

ABSTRACT

The Master's thesis deals with issues of representation of business corporation by its governing body. The thesis is composed of an introduction, three chapters and a conclusion. Every chapter consists of four parts. The last part of each chapter contains brief summary of the most important issues of the particular chapter. The main aim of this thesis is to analyze most important issues concerning with representation of business corporation by its governing body and to compare recent legislation with the legislation effective till the 31st December 2013. The aim of this thesis is also to evaluate the changes which occurred in accordance to the new legislation and to examine if it is possible to use former jurisprudence recently.

The first chapter is considered as introductory and contains the explanation of basic terms which are important for the other parts of the thesis. The first chapter is focused on definition of business corporation and evaluation if the business corporation is capable of acquiring rights and incurring obligations or not. In the first chapter it is also described the issue of corporation's representatives and scope of their powers.

The second chapter is concerned with the representation of business corporation by members of its governing body. At the beginning of this chapter there is briefly defined the external entrepreneurial conduct of members of governing body. Then the author copes with the important issue whether the representation of business corporation is based on contractual or statutory base. Then the author defined the difference between specification of way of representation of business corporation by its governing body from restriction of entrepreneurial conduct of its governing body's members. In the second chapter author also focused on granting of power of attorney to members of governing body according to conduction of their powers and on authorization of member of governing body to acting with the employees of the business corporation. The author also examined the possibility of jointly acting of the member of governing body and the holder of procuration. At the end of the second chapter author, focused on membership of legal entity in the governing body of business corporation.

The third chapter of this thesis concerns with the restriction of entrepreneurial conduct of governing body's members and the legal consequences of this restriction.

In the final section of the thesis the author claimed the opinion that he fulfilled the aims which were set at the beginning of the thesis. The author analyzed the fundamental issues of representation of business corporation by members of its governing body. The author also compare recent legislation with the legislation effective till the till the 31st December 2013 and evaluate the pro and cons of the changes which occurred in accordance to the new legislation. The author also examined if it is possible to use former jurisprudence recently.