

Abstract

in English

The thesis analyzes memorandum of association and by-laws of a joint-stock company, from both general point of view as well as from the point of their required particular informations. The part concerning general point of view describes and evaluates memorandum of association as document incorporating a joint-stock company, it is described what role is performed by this document through the whole process of incorporation of a joint-stock stock company and what role is assigned to this document after the company has been established. The part concerning general point of view then covers the by-laws as a document which is a basic norm for functioning of a particular joint-stock company. The functions of a by-laws in relation to the chosen subjects are described and evaluated. The two general parts are connected through the tract about the relation between a memorandum of association and by-laws, where the relation is evaluated and the role and significance of the two documents is compared.

The other part of the thesis concerns itself with particular required informations, every one of the information describes and evaluates relevant legal regulation which is confronted with the opinions contained in the scientific literature, in the court decisions and my opinions. Each required information is evaluated from the view of a required or possible regulation through the memorandum of association or by-laws, the reader is familiarized with the different opinion on the given requirement and with my opinions on it. I have also made a comparison with the regulation used for other legal entities or foreign legal entities or foreign joint-stock companies where I deemed it appropriate.

Given the dynamics of the changes, the reader is familiarized with a former versions of the regulation of the documents of incorporation and its requirements at a various places within the thesis. The forthcoming change in a private law area in the Czech Republic has also projected itself into the regulation of the documents of incorporation, therefore the part of the thesis covering particular requirement is concluded by the description and appropriate evaluation of a regulations applicable in the future.

The thesis is concluded with the part covering the comparison of the incorporationg documents of a Czech joint-stock company with the documents of incorporation of other Czech business legal entities, requirements of the European Union legislation and the incorporation document of a chosen foreign joint-stock companies. The conclusion summarizes the thesis and evaluates its nature and importance.