych 3. Umowa sprzedaży towarów określenie momentu przejścia ryzyka na kupującego, klauzule Incoterms, odpowiedzialność za wady w umowach dwustronnie handlowych 4. Umowy dotyczące przedsiębiorstwa (w tym zbycia przedsiębiorstwa i oddanie przedsiębiorstwa do korzystania, sprzedaż udziałów i akcji w spółkach kapitałowych, due dilligence) 5. Umowy w procesie budowlanym umowa deweloperska, umowa o roboty budowlane, umowa o generalne wykonawstwo inwestycji, umowa o zastępstwo inwestycyjne 6. Umowa korzystania z rzeczy i praw (leasing, franchising) 		
Prerequisites and co-requisites			
Assessment methods and criteria	Subject passing criteria	Passing threshold	Percentage of the final grade
		51.0%	100.0%

Recommended reading	Basic literature	<p>M. Stec (red.), System Prawa Handlowego, Warszawa , tom 5a, 5b, 5c CH.BECK, dostępna w Systemie Informacji LEGALIS</p> <p>W. Katner (red.), System Prawa Prywatnego , Warszawa, tom IX Wydawnictwo C.H. BECK , dostępne w Systemie Informacji Prawnej LEGALIS</p> <p>J. Rajski (red.), System Prawa Prywatnego , Warszawa, tom VII Wydawnictwo C.H. BECK , dostępne w Systemie Informacji Prawnej LEGALIS</p> <p>A. Cempura, A. Kasolik, Metodyka sporządzania umów gospodarczych, WOLTERS KLUWER, aktualne wydanie</p> <p>F. Bortolotti, Drafting and negotiating international commercial contracts : a practical guide, aktualne wydanie</p>
	Supplementary literature	Brak
	eResources addresses	
Example issues/ example questions/ tasks being completed		
Work placement	Not applicable	

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