



Universidad
de Alcalá

COURSE DESCRIPTION

Insolvency Law and Corporate Restructuring

Degree in Law

University of Alcala

Academic Year 2022/2023

First Semester

COURSE DESCRIPTION

Name:	Insolvency Law and Corporate Restructuring
Code:	400079
Degree:	Degree in Law
Department and Academic Discipline:	Department of Law Science Commercial Law
Type:	Optional
ECTS (European Credit Transfer System) Credits:	6
Year and Semester:	First semester
Instructors:	Amanda Cohen Benchetrit
Language of Instruction:	English

University of Alcalá guarantees its students that, if sanitary and health requirements determined by the competent authorities prevent the total or partial attendance of the teaching activity, the teaching plans will achieve their objectives through a teaching learning and evaluation methodology in online format that, in any case, would return to the presential modality as soon as said impediments cease.

1. OVERVIEW

Insolvency Law and Corporate Restructuring, worth six credits, is especially recommended for students of Law and Business Administration.

The course is designed to offer an overview of business crisis situations and the ways to deal with them, either through a preventive restructuring procedure or through the bankruptcy process. In crisis contexts, such as the current one, the need and interest to analyze the phenomenon of insolvency arises.

It is divided into three parts: Part I. Corporate insolvency law principles; Part II. Insolvency Proceedings; Part III. Corporate Restructuring.

In each of these parts, the main topics of the insolvency and restructuring proceedings will be analysed. This includes a general overview of the main concepts that are handled in the discipline, defining key objectives and principles of an effective and efficient insolvency and pre- insolvency law, how to handle situations in which financial difficulties indicating a likelihood of insolvency affect groups of companies, determining the appropriate procedure (insolvency or restructuring) depending on whether the company is viable or not, or how to manage cross-border insolvency proceedings.

In short, the purpose of this module is to provide students with a conceptual foundation so that they can develop professionally, equipped with an adequate understanding of the restructuring and insolvency proceedings. This module is therefore extremely useful for students of Law and Business Administration, drawing the current picture of this discipline, at a time of special boom given the crisis we are experiencing because of the pandemic. The fact that the course is taught in English makes it particularly valuable, since English is used in cross-border legal relations and economic exchanges.

While the course is taught from a theoretical perspective, there is a constant focus on the practical application of knowledge. This is undoubtedly an advantage as students achieve a high level of expertise. They are expected to use case law to develop hypotheses and solutions. Where possible, the teacher will also organize seminars in which students' participation and discussion are encouraged. The aim of these activities is to build up the ability to summarise information, develop critical analysis and work as a team.

2. SKILLS

General skills:

1. Ability to analyze, understand and summarize theoretical concepts.
2. Ability to apply theoretical concepts in practice.
3. Reflective, critical and independent learning.
4. Improving oral and written skills, as well as team working skills.
5. Developing and defending position through arguments and legal reasoning.
6. Ability to select and evaluate information and deal with legal problems.

Specific skills:

1. Acquire knowledge and critical understanding of corporate insolvency law principles.
2. Develop knowledge of the basic categories and legal concepts of corporate insolvency law and pre-insolvency proceedings.
3. Use and understand statutory material, case law and academic writing.
4. Problem-solution and practical application of knowledge in corporate insolvency law and corporate restructuring frameworks by interpreting legal rules and arguments in written and oral exercises. These activities can be performed individually or as a group.
5. Being able to make critical judgments on controversial legal issues of insolvency law and corporate restructuring.
6. Acquiring the autonomous learning skills needed for further study. The knowledge that students acquire on this module will allow them to work in research and in the professional field.

3. SYLLABUS

Module Contents (The individual units may be further clarified if necessary)	Total credits
Part I. Corporate insolvency law principles	1,5 cr.
Part II. Insolvency Proceedings	2,5 cr.
Part III. Corporate Restructuring	2 cr.

Teaching Schedule (Optional)

Week / Session	
1st	Part I. Corporate insolvency law principles
2nd	<ul style="list-style-type: none"> • Mechanisms for resolving a debtor's financial difficulties
3rd	<ul style="list-style-type: none"> • Cross-border proceedings
4th	Part II. Insolvency Proceedings
5th	<ul style="list-style-type: none"> • Application and commencement of proceedings. Participants: debtor, insolvency practitioner, creditors,

6th	<ul style="list-style-type: none"> • Treatment of assets on commencement of insolvency proceedings. Use and disposal of assets
7th	<ul style="list-style-type: none"> • Treatment of contracts
8th	<ul style="list-style-type: none"> • Management of proceedings: A. Treatment of creditor claims; B. Priorities and distribution of proceeds; C. Treatment of corporate groups in insolvency.
9th	<ul style="list-style-type: none"> • Conclusion of proceedings
10th	<ul style="list-style-type: none"> • Discharge of debts
11th	Part. III. Corporate Restructuring
12th	<ul style="list-style-type: none"> • Introduction: purpose of the restructuring
13th	<ul style="list-style-type: none"> • Subjective elements: Debtor; Creditors typically involved in voluntary restructuring negotiations.
14th	<ul style="list-style-type: none"> • Tools to facilitate restructuring: debtor in possession, stay of individual enforcement actions; protection for new financing, interim financing and other restructuring related transactions.
15th	<ul style="list-style-type: none"> • Proceedings: commencement, content of restructuring plans, adoption of restructuring plans; confirmation of restructuring plans; valuation by the judicial authority; appeals.

4. TEACHING- LEARNING METHODOLOGY. PRACTICAL WORK.

4.1. Distribution of Credits (In hours)

Number of Classroom Hours:	45
Number of Hours of Independent Work:	105
Total Number of Hours	150

4.2. Methodological strategies, materials and didactic resources

Individual work	<ul style="list-style-type: none"> - Reading the materials (laws, sentencing, articles and other documents). - Researching legal information. - Preparation of work and solving of practical cases. - Completing short essays or written
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	coursework on the subjects selected by the tutor.
In-class work	<ul style="list-style-type: none"> - Theoretical classes in large groups. - Students' presentations. - Resolution of cases.
Tutorials	At request of the students

5. ASSESSMENT: Procedures, assessment criteria and grading system

Assessment procedure

a) Continuous assessment system

For those students who follow the system of continuous evaluation, the final grade will result from the grades obtained in the activities carried out throughout the course.

- The grades of activities carried out during the term will make up 60% of the overall grade, with an essay for the remaining 40%.
- Unless otherwise specified by the course convener, the 60% gained from continuous evaluation will be composed of 20% active attendance and participation, 40% resolution of cases.

In order to calculate active participation, the following elements will be taken into consideration:

- Legal knowledge demonstrated by the student in their participation.
- Success in answering questions posed by the tutor.
- Success in searching for caselaw.
- Accurate understanding of norms and case-law.
- Appropriate expression in oral participation.

b) Final assessment system

Students wishing to be assessed by a final exam should submit a written request to the Dean of the School of Law during the first two weeks of the term explaining why continuous assessment is unsuitable for them.

Once granted the final evaluation, the students must sit a final exam to demonstrate that they have gained all of the general and specific skills required.

B.1 Ordinary Examination Period:

The exam will be a written assessment with questions of theoretical nature and the resolution of a practical case.

B.2 Re-sit examination period:

The exam will be a written assessment with questions of theoretical nature and the resolution of a practical case.

Assessment Criteria

- Demonstrate an understanding of the basic principles and rules of insolvency law and corporate restructuring.
- Ability to identify and comprehend legal controversy.
- Ability to identify the norms, case law doctrine and legal principles applicable in a given legal problem.
- Ability to analyze and interpret norms and case law doctrines.
- Ability to express oral and written ideas with clarity, coherence and concision.
- Logical, argumentative and reasoning ability in a legal context.
- Ability to connect concepts and institutions.
- Originality in preparation of work or oral presentations in class.
- Use of recommended reading materials.
- Participation in theory and practical sessions.

Grading System

Qualifications are awarded in accordance with R.D 1125/2003, in the following manner:

- a) Fail (Suspendo): From 0 to 4.9.
- b) Pass (Aprobado): From 5 to 6.9.
- c) Merit (Notable): From 7 to 8.9.
- d) Distinction (Sobresaliente): From 9 to 10.
- e) Graduate with Honors (Matrícula de Honor): From 9 to 10.

The grades will be awarded as follows:

- a) Fail: when the student shows deficiencies and gaps in the acquisition of the basic subject knowledge, or when their level of understanding is low and their participation in practical classes has not demonstrated the expected level of knowledge acquisition.

b) Pass: when the student shows adequate knowledge and abilities to be able to cope independently with the study of and application of insolvency and restructuring legislation in their professional life.

c) Merit: when the student masters the content of the subject and has acquired and developed their own abilities in the practical classes to a reasonably high level, demonstrating capabilities of critical thought, reflection and most importantly of interpretation and application of law to their solution of cases.

d) Distinction: a high level in both the conceptual understanding of the subject and in the preparation of work, presentations and the resolution of cases. Conceptual clarity, ability to make connections, extensive knowledge of the discipline. Accuracy in the use of legal terminology. Depth and originality in the execution of case studies and pieces of work.

e) 'Graduate with honors' will be awarded to those students who, having achieved a grade of distinction, stand out in particular due to their dedication to the subject and brilliance in work carried out. Initiative, depth and originality will be of particular value.

6.BIBLIOGRAPHY

- LUCEÑO OLIVA, J. L., *Spanish Insolvency Law: Handbook, practical cases and tests*, Tecnos, 2018.
- INSOLVENCY ACT (RDL 1/2020, of 5 May 2020, that approves the redrafted text of the Insolvency Act).
- Regulation (EU) 2015/848 of the European Parliament and of the Council of 20 May 2015 on insolvency proceedings.
- Directive (EU) 2019/1023 of the European Parliament and of the Council of 20 June 2019 on preventive restructuring frameworks, on discharge of debt and disqualifications, and on measures to increase the efficiency of procedures concerning restructuring, insolvency and discharge of debt.

Additional reading materials will be provided during the course.

ADVERTENCIA: La Universidad de Alcalá garantiza a sus estudiantes que, si por exigencias sanitarias las autoridades competentes impidieran la presencialidad total o parcial de la actividad docente, los planes docentes alcanzarían sus objetivos a través de una metodología de enseñanza-aprendizaje y evaluación en formato online, que retornaría a la modalidad presencial en cuanto cesaran dichos impedimentos