Students are required to take a total of 30 credits or 15 US Credits each semester. Students can select from amongst the list of courses on offer.

Fall Semester (commencing September 2017)

Courses

- **Comparative Tort Law** (equivalent to 3 credits or 1.5 US Credits) – Olivier Moréteau
- **Environmental Law** (equivalent to 3 credits or 1.5 US Credits) - Nicol Gates
- **International Commercial Arbitration** (equivalent to 3 credits or 1.5 US Credits) – Youseph Farah
- **International Dispute Resolution** (equivalent to 3 credits or 1.5 US Credits) – Jean-Sébastien Queguiner
- **International Intellectual Property Law** (equivalent to 3 credits or 1.5 US Credits) – Alexander Peukert
- **International Mergers & Acquisitions** (equivalent to 3 credits or 1.5 US Credits) – Georges Cavalier
- **International Tax Law** (equivalent to 3 credits or 1.5 US Credits) - Lukasz Stankiewicz
- **Internet and Digital Copyright Law** (equivalent to 3 credits or 1.5 US Credits) – Peter Mezei
- **Introduction to the European Law** (equivalent to 3 credits or 1.5 US Credits) – Christine Ferrari-Breeur
- **The Law and Policy of the WTO** (equivalent to 3 credits or 1.5 US Credits) – Vilaysoun Loungnarath
- **The Law of EU's Internal Market** (equivalent to 3 credits or 1.5 US Credits) – Panagiota Katsorchi
- Research project (equivalent to 3/6 credits or 1.5/3 US Credits)

Spring Semester (commencing January 2018)

Courses

- **Comparative Contract Law** (equivalent to 3 credits or 1.5 US Credits) – Jane Winn
- **Comparative Corporation Law** (equivalent to 3 credits or 1.5 US Credits) – Erik Van Den Haute
- **Comparative Private International Law** (equivalent to 3 credits or 1.5 US Credits) – Mickaël Wilderspin
- **E-Commerce Law** (equivalent to 3 credits or 1.5 US Credits) – Yaniv Benhamou
- **European Competition Law** (equivalent to 6 credits or 3 US Credits) – Mathieu Cardon & JC Rodda
- **Institutional Law of the EU** (equivalent to 3 credits or 1.5 US Credits) – George Vallindas
- **International Business Law** (equivalent to 3 credits or 1.5 US Credits) – Katrin Deckert
- **International Copyright Law** (equivalent to 3 credits or 1.5 US Credits) – Edouard Treppoz
- **International Investments Arbitration** (equivalent to 3 credits or 1.5 US Credits) – Malik Laazouzi
- **Protection of Cultural Property under International Law** (equivalent to 3 credits or 1.5 US Credits) – Yaron Gottlieb
- Research project (equivalent to 3/6 credits or 1.5/3 US Credit

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¹ List of proposed courses; allocation of credits may be modified
The course aims at providing students with tools enabling them to understand and address tort law issues in a comparative perspective, in the light of traditional doctrine, recent developments, and ongoing evolutions. The course will focus on some general aspects of tort law (part 1) such as the meaning, scope, and organization of tort law, addressing the following: (1.1) the functions of tort law (compensation, loss-shifting, deterrence, and prevention), (1.2) compensation and prevention of hypothetical damage with its connection with the precautionary principle, (1.3) the scope of tort law and the unclear borderline with contract and unjustified enrichment, (1.4) the organization of tort law (comparing the Anglo-American, French, and German approaches and identifying shifts in taxonomy), and (1.5) loss of a chance and proportional liability, all in the light of European and non-European harmonization projects. Parts 2 will visit a limited number of specific issues in tort law that are at the cutting edge in a number of jurisdictions, including (2.1) protection of personality rights and privacy, and (2.2) product liability, with a focus on pharmaceutical products. The course will end with an attempt to identify the most suitable means and techniques for the development of tort law and its international harmonization (part 3). Students will be asked to read theoretical and comparative texts as well as cases or excerpts of cases decided in a variety of jurisdictions. On each topic, a leading hypothetical case will help identify the issues and possible solutions, and discussions will be led in an interactive way.
ENVIRONMENTAL LAW
Prof. Nicol Gates

Description of the Course

This course is aimed at students with an interest in legal developments in the field of environmental law, climate change policy and energy. No prior knowledge of environmental law is required.

International regulators and global industry is attributing increasing importance to the protection of the environment and this value shift is materialised heavily, amongst others in the energy sector, leading to the development of energy law as an important sub-discipline of environmental law. This course will introduce students to all key areas of international and EU environmental law by tracing legal developments surrounding the use and environmental impact of fossil fuels and nuclear power through to the growth of green technologies. The course will provide students with a basic understanding of international and EU environmental law, the EU energy industry and regulatory regimes and will give an insight into the practicalities of legal work in the energy sector.

Objectives

The aim of this course is to open up to students the possibilities for legal work within the environmental law sector, including private or in house practice or for national/international regulatory organisations (such as the EU and the UN) by:

- Furnishing students with a high-level knowledge of all areas of environmental and energy law and policy across the EU, with particular focus on the EU integration and development of the electricity markets;
- Providing an insight into the energy industry and its major players;
- Helping students to develop practical legal skills and knowledge that can be transferred directly into the workplace;
- Developing students’ drafting skills;
- Improving students’ oral skills through class discussion and debate;
- Giving practical examples of the pragmatic application of legal theory in the workplace;
- Demonstrating how commercial contracts are used on a day-to-day basis to comply with regulatory requirements;
- Exploring the influence of EU policy on legislative development.

Course Content

The course will be delivered in five main parts:

1. Background and Introduction
   i) Course outline and student achievement targets
   ii) Treaties and the role of states, NGO’s, industry and the individual
   iii) Policy and consensus development

2. International Environmental Law
   i) Atmosphere and outer space
   ii) Oceans and fresh water
   iii) Natural resources
   iv) Hazardous substances
3. EU Environmental law
   i) Waste processing
   ii) Air and water quality
   iii) The protection of nature, wildlife and natural resources

4. Energy
   i) Regulation of exploration and exploitation: Gas, Oil, Nuclear and Renewables
   ii) Regulatory focus: The Electricity Industry
   iii) Policy: Security of Supply, Interconnectors, SmartGrids, Carbon Capture
   iv) Practice: Construction and Health & Safety, Procurement and Competition, Corporate, Commercial, Marine

5. Climate Change
   i) “20% renewable energy by 2020”
   ii) Directive on Renewable Energy
   iii) Kyoto Protocol
   iv) Copenhagen Accord

Mode of Assessment

Class attendance is mandatory. Students will be assessed in the following proportions:

50% exam at the end of the course; and

50% for work in class and active participation (at the discretion of the tutor).

Books

Energy Law in Europe: National EU and International Regulation
Roggenkamp, Redgwell, Rønne, del Guavo
Publisher: Oxford University Press

Oxford Handbook of International Environmental Law
Bodansky, Brunsee, Hey
Publisher: Oxford University Press
ISBN9780199552153

Environmental Policy in the E.U.
John McCormick
Publisher: Oxford University Press
ISBN97803337772041
INTERNATIONAL COMMERCIAL ARBITRATION

Prof. Youseph Farah

Course Outlines

International commercial arbitration is believed to be the most popular alternative dispute mechanism outside national courts to settle disputes arising from international commercial transactions. The purpose of this course is to introduce students to the operation of arbitration, the relationship between arbitration and national courts and issues arising from various aspects of international commercial arbitration. The course has a comparative approach between national legal systems (with some emphasis on English law), international treaties, and international/transnational Model laws.

Essential Text Book

Redfern Alan. &. Hunter, Martin. Law and Practice of International Commercial Arbitration, (4th ed.,)don, Sweet & Maxwell, 2004 (there is a student version or paperback available Also a full browsable electronic copy is available on Westlaw ).

Recommended Books


Born, G, International commercial Arbitration, Commentary and Materials, 2001,

Unit One: Arbitration - In General

Reading:


IteX Shipping Pte. LTD. v. China Ocean Shipping Co. [1989] 2 Lloyds Law Reports 552 (QBD) (available on Lexis Nexis or Westlaw)

1. Dispute Resolution in International Trade

   National courts

   Arbitration

   Other forms of Alternative Dispute Resolution - conciliation, mediation and mini-trial

   Walford v. Miles [1992] 2 AC 128

2. Contrast between Litigation and Arbitration

   Reason for arbitration


   Dolling-Baker v. Merrett [1990] 1WLR 1205 (Available on Lexis or Westlaw (UK case))

3. Concept and Nature of Arbitration

4. Terminology Used in International Commercial Arbitration

5. Elements of Arbitration

   Present system is connected with different systems of law

   The arbitral process

       agreement of the parties

       powers conferred by agreement

       the award

   Existing and future dispute

   Arbitration under international or institutional rules

   International and commercial

6. What Is Meant by Arbitration

   Agreement between parties

   Determination

   Awards

7. Institutional and Ad Hoc Arbitration
Concept
Institutional arbitration
Ad hoc arbitration

8. International Documents Concerning International Commercial Arbitration

The New York Convention 1958
The UNCITRAL Arbitration Rules
The UNCITRAL Model Law
Most of these can be found on http://www.uncitral.org/uncitral/en/uncitral_texts/arbitration.html

9. Important Arbitration Institutions

American Arbitration Association (AAA)
China International Economic and Trade Arbitration Commission (CIETAC)
China Maritime Arbitration Commission (CMAC)
The International Arbitration Centre of the Austrian Federal Economic Chamber, Vienna
International Centre for the Settlement of Investment Disputes (ICSID)
Iran -United States Claims Tribunal
London Court of International Arbitration (LCIA)
International Chamber of Commerce (ICC)
Stockholm Chamber of Commerce (SCC)
WIPO Arbitration Centre

Unit Two: Arbitration Agreement

Reading:


Ashville Investments Ltd v. Elmer Contractors Ltd. [1989] QB 488

Baytur v. Finagro [1991] 3 WLR 866


Art. II.1, V.1.a of the New York Convention

Art. 21.2 of the UNCITRAL Arbitration Rules

Art. 16.1, 34(2)(a)(i) and 36(1)(a)(i) of the Model Law

Art. 6 of the ICC Rules, the rules can be found by following this link [link](http://www.iccwbo.org/court/english/arbitration/pdf_documents/rules/rules_arb_english.pdf)

1. The importance of an arbitration agreement

   Whether can refer future disputes

   Future disputes

   Existing disputes


   Ashville Investments Ltd. V. Elmer Contractors [1988] Lloyd’s Rep. 73.


2. Autonomy of an arbitration agreement

   Relationship between the main contract and the arbitration agreement

   Separability of arbitration agreements


   Prima Paint Co. v. Flood & Conklin Manufacturing Corp. 388 US 395
Christopher Brown Ltd. v. Genossenschaft Oesterreichischer Waldbesitzer Holzwirtschaftsbetriebe Registrierte Genossenschaft Mit Beschränkter Haftung [1954] 1 QB 8

3. Formality of arbitration agreement

writing, signatures?


4. Validity of arbitration agreement

Issue of Capacity

Who decides the validity of arbitration agreement


Scope of arbitration - arbitrability

Matters which can or cannot be submitted to arbitration


5. Effect of an arbitration agreement

exclusive jurisdiction of arbitration

Parties’ obligation to proceed


6. Content of agreement

Necessary provisions

Procedural law

Substantive law

Choice of place

Type and number of arbitrators

Amiable composition

Finality provisions
Optional provisions

language

entry of judgement and rules of court clause


J.J. Ryan & Son Inc. v. Rhone Poulenc 863 F. 2d. 315 (4th Cir. 1988).


7. Submission agreements and arbitration agreement

Consider two individual cases:

(a) A submission agreement following on an arbitration agreement

(b) A submission agreement where there is no existing arbitration agreement

What reasons are there for adopting (a)? What reasons are there for adopting (b)?

8. The doctrine of competence / competence


Kaplan v. MK Investments Inc (US) 115 Supreme Court 1920 (1995); 131 L.Ed. 2d. 985 (1995)


Unit Three: Law Applicable to Arbitration

Reading:


Procedural aspect:


**Substantive Aspect:**


1. **Law applicable to arbitration**

   - Law applicable to arbitration agreement
   - Law applicable to arbitration procedures
   - Choice of law rules
   - Law applicable to substantive issues

   *Campagnie Tunisienne de Navigation v. Campagnie d'Armement maritime* [1971] AC 572

2. **Law applicable to arbitration agreement**

   - Capacity
   - Arbitrability
   - Form of arbitration agreement

3. **Law applicable to arbitration procedures**

   - Traditional Approach
   - National regime
Connection between the *lex fori* (law of the place of arbitration) and arbitration

Mandatory rules

Public policy


Delocalisation theory

“No Alsatia in England where the King’s Writ does not run” per Scrutton L.J. *Czarnikow v. Roth, Schmidt & Co.* [1922] 2 KB 478 at 488.


4. Choice of law rules

Party autonomy

Implied choice of law test

*Re United Railways of the Havana and Regla Warehouses Ltd.* [1960] Ch. 52, 94.


The most real and closest connection test


*Whitworth Street Estates Ltd. v. James Miller* [1969] 1 WLR 377 (CA), per Viscount Dilhorne

5. Law applicable to substantive issue

Choice of national law

Choice of a-national principles

General principles of law

*Campagnie Tunisienne de Navigation v. Campagnie d’Armement maritime* [1971] AC 572


Lex mercatoria


Amiable composition


### Unit Four: Getting Arbitration Started

Reading:


Art. II of the New York Convention

Art. 1-8 of the ICC Arbitration Rules

Art. 10, 11, 18-27 of the UNCITRAL Model Law

1. Enforcement of the contract to arbitrate


Compulsory Arbitration

- Agricultural landholder disputes
- Tenancy disputes
- Labour disputes

2. Commencement of arbitration under law and institutional rules
3. Party autonomy

Conflict between the doctrine of party autonomy and public policy ground e.g. Oath

Limits on party autonomy

Terms of parties agreement

Provisions of any agreed set of rules governing arbitration

Requirements of national law

4. The appointment of the arbitrators

When?

Professional qualification

Number

Language skills


5. When does arbitration start


6. Length of arbitration

Art. 18 of the ICC Rules

7. Written submission /Written pleadings

Redfern & Hunter pp. 318-324

Art. 3-6 of the ICC Arbitration Rules

Art. 14 of the ICC Arbitration Rules

8. Proceedings
Arbitrators’ power to hear evidence


Civil law proceedings

- Emphasis on documents, oral testimony secondary
- More active role of arbitrators
- Examination of witnesses by court

Common law proceedings

- Emphasis on oral testimony, examination of witnesses; role of cross examination
- Discovery of documents; oral presentation

Arbitrator's' power to order inspection of subject matter of disputes

- Art. 13 of the LCIA Rules
- Arbitrators’ power to order interim measures

**Unit four: Arbitrators**

**Reading:**


(Available on Westlaw)

**Additional Reading**


1. Qualifications of arbitrators

   By parties' agreement

   By law

   Art. 11(1) of the UNCITRAL Model Law

2. Impartiality and independence of arbitrators
Impartiality

Independence

Standards applied by national courts

- The ‘Justifiable Doubts’ Standard
- England’s ‘Real Danger of Bias’ Standard
- The U.S. ‘Reasonable Person Would Have to Conclude Partiality’ Standard

Art. 18 of the UNCITRAL Model Law

s. 33(1)(a) English Arbitration Act 1996

_The Myron_ [1970] 1 QB 527


_Commonwealth Coatings Corp. v. Continental Casualty Co._, 393 US 145 (1968)

_AT & T Corp. v. Saudi Cable Co._ [2000] 2 All ER 625 (Comm.).

3. **Procedural powers of arbitrators**


4. **Duties of arbitrators**

   - Duties of Disclosure
   - Duties imposed by parties
   - Duties imposed by law

   _Sutcliffe v. Thackrah_ [1974] AC 727

   _Arenson v. Arenson_ [1977] AC 405

   _Commonwealth Coatings Corp. v. Continental Casualty Co._ 393 US 145 (1968)

5. **Challenge of arbitrators**


   _Kaplan v. MK Investments Inc (US)_ 115 Supreme Court 1920 (1995); 131 L.Ed. 2d. 985 (1995)

6. Immunity of arbitrators

Compared to the role of judges

England’s ‘Absolute Immunity with the Exception of Bad Faith’ Standard


The U.S. ‘Absolute Immunity’ Standard

George Corey v. New York Stock Exchange60 US (13 Wall) 335, 20 L Ed 646 (1872).
Gahn v. International Union Ladies’ Garment Workers Union 311 F 2d 113 (3rd Cir. 1962)

Unit five and Six: Challenge, Recognition and Enforcement of Arbitral Awards

Reading:

Redfern Alan. &. Hunter, Martin. Law and Practice of International Commercial Arbitration, (4th ed.,)don, Sweet & Maxwell, 2004 (Chapters 8, 9 and 10)

Art. V of the New York Convention 1958


Sheppard, A., ‘Public Policy and the Enforcement of Arbitral awards: Should there be a Global Standard? (Google) Free on the web


1. The award

Interim award
Partial award
Final award

Validity of award
Form, contents, signatures and time limits

*Hiscox v. Outhwaite* [1991] 1 WLR 1321

*Hiscox v. Outhwaite* [1992] 1 AC 562

s. 53 English Arbitration Act 1996

Effect of award


2. Challenge of arbitral awards

Place of Challenge

Grounds for challenge

Whether the right to challenge can be contracted out?

*Bank Mellat v. Helliniki Techniki* [1984] QB 291


*Chromalloy Aeroservices Inc. v. Arab Republic of Egypt* 939 F. Supp. 907

*Hilmarton Ltd. V. Omnium de traitement et de valorization (OTV)* (1995) XX Year Book of Commercial Arbitration 663

3. Recognition or enforcement of arbitral awards

"Recognition" or "Enforcement"

(a) New York Convention 1958

1st reservation

Place of recognition or enforcement

Grounds for recognition or enforcement

State immunity claims
reciprocity reservation Art. 1(3)
commercial reservation Art. 1(3)
arbitration agreement
recognition and enforcement of arbitral awards
No review of merits
Grounds for refusal


Parsons & Whittemore Overseas Co. Inc. Societe Generale de l'Industrie du Papier (RAKTA) 508 F. 2d. 969 (2nd Cir. 1974) 975


(b) UNCITRAL Model Law
(c) UNCITRAL Arbitration Rules

Unit seven: Arbitration and National Courts

Reading:


1. Relationship between arbitration and national courts

   Struggle between party autonomy and national courts

   Exclusive competence of the courts

   National laws in relation to international arbitration conducted in that country

2. Assistance and Supervision by courts

   The supportive role of the courts

   The supervising role of the courts
3. Intervention before arbitration proceedings

- Autonomy of arbitration agreement
- Appointment of arbitrators
- Measures of conservation and security
- Appropriate courts

4. Intervention during arbitration proceedings

- Interim protective and Supportive Measures
  - Art. 9, 17 and 27 of the UNCITRAL Model Law
- Removal of arbitrators
  - Art. 5, 12-14 of the UNCITRAL Model Law

5. Intervention after arbitration proceedings

- Appeal against and revisions of awards
- Challenge of arbitral awards
- Recognition or enforcement of arbitral awards
- No review of merits
- Grounds for refusal

6. Advantage and Disadvantage of the strong link between arbitration and national courts

7. Transnationalism
I.- Course description

International Dispute Resolution raises a series of difficult questions. Which domestic judge is to exercise adjudicatory authority over the litigation? Which domestic law should be selected to govern the case? How should international conflicts of litigations be addressed? Those questions are time and money consuming and one shouldn’t engage in international litigation without a sound strategy and a deep knowledge of the different systems potentially in charge with providing an answer. This course will focus on business activities and mainly deal with jurisdiction in matters relating to contract (including consumer contracts, contracts of employment, and insurance contracts), tort, property, patents, company, insolvency, etc. The European model (Regulation (Eu) No 1215/2012 of The European Parliament and of the Council of 12 December 2012 on jurisdiction and the recognition and enforcement of judgments in civil and commercial matters (recast); Council regulation (EC) No 1346/2000 of 29 May 2000 on insolvency proceedings; Regulation (EC) No 805/2004 of the European Parliament and of the Council of 21 April 2004 creating a European Enforcement Order for uncontested claims; etc.) will be used to illustrate theoretical and practical difficulties regarding jurisdiction in an international context. But it will not be forgotten, on the one hand, that this model is only regional, competed by international treaties (such as the Hague Convention (30 June 2005) on Choice of Court Agreements), and on the other hand, that it is still incomplete, leaving room for domestic private international law to apply on many occasions.

II.- Objective

Provide the students with the means to foresee international litigations difficulties, and make accurate and strategic choices, as a plaintiff’s or as a defendant’s counsel. This objective requires addressing different questions in a methodological manner.

III.- Selective bibliography

Manuals


To go further

**Assessment**

- End of semester exam: 60 %
- Continuous assessment (attendance, participation, written assignments at the discretion of the teacher): 40 %
INTERNATIONAL INTELLECTUAL PROPERTY LAW

Prof. Alexander Peukert

Course Content

Introduction to intellectual property law

International IP treaties

International IP treaties II

Private International Law and IP I

Private International Law and IP II

Books

European Max Planck Group, *Conflict of Laws in Intellectual Property*


Guy Tritton, *Intellectual Property in Europe*

Kur/Dreier, *European Intellectual Property Law*

Daniel Gervais, *TRIPS Agreement*

Goldstein/Hugenholtz, *International Copyright*

Cottier/Veron, *International and European IP Law*
INTERNATIONAL MERGERS AND ACQUISITIONS

Georges A. Cavalier

Course description
This course is aimed at students looking to understand and/or practice international mergers and acquisitions (“M&A”). The course first provides an introduction to French corporate law concepts and ideology, in a comparative perspective. It then describes a business acquisition process, from a legal and tax points of view, before analyzing the obstacles to international mergers. It finally proposes an economic analysis of Mergers & Acquisitions laws. Research data will serve as a basis for reflection.

Prerequisite
1 year of law school. No other prerequisite, but a business background would be helpful.

Objectives
This course will give students hoping to work in an international law practice or for a multinational enterprise or national company the following:

1. An advanced knowledge of M&A in different jurisdictions and in the European and international context
2. An analysis of a standard business acquisition process used worldwide, from a legal and tax points of view
3. The know how to assess the risks and benefits associated with M&A transactions
4. The ability to undertake comparative research to evaluate the relative economic efficiency of regulation of M&A
5. The capacity to apply legal concepts to real life situations, through legal case analysis and problem solving
6. The ability to undertake independent reading and research on the subject, using both traditional and internet resources
7. An introduction to legal research in a law & economics perspective and in the field of comparative M&A transactions

Development of Skills Base
A successful candidate on this course should:

1. Have a firm knowledge and understanding of the rules of M&A
2. Be able to demonstrate the intellectual skill of evaluating critically new developments in the M&A field
3. Be capable of utilising a full range of learning and research tools in the field of M&A and be able to show a capacity to exploit those tools
4. Be able to develop an advanced understanding of the subject through independent research
5. Be skilled in presenting complex ideas and arguments involving M&A in writing and orally
6. Be able to work effectively and efficiently in a team to a tight deadline
7. Be able to produce research using multimedia tools
8. Be able to speak in public
9. Be able to review and draft M&A documentation

Course content
The French, their “culture,” and the M&A world: a Comparative Perspective
Distinguishing Mergers from Asset Deals, and Share Deals
The Acquisition Process
Tax Aspects
International Mergers
Economic Analysis of M&A Law

Books
“From the economic point of view, common law is more efficient than civil law.” Is this recent statement published in an economic report valid for mergers and acquisitions (M&A)?

The main objective of this presentation is to compare the legal performance of M&A in France and in the United States. The purpose is to quantify the impact of both legal systems on the long-term performance of M&A transactions.

A specific methodology was developed and the results of which are evaluated. Two legal structures for M&A transactions were retained: the purchase of shares (share deal), and the purchase of assets (asset deal). Each of these acquisition structures was then subdivided into eleven steps composing the process, for example from preliminary information, letter of intent, due diligence, stock or asset purchase agreement, closing, to litigation with formal summons.

Performance was then measured by taking into account time, cost, and satisfaction factors. The time factor was broken down into person-days and the number of days, weeks, or months required to complete each step. French and U.S. respondents were asked to fill out a questionnaire with reference to a specific acquisition project. A typical question was for instance: What is your estimate of working days to complete this step (person-days)? Radar charts were used to compare the mean of each performance factor. In order to check for correlations among the performance factors, an inter-factors analysis (regression) was carried out.

The research findings are presented in the following slide show presentation. Results show that a share deal in France is generally cheaper and participants indicate a significantly greater amount of satisfaction than in the U.S. However, for the time factor, the results vary. The conclusion is that the application of the civil code rather than common law does not reveal substantial differences as far as M&A transactions are concerned. One reason is that in both France and the U.S. these transactions are carried out following standard procedures in compliance with common contractual practices.

Slide show roadmap

A. Introduction
   i. Doing Business Report
   ii. M&A Recent Trends

A. Research objective
B. Model development
C. Corporation Size and Regressions
D. Informants’ Competence

E. Research findings
   iii. i. Reading the Results
   iv. ii. Main Conclusion/Summary
   v. iii. Additional Conclusion

   Implications
The principal objective of this course is to provide the students with a working knowledge of fundamental concepts of international tax law, with particular focus on international taxation of income. In particular, students will be expected to understand the operation of the provisions of the OECD Model Tax Convention.

**Course description**

In contemporary world no business lawyer can ignore tax consequences of his or her acts. In real life, the appropriateness of any conclusion of contract, any company restructuring or any other business action must be tested against tax considerations. This is particularly true in a cross-border context where tax jurisdictions overlap, causing additional burdens but also creating new opportunities.

This course is aimed at providing the students with a working knowledge of fundamental concepts of international tax law, with particular focus on international taxation of income.

Special attention will be given to the OECD Model Tax Treaty as well as, primarily, to French and US domestic rules pertaining to cross-border taxation of income.

In particular, students will be expected to understand the operation of the provisions of the OECD Model Tax Treaty.

**Course Content**

*Chapter 1 Overlapping tax jurisdictions: origin of international double taxation*

I. Principles of tax jurisdiction
   - A. Principle of worldwide taxation of residents
   - B. Principle of source taxation of non-residents
   - C. Principle (non-widely accepted) of worldwide taxation of nationals

II. Definition of international double taxation

III. Methods of relief from double taxation

IV. Illustration with (opposing) French and US Corporation tax principles

*Chapter 2 EU Law and international taxation of income*

I. EU Directives concerning income taxation

II. Impact of Treaty freedoms of movement on income taxation

*Chapter 3 Double tax treaties: a universal instrument for adjusting conflicting tax jurisdictions*

I. The status of tax treaties
   - The types of tax treaties
   - Tax treaties and domestic law
   - The relevance of model tax treaties

II. How to read a tax treaty?

III. Material and personal scope of tax treaties
A. Taxes covered by a tax treaty
B. Personal scope of a tax treaty: the notion of tax residence

IV. Classification and assignment rules
A. Classification and assignment rules relating to businesses
   1. The key concept of permanent establishment (Article 5 of the OECD Model)
   2. Distribution of the right to tax with respect to business income (Article 7 of the OECD Model)
B. Classification and assignment rules relating to investment income and gains
   1. Income from immovable property (Article 6 of the OECD Model)
   2. Dividends (Article 10 of the OECD Model)
   3. Interest (Article 11 of the OECD Model)
   4. Royalties (Article 12 of the OECD Model)
   5. Capital gains (Article 13 of the OECD Model)
C. Overview of classification and assignment rules relating to active income of individuals
D. Classification and assignment rules - the “other income” article

V. The article on methods of elimination of double taxation
A. The exemption method
B. The credit method

VI. Some other provisions of tax treaties
   - The non-discrimination article
   - The exchange of information and the assistance in the collection of taxes under tax treaties

Chapter 4 International tax planning and tax avoidance

I. Definition of international tax planning, avoidance and evasion

II. Overview of selected Anti-avoidance rules
   A. Transfer pricing
   B. Thin capitalisation
   C. CFC and other controlled foreign entity legislation
   D. Treaty shopping and limitation of benefits provisions

III. An outline of selected international tax planning techniques
   A. Holding activities
   B. Financing activities
   C. Intellectual property management
   D. Supply chain management
   E. The notion of international tax arbitrage

Mode of assessment
- A 48-hour take home written assignment or case study
- Possibility of individual bonus for active participation.

Books

Fundamental
requested to read quickly pages 1-124 and 171-240 in advance to prepare for the course

Additional:

Course description

The course aims to discuss hot topics of copyright law in the digital age from a comparative perspective. Students will get familiarized with the legal treatment of the covered topics in the United States, and under the law of the European Union.

The module starts with a theoretical introduction, where the effects of technological innovation and social needs upon the development of copyright protection are highlighted. Likewise, comparative and digital basics of copyright law will be introduced. The course uses the example of limitations and exceptions to stress how significant differences exist between the Anglo-Saxon “copyright” and the Continental European “Urheberrecht” and “droit d’auteur” systems.

The module continues with the analysis of the several digital copyright issues. The first is related to the doctrine of exhaustion (first sale doctrine in the U.S. copyright law). Under this concept the lawful acquirer (purchaser) of a lawfully sold work (or a copy thereof) shall have the right to dispose of the property of the said work without any permission of the rightholder. This concept will be discussed from a digital copyright perspective as well.

The course includes a session on musical sampling, which is about the use of pre-existing copyrighted sound recordings (and musical compositions) in new sound recordings. The case law of the United States and the Continental European countries show a significant difference with respect to this topic.

The United States and the EU Member States treat the legal problems related to P2P file-sharing differently. There isn’t any similar concept like the U.S. contributory and vicarious liability in the European countries, where – on the other hand – the public law and technological control turned out to be the most effective tool to settle disputes related to file-sharing.

Finally, the interplay of electronic commerce rules and copyright law will be address. As a part thereof the liability for offering e-commerce services, such as linking, hosting (including cyberlockers) or streaming will be discussed. The course introduces the partially different treatment of “safe harbour” provisions of electronic commerce service operators.

Objectives

The main objective of this course is to provide the students a practice-oriented, analytical aspect on some hot topics of the current (digital) copyright law regimes. The comparative legal aspect allows the students to understand the major differences between the common law and the continental legal systems to be able to study or criticize the different legal solutions. This approach will help the students to use European, American and international copyright law rules in their future career at law firms or at courts, and to undertake independent research on the subject, using both traditional and internet resources.
Development of Skills

A successful candidate of this course should:

- Have a firm knowledge and understanding of the rules of U.S. and European Union (digital) copyright law;
- Be able to produce research using traditional and internet resources;
- Be able to speak in public (case law analysis will need the students to answer several questions);
- Be able to demonstrate the intellectual skills of evaluating critically the regulations of different copyright regimes;
- Be able to develop an advanced understanding of the subject through independent research.

Course content

Class #1

Topics:

- The symbiotic development of copyright law, technology and social needs;
- Introduction to digital copyright law.

Reading:


Class #2

Topics:

- basics of comparative copyright law: the major differences between the Continental and the Common Law copyright systems: the “droit d’auteur”/”Urheberrecht” and “copyright” regimes;
- exclusive rights vs. limitations and exceptions: the example of Google Books Library Project;
- exhaustion / first sale doctrine # 1.

Readings:

**Class #3**

**Topic:** exhaustion / first sale doctrine #2.

**Readings:**
- *Case C-128/11, UsedSoft GmbH v. Oracle International Corp.*, Court of Justice of the European Union, 3 July 2012;

**Class #4**

**Topic:** digital sampling.

**Readings:**

**Class #5-6**

**Topic:** P2P filesharing.

**Readings:**
- *BMG Music, et. al, v. Cecilia Gonzales, 430 F.3d 888 (2005);
- *Case C-275/06, Productores de Música de España (Promusicae) v. Telefónica de España SAU, Court of Justice of the European Union, 29 January 2008;
- *Case C-70/10, Scarlet Extended SA v. Société belge des auteurs, compositeurs et éditeurs SCRL (SABAM), Court of Justice of the European Union, 24 November 2011;

**Class #7**

**Topic:** liability of vs. safe harbor for hosting, streaming, linking service providers.
Readings:

- Viacom International, Inc., et al., v. YouTube, Inc., et al., 940 F.Supp.2d 110 (2013);
- The Football Association Premier League Limited vs. British Sky Broadcasting, et al., [2013] EWHC 2058 (Ch);
- Lesley A. Kelly v. Arriba Soft, 336 F.3d 811 (2003);
- Case C-466/12, Nils Svensson, et al., v. Retriever Sverige AB, Court of Justice of the European Union, 13 February 2014;

Mode of assessment

- On-going assessment, through active participation (which includes preparation and attendance, and active participation in the case law analysis) 50%, and
- Written exam 50%.
INTRODUCTION TO THE EUROPEAN LAW

Prof. Christine Ferrari-Breeur

Short Description

The principal objective of this course is to present an analysis of the establishment of the European Communities and then the European Union. In particular, students will be expected to understand the institutional changes brought by the Lisbon Treaty.

Course description

This course starts by exploring the pathways for integration in the European Union (EU) and outlining its current structure, the procedure for amending the Treaties and the conditions for accession to the Union. Then, it is necessary to identify the actors that shape the EU and its activities (mainly the institutions of the Union) and to explain the principle of conferral of competences. Finally, the course sets out the decision-making process in the EU, which includes the adoption of legislative acts.

Mode of assessment

- A 48-hour take home written assignment or case study
- Possibility of individual bonus for active participation.

Books

EU law

European Union Law

Access to European Union: law, economics, policies
THE LAW AND POLICY OF THE WTO

Prof. Vilaysoun Loungnarath

Description of the Course

This course provides an overview of the law of the World Trade Organization (WTO). The emphasis will be put on the dispute settlement system and the "quasi-judicial" function of WTO. Policy considerations will also be highlighted to the extent that they underpin the WTO positive law and its evolution.

Objectives

At the end of the course, the participants should:

- Be sensitized to the various functions fulfilled by WTO institutions and the role they play in globalization and development processes;
- Understand the legal principles and concepts around which WTO substantive law is organized;
- Be acquainted with the mechanics of WTO dispute settlement as well as the dynamics of the multilateral trade negotiations;
- Through case studies and practical exercises, be able to apply the WTO Agreements and understand how they operate;
- Have the capacity to undertake independent reading and research on the subject, using both traditional and internet resources.
- Have the capacity to develop a reasoned, critical thought on WTO law and institutions.

Development of Basic Skills

A successful candidate on this course should:

- Understand how the WTO legal system, the WTO dispute settlement mechanism and the multilateral trade negotiations operate;
- Be able to evaluate critically new developments in WTO law as well as the contribution of WTO institutions in globalization and development processes;
- Be able to apply legal concepts relating to the WTO Agreements in operational contexts;
- Be able to use specialized research tools.

Course Content

- The WTO institutional framework.
The main elements of WTO substantive law: the most favoured nation clause, national treatment, tariff bindings, special and differential treatment for developing countries, regional integration and rules of origin, WTO and societal values.

The WTO dispute settlement system.

Trade remedies in a nutshell: dumping, countervailing duties, the regulation of subsidies, safeguards.

Case studies.

Mode of Assessment
Final exam, 100%, in the form of a takehome exam.

Books/ Material

The Results of the Uruguay Round of Multilateral Trade Negotiations – The Legal Texts, Cambridge University Press.


Teaching material provided by the lecturer (compulsory).
Course Description

This course studies the Law of the Internal Market of the European Union. The internal market comprises an area without internal frontiers that forms the core of European integration. The project of completion of the internal market is analysed from the perspective of its historical, political and economic background. The course will examine the main area of EU Internal Market Law whose pillars are the four freedoms (free movement of goods, persons, services capital).

Learning Objectives

Students will learn to identify the sources of Internal Market Law and work with the European Treaties and relevant secondary legislation, to analyse the internal market case law of the Court of Justice of the European Union and to solve problem cases.

Students will become familiar with the key concepts of EU law and Internal Market Law.

After this course students should be able to identify issues that are related to the Law of the Internal market of the EU, the scope of application of the fundamental freedoms and their possible restrictions. They should also be able to construct arguments applying an EU Law methodology and suggest solutions to legal problems in area of Internal Market Law.

Reading list


A supplementary reading list will be produced.