

Table of contents

List of abbreviations	8
Introduction.....	9
Chapter 1. The Concept of Law and Legal Systems	10
1.1 What is law?	10
1.2 Functions of law	10
1.3 The concept of law	10
1.4 Law and legal systems	11
1.5 The Czech Legal System.....	12
1.6 Sources of law	13
1.7 Classification of law	14
1.8 Summary.....	14
1.9 Self-assessment questions	15
1.10 Further reading/listening	15
Chapter 2. International Public Law.....	16
2.1 Origins of the International Public Law	16
2.2 Difference between International Public Law and International Private Law	16
2.3 Subjects of International Public Law	17
2.4 Constitutive elements of a state and succession of states	18
2.5 International Organizations.....	19
2.6 Implications of International Law with Respect to Individuals	19
2.7 Summary.....	22
2.8 Self-assessment questions/tasks.....	22
2.9 Further reading/listening	23
Chapter 3. History and Powers of the EU. EU Bodies and Institutions	24
3.1 A Brief Account of the History of the European Union	24
3.2 Objectives of the European Union	26
3.3 Division of Powers between the European Union and its Member States	26
3.4 EU bodies and institutions.....	29
3.4.1 The European Parliament.....	29
3.4.2 The Council and the European Council	32
3.4.3 The European Commission.....	33
3.4.4 The Court of Justice of the European Union	34
3.5 The Lobbyists.....	34
3.6 Summary.....	35
3.7 Self-assessment questions	35

3.8 Further reading/listening	36
Chapter 4. EU Law.....	37
4.1. Primary Law	37
4.2 International Treaties concluded between the EU and third countries.....	38
4.3 Secondary Law.....	39
4.3.1 Regulations.....	39
4.3.2 Directives.....	40
4.4 Enforcement of EU Law by Law Courts	42
4.5 Extra judicial enforcement by EU Law.....	43
4.5.1 European Ombudsman.....	44
4.5.2 SOLVIT.....	45
<i>Austrian physiotherapist authorised to practice in Portugal</i>	45
<i>French company gets VAT refund from Germany.....</i>	45
4.5.3 European Parliament's Petitions Committee.....	46
4.6 Summary.....	46
4.7 Self-assessment questions/tasks.....	47
4.8 Further reading/listening	47
Chapter 5. Czech Constitutional Law and the Protection of Human Rights	48
5.1 The Czech Constitution in General	48
5.2 Division of Powers under the Czech Constitution	48
5.2.1 The Legislative Power	48
5.2.2 The Executive Power	49
5.2.3 The Judicial Power	50
5.3 Three Systems of Protecting Human Rights in the Czech Republic (national system, Council of Europe and the European Union).....	51
5.4 Summary.....	53
5.5 Self-assessment questions	53
5.6 Further reading/listening	54
Chapter 6. Contracts	55
6.1 Obligations.....	55
6.2 Principles of contractual law	56
6.3 Contracts	56
6.3.1 Changes in obligations.....	57
6.3.2 Extinction of obligations	58
6.3.3 Subjects of contracts	60
6.4 Division of the contracts.....	60

6.5 Content of the contract	61
6.6 Adhesion contracts	62
6.7 Consumer protection	62
6.8 Distance contracts	63
6.9 Off-premises contracts	63
6.10 Summary	64
6.11 Self-assessment questions	65
6.12 Further reading	65
Chapter 7. Civil and criminal liability	66
7.1 Legal liability	66
7.2 General conditions of civil and criminal liability	66
7.2.1 Civil delicts v. crimes	66
7.2.2 Preconditions for civil liability for damage to arise	67
7.2.3 Delictual capacity v. criminal capacity	70
7.2.4 How is the damage compensated?	71
7.3 Compensation for personal injuries	71
7.3.1 Compensation of pain and suffering	71
7.3.2 Compensation for aggravation of social position	72
7.3.3 Compensation of pecuniary loss as a result of personal injury	73
7.4 Summary	73
7.5 Self-assessment questions	74
7.6 Further reading	74
Chapter 8. Labor Law	75
8.1 Labour relations	75
8.2 Sources of the Czech Labour Law	75
8.3 Basic principles of labour law	75
8.3.1 Prohibition of discrimination	75
8.4 Subjects of labour relations	77
8.5 Establishment of an employment relationship	77
8.5.1 Mandatory terms of an employment contract	77
8.5.2 Term of employment	78
8.6 Termination of the employment relationship	79
8.6.1 Void Termination of an Employment Relationship	81
8.7 Liability for damage caused by the employee	82
8.8 Agreements on work performed outside an employment relationship	82
8.9 Summary	83

8.10 Self-assessment questions	84
8.11 Further reading.....	84
Chapter 9. Litigation	85
9.1 Definition.....	85
9.2 Judicial system in the Czech Republic	86
9.2.1 Administrative justice.....	88
9.2.2 The civil/commercial litigation.....	88
9.2.3 Criminal procedure.....	89
9.3 Right to a fair trial.....	90
9.4 Alternative Dispute Resolution	91
9.4.1 Mediation	91
9.4.2 Commercial arbitration	92
9.5 Summary.....	92
9.6 Self-assessment questions	93
9.7 Further reading/listening	93
Chapter 10. Czech Corporate Law	94
10.1 Introduction to Czech business law.....	94
10.1.1 Recodification of the Czech private law	94
10.1.2 Sources of the Czech business law	96
10.1.3 Principles of the Czech business law	96
10.1.4 Key legal terms & definitions	97
10.1.5 Acting on behalf of entrepreneurs	97
10.2 Czech commercial register	98
10.3 Business corporations – general provisions of the Czech corporate law.....	99
10.3.1 General introduction	99
10.3.2 Establishment	100
10.3.3 Single member company	100
10.3.4 Contribution	100
10.3.5 Contribution administrator	100
10.3.6 Registered capital	101
10.3.7 Business share	102
10.3.8 Profit share	102
10.3.9 Share of liquidation balance	102
10.3.10 Business corporation bodies	102
10.3.11 Rules of conduct of members of corporate bodies	103
10.3.12 Conflicts of interest rules	103

10.3.13 Executive service agreement.....	104
10.3.14 Resignation	104
10.3.15 Expulsion from office of a member of the statutory body of a business corporation	105
10.3.16 Nullity of a business corporation.....	105
10.3.17 Dissolution and winding-up of a business corporation and liquidation provisions	105
10.4 Specific provisions of the Czech corporate law – a limited liability company	106
10.4.1 Introduction to specific provisions of the Czech Business Corporations Act	106
10.4.2 Establishment	106
10.4.3 Registered capital.....	107
10.4.4 Ownership interest.....	107
10.4.5 Corporate bodies.....	107
10.4.6 Advantages and disadvantages of a limited liability company	108
10.5 Specific provisions of the Czech corporate law – a joint stock company.....	108
10.5.1 Establishment	108
10.5.2 Shares	108
10.5.3 Registered capital.....	109
10.5.4 Corporate bodies.....	109
10.6 Summary.....	109
10.7 Self-assessment questions and tasks	110
10.8 Further reading/listening	111
Chapter 11. EU Competition Law	112
11.1 Introduction – the system of competition law.....	112
11.1.1 Competition law in general	112
11.1.2 Consequences of competition law breaches	112
11.1.3 Protection of commercial competition in general – across majority of legal traditions and legal systems	113
11.2 EU antitrust law	114
11.2.1 Introduction – what is EU antitrust law for?.....	114
11.2.2 Why is competition law awareness so important these days?.....	115
11.2.3 Cartels (anti-competitive agreements)	115
11.2.4 Abuse of a dominant position (monopolies).....	119
11.3 Competition Law Authorities and their Powers	120
11.3.1 Investigatory powers of competition law authorities.....	120
11.3.2 Dawn raids.....	120
11.3.3 Office for the Protection of Competition in the Czech Republic.....	121
11.4 Mergers	122

11.4.1 Mergers in the European Union – a quick overview	122
11.4.2 Mergers in the Czech Republic – a quick overview	122
11.5 Summary.....	122
11.6 Self-assessment questions and tasks	123
11.7 Further reading/listening	125
Chapter 12. Corporate Governance, Ethics and Compliance in Doing Business	126
12.1 Introduction – management liability under Czech laws.....	126
12.1.1 Management liability under Czech laws – a quick overview.....	126
12.2 Duty to act with due managerial care	128
12.2.1 Legal assessment of the duty to act with due managerial care	128
12.2.2 Business judgement rule	128
12.2.3 Consequences of a breach of the duty to act with due managerial care	129
12.2.4 Remuneration of managers and agreement on office performance	130
12.2.5 A brief excursion into concern law	131
12.3 Compliance programs	131
12.3.1 Keith Packer: “You may be held liable for what your people do.”	131
12.3.2 So how does compliance help and why business ethics matter?	132
12.4 Criminal liability of Czech legal entities.....	139
12.4.1 Introduction.....	139
12.4.2 A more detailed analysis of the ACLLE from the compliance perspective	141
12.5 Summary.....	144
12.6 Self-assessment questions and tasks	145
12.7 Further reading/listening	146
Annex 1: Selected provisions of the Czech Constitution in English.....	147
Constitution of the Czech Republic	147
CHAPTER ONE - Fundamental Provisions.....	147
CHAPTER TWO - Legislative Power	148
CHAPTER THREE - Executive Power	149
CHAPTER FOUR - Judicial Power	151
Primary sources, bibliography, and documentary videos	153
About the authors.....	156