

Abstract

A Director in Limited liability company

The main reason of my research is a position of a director in Limited liability company.

In my opinion this topic is very timely. Firstly due to the upcoming recodification of private law and secondly due to the position of a director as a statutory body of this kind of company which is our most common legal form of the capital company.

The aim of the thesis is to describe a legal status of a director and to emphase the most important aspects of his function. The thesis also highlights the pitfalls of interpretation of certain provisions.

The thesis is composed of 6 main chapters

Chapter One briefly explains the definition of a director and the position of a director as a statutory body. There are defined requirements needed to perform the function of a director.

Chapter Two compares the function of a director when a new company is formed and on contrary the emergence of this position during the existence of a company.

Chapter Three deals with various ways of cessation of the function of a director. The greatest attention is paid to the resignation, in particular to the resignation in one-person company with one director.

Chapter Four is concerned with the action of a director. The first part of this chapter is devoted to the two most important components of his competence, a business management and negotiation on behalf of a company. Other important duties which go beyond the adjustment to a limited liability company are examined in the second part.

Chapter Five analyses the relationship of a director with the company, especially agreement on performance and related remuneration of a director. There are also described important aspects in relation to the executive director of the Ordinary General Meeting and the Supervisory Board.

Last chapter focuses on commercial responsibility of a director. In particular, the responsibility for damages and violation of the prohibition of competition.

In conclusion I summarize all my findings to which I have arrived.