



THE TERM SYSTEM "FORMS OF ENTREPRENEURIAL ACTIVITY" IN ENGLISH AND UZBEK AND METHODS OF ITS TRANSLATION

Rakhmonova Sardora Muminjanovna
UzSWLU Teacher

ANNOTATION

The article provides a comparative analysis of the forms of entrepreneurial activity in the Uzbek and Anglo-American systems of law; reveals significant differences in the volumes of meanings of legal concepts in two languages, provides translation recommendations. In a contrastive way, the terms that are used to describe such subject areas as: various forms of entrepreneurial activity, the constituent documents of the company are considered. It is noted that the greatest problems for translation and understanding of the text are caused by non-equivalent and partially equivalent vocabulary.

KEY WORDS: *forms of entrepreneurial activity, translation of legal terminology, comparative analysis, partially equivalent vocabulary*

Ingliz va uzbek tillarida terminosistema atamasi "tadbirkorlik faoliyati shakllari" va uni tarjima qilish usullari

Annotatsiya: Maqolada O'zbekiston va Angliya-Amerika huquqiy tizimlarida biznesni tashkil etish shakllari qarama-qarshi tahlil qilingan. Ushbu huquqiy tizimlardagi sezilarli farq tufayli, o'xshash tushunchalar turli xil ma'nolarga ega, bu tushunish va muloqotga to'sqinlik qiladi, ayniqsa ekvivalent bo'lmagan leksika va qisman qarindoshlar haqida. Kompaniya huquqining quyidagi yo'nalishlari bir-biriga qarama-qarshi bo'lib, tadqiq qilinmoqda: ikkita huquqiy tizimdagi tadbirkorlikni tashkil qilishning har xil turlari, yuridik shaxslarning tabiati va ajralib turadigan xususiyatlari, hujjatlarni o'z ichiga olgan. Tarjima texnikasining namunalari keltirilgan.

Kalit so'zlar: biznesni tashkil etish shakllari, huquqiy terminologiyani tarjima qilish, kontrastli tahlil, qisman qarindoshlar

DISCUSSION

A comparative analysis of the forms of entrepreneurial activity in the Uzbek and Anglo-American systems of law shows that there are significant differences between them, which greatly complicate the process of translating lexical units of

this terminological area. Analysis of legal texts showed that they contain several types of terms, the translation of which creates additional difficulties. These include:

- Terms-realities (concepts and phenomena characteristic of one legal system and absent in another);



- Partially equivalent terminology (interlanguage equivalent correspondences in two languages coincide in one meaning of the term and diverge in other meanings);

- Partially equivalent terminology (the meaning of a term in one language is described by the sum of the meanings of several terms in another language).

To understand the complex semantic connections that arise between the terms within the corresponding lexical fields in the English and Uzbek languages, it is necessary to carry out a comparative analysis of the most general concepts and concepts of entrepreneurial activity under Uzbek and Anglo-American law.

Under Uzbek law, business activity is regulated by civil law, while in Anglo-American law, regulation occurs within the framework of commercial law or business law. To carry out entrepreneurial activities, citizens can independently or jointly with other citizens create legal entities, as well as engage in entrepreneurship without forming a legal entity.

Modern Uzbek legislation concerning legal entities differs significantly from the corresponding US legislation. One of the main differences lies in the interpretation of the concept of a legal entity. So, American legislation recognizes only one form of a legal entity - a joint-stock company; all other forms of business organization, regardless of how many people are involved in a given enterprise, are not legal entities. Some researchers count up to nineteen different forms of doing business in the United States: sole proprietorship, branch office of a local company, branch office of a foreign company, representation office of a local company, representation office of a foreign company, joint venture, joint enterprise, joint stock company or association, limited partnership association, business trust, partnership de jure, partnership de facto, partnership by estoppel, general partnership, limited liability partnership (LLP), professional limited partnership, limited partnership, limited liability limited partnership (LLLL), limited liability company (LLC). True, it should be noted that not all states recognize all of the listed types of entrepreneurial activity, however, a study of the legislation of all 50 states and the District of Columbia gives exactly this impressive figure (3, p.236-237). In Uzbek, on the contrary, the form of doing business with the formation of a legal entity has become widespread. There are twelve types of legal entities, and only individual entrepreneurs can operate without forming a legal entity, which is rather an exception to the rule.

Classification of Types of Entrepreneurial Activity

It is possible to classify the types of entrepreneurial activity on various grounds. By forms of ownership, state and non-state (private) enterprises are distinguished, by goals of activity, all organizations can be divided into commercial and non-commercial. In addition, the forms of entrepreneurship can be classified by the composition of the founders, by the nature of the rights of the participants, by the order of education and other grounds. Let's take a comparative look at the commercial organizations of the USA and Uzbekistan.

As noted above, the main forms of entrepreneurship in the United States exist without forming a legal entity, while in Uzbekistan the existence of a company is possible only in the form of a legal entity. This difference is significant from the point of view of legal theory and practice, but it does not have much impact on the selection of equivalent translation methods for company names.

According to Uzbek legislation, the following main types of entrepreneurship are distinguished:

- Full partnership;
- Limited partnership (limited partnership);
- Limited liability company;
- Additional liability company;
- Joint-Stock Company.

Let's consider in more detail each of the listed types. A full partnership in terms of functions and scope of legal responsibility corresponds to its Anglo-American analogue of general partnership (participants are engaged in entrepreneurial activities on behalf of the partnership, are responsible for the obligations of the partnership with the property they own, they can be participants in only one full partnership, profits and losses are distributed among themselves in proportion to their shares in the contributed capital, etc.). Accordingly, a member of a full partnership (doimiy hamkor) is a general partner.

A limited partnership (cheklangan hamkorlik) is a partnership in which, along with the participants who carry out entrepreneurial activities on behalf of the partnership and are responsible for the obligations of the partnership with their property (doimiy hamkorlar), there are one or more participants - investors (cheklangan hamkorlar), who bear the risk of losses associated with the activities of the partnership, within the amount of their contributions and do not participate in the partnership's entrepreneurial activities (2, Art. 84). The management of activities is carried out by general partners, investors are not entitled to participate in the management and conduct of the affairs of a limited partnership, as well as to challenge the actions



of general partners in the management and conduct of the affairs of the partnership. The Anglo-American counterpart is limited partnership.

A limited liability company is an organization established by one or more persons, the authorized capital of which is divided into shares of certain sizes; members of a limited liability company are not liable for its obligations and bear the risk of losses associated with the activities of the company, only within the value of their contributions (2, Art. 89).

An additional liability company differs from a limited liability company only in that it has a special character of property liability of its participants, who jointly bear subsidiary liability for its obligations with their property in the same multiple size for all (ikki, uch barobar, etc.) to the value of their contributions. In case of bankruptcy of one of the participants, his responsibility for the obligations of the company is distributed among the other participants in proportion to their contributions (2, Art. 95). In the Anglo-American legal system, there is no analogue for this form of entrepreneurial activity, therefore, for translation, we have to "invent" a new term - additional liability company.

Before proceeding to consider the concept of "joint stock company" in two languages, let us dwell on some forms of entrepreneurial activity that are characteristic of Anglo-American law, but absent in Uzbek law - these are limited liability partnership (mas'uliyati cheklangan sheriklik) and limited liability limited partnership (cheklangan sherikchilik). Limited liability partnerships are distinguished by the fact that the legislation allows all or several of its participants to have limited liability to investors, which brings them closer to joint stock companies, but at the same time, such partnerships do not have the main drawback of JSCs - double taxation. There are significant differences between companies of this type in the US and UK. In the USA, the creation of limited liability partnerships is popular when creating professional organizations (lawyers, architects, etc.), and in some states, for example, California, Oregon, Nevada and New York, they can be created exclusively for such purposes. ... In the UK, a limited liability partnership is considered a legal entity (like a joint-stock company) and its members are collectively liable for the company's debts up to their contributions, however, taxation is carried out as for a partnership. Recently, another novelty has appeared in the United States - a limited liability partnership, which differs from the usual limited partners in that the general partners who manage the company have only limited liability to investors.

There is another term that often has problems with translation. It's about the concept of a joint venture. It would seem, what could be easier? Everyone knows that this is a "joint venture". However, according to the definition of the Black's Law Dictionary, "joint venture is a business undertaking by two or more persons engaged in a single defined project" (4, p. 376). American textbooks on business law indicate that a joint venture is a type of full partnership, has all the features of the latter, but it is singled out in a separate category, since it has a narrower scope - it is created for a certain period of time to complete a specific project. In British sources, the use of the term joint venture is sometimes found in the meaning of "an entity formed between two or more parties to undertake economic activity together". In the latter version, it is obvious that participants in such an organization can be not only individuals, but also legal entities, and it can be created not only for the implementation of a separate project, but for an indefinite period.

In the understanding of Uzbek business representatives, a "joint venture" is a form of organization of a company, in which the capital of partners from two or more countries is certainly combined for more efficient business. Obviously, there is little in common between the term and its "translation". We analyzed translations of this concept in all available legal dictionaries, and everywhere there was only one misleading option - "joint venture". And only in one translated article we managed to find the translation of joint venture as "temporary partnership", which most fully conveys the semantic content of the English term in the American system of law. The "joint venture" translation is only possible for British sources and in cases where the company has foreign capital. If it is clear from the context that two national companies are involved in a "joint venture", then the translation must be provided with an appropriate commentary.

A joint stock company is a company whose authorized capital is divided into a certain number of shares; members of a joint-stock company (shareholders) are not liable for its obligations and bear the risk of losses associated with the activities of the company, within the value of their shares (2, Art. 97). According to Uzbek legislation, joint stock companies are divided into closed (closely held - with the distribution of shares among its founders) and open (publicly held - with an open subscription to shares and their free sale). In the Anglo-American legal system, there are also commercial (business corporations, for-profit corporations) and non-profit (non-profit corporations) joint stock companies. In addition, in addition to de jure corporations (de jure JSC), de facto corporations are recognized, that is, actually existing joint stock



companies that either did not complete their legal registration, or were formally liquidated, but continued to operate. The court may temporarily consider such JSC legal if it is necessary to protect the interests of conscientiously mistaken citizens who entered into legal relations with this JSC. Corporation by estoppel (lit.: JSC by virtue of deprivation of the right of opposition, JSC by virtue of procedural challenge) is another type of JSC that is absent in Uzbek legislation. According to the corporation by estoppel doctrine, third parties who have acknowledged the existence of a joint-stock company (although in reality it did not exist) cannot retroactively abandon this fact in order to obtain benefits for themselves. According to the court, such people are deprived of the right to objection or receive a recusal for their objections (they are estopped). Since there is no analogous Uzbek-language term, we have to resort to descriptive translation.

Here are a few more translations of terms that are not always recorded in dictionaries and therefore cause difficulties:

Bosh korporatsiya - parent company;

Daromad keltirmaydigan korporatsiya - dormant, inactive company;

Qobiq korporatsiya - "mailbox", a corporation that does not have significant assets and does not conduct serious operations, created to ease tax conditions for other companies;

Yagona korporatsiya is a sole company.

The use of the term corporation is typical of American English. In British English, the phrase a joint stock company (JSC) is accepted, which can be open and closed - public (ro'yxatlangan) companies and private (ro'yxatlanmagan) companies, respectively.

Constituent Documents of Companies

The composition of constituent documents for various forms of doing business is different, which is regulated by Article 52 of the Civil Code. A legal entity acts on the basis of the charter, or the articles of association and articles of association, or only the articles of association. So, for the registration of a general partnership and a limited partnership, only the foundation agreement is sufficient (in the latter case, the agreement is signed only by the general partners, and not by the investors). A limited liability company requires both a memorandum of association and a charter, and for joint stock companies (closed and open) only a charter. The constituent agreement of a legal entity is concluded, and the charter is approved by its founders (participants). If a legal entity is created by one founder, then it acts on the basis of the charter approved by this founder.

The constituent documents of a legal entity must determine the name of the legal entity, its location, the procedure for managing the activities of the legal entity, and also contain other information provided for by law for legal entities of the corresponding type, for example, determine the subject and purpose of commercial activity.

In the founding agreement, the founders undertake to create a legal entity, determine the procedure for joint activities for its creation, the conditions for transferring their property to it and participating in its activities. The agreement also defines the conditions and procedure for the distribution of profits and losses among the participants, management of the activities of a legal entity, withdrawal of founders (participants) from its composition.

In the American legal system, various forms of entrepreneurial activity also formalize their relations with the help of appropriate documents. And here the question of the selection of translation equivalents in English and Uzbek arises, which are in a relationship of a complex interweaving of concepts and functions. For example, a general partnership under American law regulates relations between participants using a document called the Partnership Agreement, which indicates the name of the organization, the goals and objectives of the business, its location, shares in the capital of each participant, the distribution of rights and obligations, the procedure for the distribution of income and losses, the conditions for the termination of the activities of the company, etc. As we can see, the functions of this document in general coincide with the functions of the constituent agreement under Uzbek law. Accordingly, the memorandum of association of a limited partnership will be called a limited partnership agreement in English, and in a limited liability company, a limited liability company agreement. In translations from Uzbek into English of the term "Asosiy kelishuv" there are also options: foundation agreement, or even foundation contract. Some authors (3, p. 10) theoretically substantiate such an inauthentic use of terminology as follows: since the volumes of the concepts behind the terms in the two languages do not coincide, these terms cannot be used as interlanguage equivalents, therefore, for a Uzbek term in English, another one is selected, atypical for this context equivalent. For the English-speaking recipient of the translation, the sentence can "cut the ear", but the originality of another legal system is emphasized.

In the UK and some other common law countries (for example, Ireland, India), companies have two types of documents: one of them regulates the organization's relations with the outside world and, in



terms of functions, roughly corresponds to the memorandum of association under Uzbek law (Memorandum of Association or simply Memorandum). Another document regulates the relationship between shareholders or shareholders and governing bodies in the organization, its presence is mandatory for the start of the company's activities (Articles of Association or Articles). With some degree of convention, this phrase can be translated as the Charter. Although the share of convention in this case is quite high, since according to the Civil Code of the Uzbek Federation the joint-stock company has only one document - the Charter, which combines the functions of two British documents.

As noted above, under Uzbek law, JSCs have their own charters. Moreover, in each case, this term receives its own content. We have the charter of a joint-stock company - the only constituent document, which includes all the information contained in the founding agreement of the LLC, as well as all information about the conditions and categories of issued shares, their value and quantity, the size of the authorized capital, the rights of shareholders, the composition and competence of management bodies, the procedure for making decisions and many other provisions, the list of which is open [2, Art. 98]. What is the most adequate translation of this concept into English? Let's turn to the dictionary definitions, having considered all possible translation options.

Articles of Incorporation - a document that sets forth the basic terms of a corporation's existence, including the number and classes of shares and the purposes and duration of the corporation.

Articles of Association -

1. = articles of incorporation;

2. a document - similar to articles of incorporation - that legally creates a nonstock or nonprofit organization.

Bylaw (by-law) -

1. a rule or administrative provision adopted by an association or corporation for its internal governance;

2. = articles of incorporation.

Charter - the organic law of an organization; loosely, the highest law of any entity [4, pp. 44, 82, 94].

As can be seen from the above definitions, none of the terms exactly and completely does not contain the entire volume of meanings present in the Uzbek concept of "charter". Articles of Incorporation is a small document, several pages long, in which the name of the organization must be mentioned, its founders (incorporators) are listed, the form of entrepreneurship is determined (joint-stock or non-stock corporation - stock corporation or non-stock corporation; commercial or non-profit enterprise - for

profit or non-profit company), as well as the legal address of the company and the period of time during which it will operate. That is, this document is rather similar to the memorandum of association under Uzbek law, as evidenced by the presence in the English language of a synonym - Certificate of Incorporation.

Among law students and even among specialists involved in legal translation, the opinion has become widespread that Articles of Incorporation is the charter of a necessarily large joint-stock company (possibly under the influence of the word "corporation"). However, in reality this is not the case. Under the laws of most states, a corporation can be established by even one person. Thus, Articles of Incorporation can be a document that regulates the activities of a small non-profit organization with one employee.

According to the authors of Black's Law Dictionary (recall that this is one of the most authoritative legal dictionaries in American law, the reference book of all qualified legal translators), the term Articles of Association is synonymous with the term Articles of Incorporation in the meaning of "document for JSC", and is also used in cases where it is necessary to emphasize the non-commercial nature of the organization's activities or its refusal to issue shares.

Bylaw is an internal document of a company (not necessarily a corporation), which is developed on the basis of the constituent documents of the organization and regulates in detail its daily activities (the procedure for electing governing bodies and holding meetings; staffing, functional responsibilities of employees, etc.) ... At first glance, the term bylaw is most equivalent to our "charter", but the status of this document is significantly lower than that of its Uzbek counterpart, since the company's board of directors can make changes and additions to bylaws, which is impossible under Uzbek law. Amendments to the charter of a joint-stock company are within the competence of the general meeting of shareholders and must be adopted by three-quarters of the votes in accordance with Art. 49 FZ "On Joint Stock Companies".

The word charter largely corresponds to the term "charter" in the meaning of "a normative legal act regulating a particular field of activity" [1, p. 723].

So, when translating from English into Uzbek, you can offer the following translation options:

Articles of incorporation -

Am. charter (usually for JSC)

Articles of association -

Br. the charter of a legal entity;

Am. charter of a legal entity (as a rule, except for JSC)



Bylaws - 1. internal regulations of the organization;
2. charter (in some contexts).
When translating from Uzbek into English:
Memorandum of association -
partnership agreement
limited partnership agreement
limited liability company agreement (definition of the concept)
foundation agreement (general neutral term)
Charter (LLC, ODO) -
articles of association;
articles of incorporation (Amer. - in some contexts)
JSC Charter -
Br. articles of association + memorandum of association;
Am. articles of incorporation + bylaws.

In this article, only the basic concepts of the terminological area of "forms of entrepreneurial activity" were analyzed, outside of our research there was a large layer of terminological units related to the formation and termination of a legal entity, to the peculiarities of joint-stock companies in two legal systems, rights and obligations of shareholders, types of issued shares and other lexical fields that present certain difficulties in translation.

LITERATURE

1. *Барихин юридический энциклопедический словарь. 2-е изд., перераб. и доп. – М.: Книжный мир, 2007. – 792с.*
2. *Гражданский кодекс Российской Федерации. Части первая, вторая и третья. Официальный текст. – М.: ТК Велби, 2005. – 448 с.*
3. *Гражданский кодекс Российской Федерации с комментарием (на английском языке). – М.: Норма, 2000. – 767 с.*
4. *Black's Law Dictionary. 2nd pocket edition. Bryan A. Garner. – St. Paul, Minn., 2001. – 796 p.*