

Abstract

Election and removal of members of the governing and supervisory boards of a joint stock company from a comparative perspective

The diploma thesis deals with the ways of the appointment and removal of the members of the governing and supervisory boards of a joint stock company in the Czech Republic and in Great Britain. It focuses on three main areas: the appointment, removal and the eligibility of members of the governing and supervisory boards of a joint stock company.

The aim of the thesis is not only to describe the Czech and British legal provisions on these topics, but also to compare and evaluate them. Within the scope apart from other things it attempts to answer these questions: whether the new Czech Companies Act which will come into force on the 1st January 2014 has been influenced to some extent by the British Companies Act 2006 or whether British pattern did not offer any inducement to any change.

The thesis consists of seven chapters. The first three chapters analyse legislation of the Czech Republic. They describe legal provisions of the current Commercial Code and compare them with the provisions of the new Companies Act and the new Civil Code. The next three chapters describe British law. The last chapter compares and evaluates legislations of both states.

The first chapter illustrates the ways of the appointment of members of the governing and supervisory boards of a joint stock company in the Czech Republic.

Beside the election as the basic way by which the boards are constituted, the thesis concerns the others ways how to become a member of a board. It includes the co-option and the appointment by a court.

The second chapter deals with the eligibility of the members of the governing and supervisory boards of a joint stock company under Czech law and examines the conditions which a candidate for a position of a member of these boards has to fulfil.

The third chapter then relates to removal of members of the governing and supervisory boards of a Czech joint stock company.

The fourth chapter explains the ways of the appointment of members of the boards of directors of public limited company in Great Britain. It particularly mentions the election and the co-optation which represent two basic ways of the appointment.

The fifth chapter is an analysis of the eligibility of directors of British public limited companies.

The sixth chapter concerns removal of directors of public limited companies in Great Britain.

The last chapter highlights the main differences and evaluates them.

Keywords

election of members of the governing and supervisory boards, cumulative voting, co-option, appointment of a member by a court, removal of members of the governing and supervisory boards, eligibility of the members of the governing and supervisory boards, disqualification