



**FACULTY OF LAW AND ECONOMICS**

**DEPARTMENT OF LAW**

# **Preliminary Module Guide**

**2021/2022**

Master of Comparative Business Law –  
M.C.B.L. (Mannheim)

## The Program:

The Mannheim Master of Comparative Business Law (M.C.B.L.) is an advanced academic program providing an in depth understanding of the business law aspects of the Single European and the Global Market.

The program aims at providing students with competence in both comparative and business law, sharpening them in their careers as strategic decision makers in the public as well as in the private sector. It offers a unique combination of traditional comparative law studies (legal methodology and the common/civil law divide) and studies in business law (e.g. competition law, contract law and company law) including trade related aspects. Furthermore, it provides general and specific knowledge of the European Union legal framework and of the actors in international trade law.

The program addresses in particular the practical problems resulting from the co-existence of business law at different levels, i.e. the regional business law of the European Union and its respective Member States with the global (or near-global) trade law of the World Trade Organization.

The M.C.B.L. is a full-time program (one academic year) with daily classes. Courses take place (consecutively) over two semesters, from September until early June. The first term focuses on European Business Law whereas the second term has an emphasis on international business law.

## Modules:

The program consists of compulsory, intensive and elective modules. The content of the modules has been chosen carefully. The modules are composed in an order, which ensures the ideal development of both academic and professional competences. Changes in modules are possible.

The compulsory modules have a clearly defined focus on comparative legal methodology and the legal sources, actors and means of action. Whereas these subjects of European and International Law are indispensable for business lawyers and thus mandatory, students can also form the program to fit their own interests by choosing from a wide variety of courses which are offered in the intensive and elective modules. These modules cover all main subjects of business law, thus enabling students to gain a depth of study. Moreover, these modules contribute to the coherence of the competences obtained. The program pays specific attention to professional applications, particularly through its teaching methods and assignments. To serve this purpose, the program focuses on a combination of legal theory as well as thorough study and analysis of cases and thus takes advantage of an outstanding and well-developed characteristic feature of German legal education.

All students have to complete a total of 12 courses (20 ECTS per semester) and are required to pass an examination at the end of each course. With regard to intensive and elective modules, students are expected to participate actively in the courses and they are required to prepare oral and written presentations. In addition, a master's thesis (20 ECTS) on a topic of choice is required.

### Study Tours:

In addition to the courses offered in Mannheim, both fall and spring semesters comprise a study tour. Further information will be provided in due time.

### The Students:

The M.C.B.L. is a postgraduate program in the field of European and international business law. The program is designed for law graduates, or graduates with a sufficient background in law, who wish to pursue advanced studies to specialize in the area of business law with a comparative perspective. It prepares students for an institutional employment within the EU or domestic administrations on the one hand, as well as for an employment at companies or private practice acting in the global market on the other.

The M.C.B.L. is an academic program in English and open to German and foreign students with at least a four-year degree, (preferably) in law (Bachelor, LL.B., or equivalent). No prior background in comparative law or comparative political studies is expected or necessary.

The M.C.B.L. program is demanding. In just one academic year it offers a thorough and focused education on European and international business law. The M.C.B.L program therefore is specifically designed for excellent students at an advanced level and for qualified lawyers who wish to enhance their career prospects. Due to the small size of the classes, students benefit from close contact with their professors as well as their fellow students. The students come from all over the world, thus contributing to a truly international study environment.

### Language:

All courses and course materials are in English. A very good knowledge of the English language is thus required (please see admission requirements).

### The Lecturers:

In addition to professors of European and international business law of the Mannheim department of law, experienced legal practitioners from public authorities and renowned law firms will instruct students and give them important insights into everyday legal practice.

### Facts:

- ✓ Master Program, 1 year (60 ECTS), full time
- ✓ Participating university: Mannheim
- ✓ Degree: Master of Comparative Business Law (M.C.B.L.)
- ✓ Tuition fees: EUR 8,500 for the entire program

## Part I: Overview of Modules

This overview lists the modules (whether compulsory or intensive/elective) offered during the Master of Comparative Business Law Program.

### **Abbreviations:**

HWS (fall/winter term): Course is offered every HWS

FSS (spring/summer term): Course is offered every FSS

Information on the content of the modules (e.g. lecturers and course descriptions) can be found in Part II of the Module Guide.

### **Nota bene:**

- Every module is to be completed in one semester
- There are no further pre-requisites to the individual courses
- Further information on grading can be found under the Link: <https://www.jura.uni-mannheim.de/studium/master-of-comparative-business-law/mannheim-track/>  
„Study and Examination Regulations of the University of Mannheim for the Master’s program Master of Comparative Business Law – M.C.B.L. “.

## A. Fall-Winter-Term: European Comparative & Business Law

### Modules at the University of Mannheim

#### 1. Compulsory Module

No.	Introduction to Comparative European Law	ECTS	Page
1	Comparative Law I (European Legal Traditions)	4	8
2	Introduction to European Business Law	4	9
3	European Union Law – Institutional Aspects	4	10

#### 2. Intensive Module

No.	The Internal Market	ECTS	Page
4	European Market Freedoms	3	13
5	European Competition Law	3	14
6	European Private Law	3	14
7	International Arbitration	3	15

#### 3. Elective Module

No.	European Business Law	ECTS	Page
8	E-Commerce & Internet	2	17
9	EU Fundamental Rights	2	18
10	Introduction to German Private Law	2	19
11.	European Tax Law	2	20

## B. Spring-Summer-Term: International Comparative & Business Law

### Modules at the University of Mannheim

#### 1. Compulsory Module

No.	Introduction to Comparative International Law	ECTS	Page
12	Comparative Law II (The Common/Civil Law Divide)	4	23
13	Introduction to International Business Law	4	24
14	Law & Economics	4	25

#### 2. Intensive Module

No.	The Global Market	ECTS	Page
15	International Trade Law	3	27
16	Corporate Governance II	3	28
17	International Sale of Goods	3	29
18	Private International Law	3	29
19	International Organizations: a structural introduction	3	30

#### 3. Elective Module

No.	International Business Law	ECTS	Page
20	International Business Transactions	2	32
21	Intellectual Property Law	2	33
22	International Labour Law	2	35
23	Comparative Competition Law	2	36
24	International Investment Law	2	37

## Part II: Detailed Information on the Modules

### A. Fall-Winter-Term: European Comparative & Business Law Modules at the University of Mannheim

#### Compulsory Module: Introduction to Comparative European Law (Introduction Lectures)

##### **Content & conception**

The compulsory module has a clearly defined focus on comparative legal methodology and the legal sources, actors and means of action. These subjects of European and International Law are indispensable for business lawyers and thus mandatory. The compulsory module consists of three classes, which provide the theoretical and methodological basis for those courses, which can be chosen from the intensive or elective modules. The compulsory module therefore provides students a profound introduction to comparative law and a good understanding of the basic structures of the European Union.

- ✓ Comparative Law I - European Legal Traditions
- ✓ Introduction to European Business Law (including the “Development of European Business Law through the legal practice of the CJEU”)
- ✓ European Union Law – Institutional Aspects

##### **Learning outcomes and qualification goals:**

The module presents the necessary background for both a comparative law analysis and the basis for understanding the European multi-level system.

Students acquire a general understanding of comparative legal methodology and a good basic understanding of the entire area of law in order to get a good working knowledge on a methodological level for the master’s thesis.

Students will become familiar with the most relevant methods of comparative law, their advantages, and disadvantages. Furthermore, they will become familiar with relevant problems and their solutions in major European legal systems and selected other jurisdictions. They will get an overview of the factors relevant for fruitful learning from other legal systems. In addition, they acquire the knowledge of European rule making and EU law, which they need in order to understand European business law thoroughly and, which will hence prepare them for their future careers in international law firms, European institutions and companies.

Students are able to handle complex legal questions and cases addressed in the intensive and elective modules.

<u>Courses</u>	<u>Hours per week</u>	<u>ECTS</u>
Comparative Law I - European Legal Traditions	2	4
Introduction to European Business Law ()	4	4
European Union Law - Institutional Aspects	2	4
<b>Total Module ECTS</b>		<b>3 x 4 = 12</b>
<b>Course type</b>	Introduction lectures	
<b>Range of application</b>	<ul style="list-style-type: none"> <li>• Comparative Law I: M.C.B.L., int. exchange students</li> </ul>	

	<ul style="list-style-type: none"> <li>• Introduction to European Business Law: M.C.B.L. students only</li> <li>• European Union Law: M.C.B.L., int. exchange students</li> </ul>
<b>Examination and grades</b>	<p>Written examination (3 x 60 minutes = 180 minutes)</p> <p>For passing the module, all examinations must be graded with at least 4,0 (grading system amounts 1,0 – 5,0)</p> <p>For grading see „Study and Examination Regulations of the University of Mannheim for the Master`s program Master of Comparative Business Law – M.C.B.L.“.</p>
<b>Lecturer</b>	Various
<b>Frequency of offer</b> <b>Working effort (contact hours + self-study time)</b>	<p>Only in HWS</p> <p><u>360 h (120 h + 240 h)</u></p>
<p><b><u>Content in Detail</u></b></p> <p><b><u>1. Comparative Law I - European Legal Traditions</u></b></p> <p>This class makes the nature of Comparative Law as well as its functions and aims accessible to students from different legal backgrounds. As studying even one legal system fully is difficult and time-consuming, the course must necessarily take a selective approach to the multitude of legal systems in the world. The class Comparative Law I therefore will focus on European Legal Traditions (in particular the German, French and English Legal Tradition), whose similarities and differences are an important driver of European harmonization. Matching the overall aim of this module the course will focus on private law and business law aspects of comparative law.</p> <p>The course has three main components. The first part will cover the origins and utility of comparative law, its aims, tools and methods. This part will particularly focus on the legal orders, which the participants of the class are most familiar with. The content of the course in this respect will change annually in correspondence with the legal systems represented in class.</p> <p>The main second part of the course will look at common features of generally accepted concepts of both contract law and of building bricks necessary for any business law, such as division of work, liability, tort law and insurance. The different possible solutions for these problems, which appear in different forms in many jurisdictions, will be presented, followed by an analysis of how they are governed by legal orders belonging to different legal families. Lines of influence and hybrids will similarly be covered.</p> <p>Furthermore, the course will give comparative legal insights to laws in transition as well as legal transplants. Whereas former socialist European countries may serve as an example for the first, the adoption of economic concepts in contract law (such as merchandising and franchising from the US in Europe and the respective related problems of integration into European Union law) are paradigmatic for the second. The third part of the course will cover a comparison of legal education and profession (e.g. role of the judiciary and academics), a critical matter for proper delivery of legal services to foreign clients and working effectively with international law partners.</p>	



**Lecturer: Prof. Dr. Oliver Brand LL.M**

Prof. Dr. Oliver Brand LL.M (Cambridge) has studied law at the Universities of Münster and Cambridge (United Kingdom) and political science at the University of Münster. He obtained his doctorate on the international law of interest and usury at the University of Münster, where he also conducted the research for his professorial thesis on compulsory licensing. He is currently a professor of Private Law, Insurance Law, Business Law and Comparative Law at the University of Mannheim, managing director of the Mannheim Institute of Insurance and director of the Institute of Medical Law & Bioethics.

**2. Introduction to European Business Law**

The importance of European Union Law for business entities has increased dramatically over the past years. This is especially true for companies that primarily operate within Europe, yet, as the lawsuits against Microsoft and other corporations demonstrate, non-EU based companies are also strongly affected by European Union Law. The general objective of this course is to give a comprehensive introduction to European Business Law.

This course will show that the idea of market integration has been crucial for the development of general principles of EU law (such as direct effect or supremacy). The course gives an overview on fields of legal regulation, the competence of the European Union to take action, the main aims of European harmonization with regard to businesses and the sector specific approaches taken. It will focus on the overall aim of the European Internal Market to create a level playing field and analyses the respective measures and their effect on everyday practice of businesses acting in Europe. The respective legal areas will be analysed from the perspective of a business engaged in the internal market.

- ✓ History of the European integration
- ✓ General Concepts of EU Law
- ✓ Market Freedoms
- ✓ EU Competition Law
- ✓ Harmonization of Private and Business Law
- ✓ State Aid Law

**Lecturer: Prof. Dr. Friedemann Kainer**

Prof. Dr. Kainer has studied law at the university of Heidelberg where he also obtained his doctorate. Since 2012, he holds a chair for German and European Private, Business and Labor law. His areas of academic interest include the Law of the Internal Market, European Labour Law and international trade as well as constitutional issues of the European Union. He is a Member of the European Community Studies Association and Senior Member of the Mannheim Centre for Competition and Innovation. Prof. Kainer has published extensively on numerous issues of European business law and is an advisor to the European Parliament on questions of the internal market for services.

**2.1. The development of European Business Law through the legal practice of the CJEU**

The role and the influence of the CJEU to the development of EU law is outstanding. The CJEU has contributed immensely to the development and current structure of the EU legal system. Its principles of functioning and its role in the EU legal system are unique and the CJEU continues to play a crucial role in creation and development of the internal market and the law of the EU.

This course introduces participants to the methods of reasoning of the CJEU and its contribution to European Business law. Within the course, leading cases will be analysed and discussed in respect to their influence on the nature of the EU and its principles of functioning (e.g. principle of supremacy, direct effect). The course aims to provide students with deeper knowledge on how the European business law has been created and developed through leading cases of the CJEU and what further effects does this development makes to the legal system of European Union. As a result of the course, students will have acquired sound competences in reading and understanding CJEU judgements and applying them to new legal problems.

**Lecturer: Berina Fischinger-Corbo, M.C.B.L.**

Berina Fischinger-Corbo is a Research Fellow and Lecturer at The Dean's Office of the Department of Law. She is a doctoral candidate at Chair for Private Law, German and European Business and Labor Law and her research areas focus on the Business and European Union law.

### **3. European Union Law - Institutional Aspects**

The European Union (EU) is an international organization of a supranational character and, as such, part of a multi-level system of government. Traditionally, EU Law has concentrated on the creation and functioning of what is called the Internal Market. The addition of new policies, e.g., in the fields of asylum, border controls or foreign and security policy, has not diminished, but rather increased its impact on all fields of economically relevant law.

EU Law not only interacts with the domestic law of each of the Union's Member States. To a considerable extent, it directly affects legal relations within the Member States' legal spheres, whether they are of a public- or a private-law nature. This holds true both for the EU's "primary law", i.e. provisions of the treaties, protocols and annexes, and for its "secondary law", i.e. legal acts issued by EU institutions, which can take the forms of regulations, directives and decisions as well as opinions and recommendations.

The course will introduce the main sources of primary law (the Treaties, i.e. EU, TFEU), the institutions (esp. European Parliament, European Council, Council, Commission, Court of Justice) and the different means of action (Regulation, Directive, Recommendation, Soft Law). The respective legal sources of secondary law, the procedures for their creation or enactment and their position in the hierarchy of norms as well as their legal effects, their implementation and enforcement will be covered. Further the course will focus on the interplay between European and national law, analysing, inter alia, the need for harmonized interpretation and the mechanisms – such as preliminary rulings – by which EU Law tries to achieve this aim. Furthermore, the judicial remedies against breaches of EU Law, especially those available to individuals and private corporations (including actions for damages), are of interest.

- ✓ Foundation of the European Union: nature, structure and development
- ✓ Sources of European Union Law
- ✓ The organizational structure: EU institutions (e.g. European Parliament, European Council, Council, Commission, Court of Justice) their creation and functioning
- ✓ Court of Justice of the European Union: Means of judicial protection; uniform interpretation of EU Law; the interpretative guideline of effet utile
- ✓ Types of legislation and other means of action
- ✓ Implementation of EU Law in the Member States' domestic legal orders
- ✓ Effects of EU Law on rights and obligations of individuals

**Lecturer: Roland Klages**

Roland Klages is a member of the legal service of the EU Court of Auditors who has previously worked as référendaire in the chambers of the First Advocate General at the Court of Justice of the European Union, as a case-handler for the European Commission, as a head of a legal division for the Council of Europe and as a Teaching Assistant at the College of Europe. He has studied in Heidelberg (First State Exam Baden-Württemberg), Geneva and Bruges (LL.M.) and has completed his legal training Rheinland-Pfalz (Second State Exam). His areas of expertise are EU budgetary and institutional law and legal remedies as well the law of the internal market, data protection and the external relations of the EU and he has published and lectured widely in these domains.

In his lecture, students will be equipped with the foundations of EU law and the defining features of the EU legal order. The sui generis nature of the EU legal order is explored and illustrated with case-law of the EU Court of Justice.

**Intensive Module: The Internal Market (Advanced Lectures)**

**Content & conception:**

The intensive module focuses on the one hand on the regulatory framework set up by the harmonized law of the internal market. On the other hand, problems will be tackled, which result from the parallel existing (to date) 27 national legal orders that together make up the internal market.

The intensive module offers four classes, of which students have to choose two. This flexibility serves in particular the module selection, thus complementing the basic knowledge students have already acquired in the course of their preceding programs.

- ✓ European Market Freedoms
- ✓ European Competition Law
- ✓ European Private Law
- ✓ International Arbitration

**Learning outcomes and qualification goals:**

The module is intended to give the students a thorough grounding in the substantive provisions on the internal market. Also, they will understand the specific economic approach to the application of competition law, especially of how competition law affects business decisions. They will be familiar with original decisions by the EU Commission and the European Courts dealing with competition aspects. The module also aims at training students to discuss cases critically and to enhance their skills of dealing with new and yet unknown problems of substantive European Community law by applying the generally acknowledged methods of interpretation.

Furthermore, the intensive module promotes critical awareness for the complex ways in which domestic private and procedural law are subject to Europeanization. In addition, the module intends to provide an overview of the state court and arbitration as alternative means to resolve disputes and familiarize the students with their respective advantages and disadvantages, which are indispensable for an informed choice.

<u>Courses</u>	<u>Hours per week</u>	<u>ECTS</u>
European Market Freedoms	2	3

European Competition Law	2	3
European Private Law	2	3
International Arbitration	2	3
<b>Total Module ECTS</b>		<b>2 x 3 = 6</b>
<b>Course type</b>	Advanced lectures	
<b>Range of application</b>	<ul style="list-style-type: none"> <li>• European Market Freedoms: M.C.B.L., LL.M., MMM, int. exchange students</li> <li>• European Competition Law: M.C.B.L., LL.M., MWR, MMM, int. exchange students</li> <li>• European Private Law: M.C.B.L., LL.M., int. exchange students</li> <li>• International Arbitration: M.C.B.L., LL.M., int. exchange students</li> </ul>	
<b>Examination and grades</b>	<p>Written examination (2 x 60 minutes = 120 minutes)</p> <p>For passing the module, both examinations must be graded with at least 4,0 (grading system amounts 1,0 – 5,0).</p> <p>For grading see „Study and Examination Regulations of the University of Mannheim for the Master’s program Master of Comparative Business Law – M.C.B.L.“.</p>	
<b>Working effort (contact hours + self-study time)</b>	<u>180 h (60 h + 120 h)</u>	
<b>Lecturer</b>	Various	
<b>Frequency of offer</b>	Only in HWS	
<p><b><u>Content in Detail</u></b></p> <p><b><u>1. European Market Freedoms</u></b></p> <p>All private persons or companies upon entering one of the EU Member States not only come under this single State’s national legal order. They are immediately affected by “European Law”, the law of the European Union granting them certain rights and privileges but also requiring them to comply with certain duties and obligations. The internal market is one of the essential cornerstones of the European Union. The Market Freedoms lie at its heart. The free movement of goods, persons, services and capital is essential for unifying the markets while ensuring competition and trade within Europe. The freedoms grant direct effective rights to private persons and legal persons, which can be enforced before national courts, and guarantee the freedom of contract in a transnational perspective.</p> <p>The course will focus on a systematic survey of the market freedoms by the means of studying the jurisdiction of the European Court of Justice.</p> <ul style="list-style-type: none"> <li>✓ General concept of the market freedoms</li> <li>✓ Development and aim of market freedoms</li> <li>✓ Leading cases of the European Court of Justice</li> <li>✓ Function of market freedom fostering integration</li> </ul>		

- ✓ Further development of market freedoms
- ✓ Impact of market freedoms (compliance)

**Lecturer: Prof. Dr. Jens-Uwe Franck, LL.M. (Yale)**

Jens-Uwe Franck has studied law at the University of Halle and the London School of Economics. He earned a further law degree (LL.M.) from Yale Law School and a doctoral degree (Dr. iur.) from the Humboldt University of Berlin. Jens-Uwe Franck has clerked at the European Court of Justice in Luxemburg for Judge Egils Levits and has worked for the Advisory Service to the Legal Reform in Beijing in China. Before joining the law department at the University of Mannheim he held a post-doc position at the University of Munich. His academic specialties include private law, commercial and competition law. He has published numerous articles in these fields.

**2. European Competition Law**

Over the past 70 years, the rules on Competition Law (Antitrust) in the EU have developed into a substantial body of law. They constitute directly applicable rules for enterprises, and as such they are of immediate concern to them. Contracts in violation of the rules are unenforceable and huge fines are imposed in case of infringements while parties that suffered damages may litigate before a national civil court.

This course offers an introduction to main areas of EU competition law illustrated by practical examples which in part reflect the lecturer's own experience as an eminent German antitrust practitioner. Core elements of EU competition law treated include the concepts of horizontal and vertical restraints of competition, the importance of market definitions and the various techniques used therefore, the role of market power for Articles 101 and 102 TFEU (and implementing regulations and guidelines) and the basic outlines of European merger control.

It is the aim of the course to provide the participants with a solid basis for the practice of competition law. The course will cover the main features of the EU rules both from a substantive and a procedural perspective, including the relationship between EU and national competition law as well as the economic principles and procedures concerning merger control.

**Lecturer: Prof. Dr. Albrecht Bach**

Prof. Dr. Albrecht Bach has studied law in Tübingen and Aix-en-Provence (France). He completed his doctorate and was admitted to the bar in 1991. He heads the competition law practice group at law firm OPPENLÄNDER Rechtsanwälte in Stuttgart. His work focus lies on competition law, merger control and antitrust litigation. He has published extensively on these matters. Prof. Dr. Bach serves as board member of the association of German speaking competition lawyers (Studienvereinigung Kartellrecht). Prof. Dr. Bach is a lecturer and an honorary professor at the University of Mannheim.

**3. European Private Law**

The course will provide a framework for an advanced comprehension of European private law in comparative perspective, with an eye on the impact of Union legislation and adjudication on national legal systems.

Institutional aspects of EU law and its interplay with national law as well as the relevant directives and regulations harmonizing national private laws will be covered, as well as general structures and core concepts of European private law. This will in particular relate to contracts as the most important means

to create and organize legal environments on the one hand and the restraints on party autonomy in favour of the weaker party and the means for its protection (i.e. consumer law) on the other.

Throughout the course there will be a strong focus on cases.

- ✓ Development of European private law
- ✓ The different layers of legal sources
- ✓ Methods of unification on the European level
- ✓ DCFR
- ✓ Specific regulations and directives

**Lecturer: Prof. Dr. Andreas Maurer, LL.M. (Osgoode)**

Andreas Maurer is professor at the University of Mannheim. He studied Law at the University of Frankfurt, Germany and completed his studies with his first state exam (LL.B. equivalent) in 2003. From 2003 until 2005 Andreas Maurer articulated at the Oberlandesgericht (Higher Regional Court) Frankfurt, Germany and finished his articling service with the second state exam (bar exam). He was admitted to the bar of Frankfurt in 2006. In the academic year 2006/2007 Andreas Maurer studied at Osgoode Hall Law School of York University, Toronto, Canada and obtained his LL.M. in 2008. He also was a fellow at the Nathanson Centre for transnational Crime and Security at York University. After he returned to Germany, Andreas Maurer started his Ph.D. studies at the University of Bremen and received the Ph.D. in 2011 with his thesis on the “Lex Maritima”, a transnational maritime law. His research focuses on private law, international trade law, transnational law, transport and maritime law, and legal theory.

**4. International Arbitration**

The class is aimed at giving a comprehensive introduction to International Arbitration as one of the most frequent means of alternative dispute resolution in adverse proceedings on the international level. The focus will be on arbitration in commercial disputes between two private parties.

Arbitration often is chosen by parties in the belief that it is a superior means of dispute resolution, e.g. because it is said to be time- and cost-efficient, neutral, arbitrators ensure high legal quality and superior understanding of business contexts. In fact, arbitration can be a very reasonable means of solving legal disputes. But whether this holds true in reality will depend on the arbitration rules and venue chosen and the subject matter or the dispute.

The course will cover the following subjects:

- ✓ Advantages and Disadvantages of Arbitration
- ✓ Drafting arbitration agreements
- ✓ Introduction of common arbitration rules (ICC, LCIA, Swiss Rules, DIS)
- ✓ Initiation of arbitration proceedings
- ✓ Conduct of arbitration proceedings
- ✓ Enforcing arbitral awards (New York Convention)

**Lecturer: Prof. Dr. Lea Tochtermann**

Lea Tochtermann has been a Junior professor for Civil Law and European Patent Law since September 2016. She studied law in Heidelberg and Paris (Sciences Po), completed her legal clerkship in the state of Rhineland-Palatinate and received a doctorate degree from the University of Mannheim with a thesis on the topic of “Sukzessionschutz im Recht des Geistigen Eigentums” (‘Effects vis-à-vis third parties in Intellectual Property Law’). In her research she focuses on intellectual property protection – in particular patent law and the interrelations with private international law and international civil procedure – trade secret protection and arbitration law. Prof. Tochtermann teaches general civil law, arbitration law and international sale of goods (CISG), as well as patent and competition law.

## Elective Module: European Business Law (Specialization Lectures)

### Content & conception

The elective module has its focus to build on the knowledge gained in the compulsory and intensive modules. This module offers a broad variety of specific areas of law from a comparative and European law perspective applying the methods and techniques already acquired from existing (national) rules and cases decided by the ECJ and national courts. A special focus lies on interpreting the law, developing arguments and solving cases. The elective module offers three classes, of which the students have to choose one.

- ✓ E-Commerce & Internet
- ✓ EU Fundamental Rights
- ✓ Introduction to German Private Law
- ✓ European Tax Law

### Learning outcomes and qualification goals:

The Elective Module offers the opportunity of applying the competencies and skills gained in the Compulsory and Intensive Modules in another area of law. Students will have the opportunity to apply their knowledge of structures and rules of German and European law to the field of e-commerce and shall be enabled to audit the requirements for e-commerce projects and to solve legal problems, which have resulted in the course of e-business. Also, the students will be able to gain deeper understanding of both the EU system of fundamental rights protection and its relationship with the national and international human rights systems. Students will learn to address and critically assess fundamental rights issues and will gain familiarity with the major techniques of fundamental rights adjudication. They will, in addition, will be acquainted with the overall structure of German private law and the German Civil Code as its main source. They will acquire the necessary skills to find the respective legal sources, analyse whether a specific intended business action appears admissible or may imply legal risks.

<u>Courses</u>	<u>Hours per week</u>	<u>ECTS</u>
E-Commerce & Internet	2	2
EU Fundamental Rights	2	2
Introduction to German Private Law	2	2
European Tax Law	2	2
<b>Total Module ECTS</b>		<b>1 x 2 = 2</b>
<b>Course type</b>	Specialization lecture	
<b>Range of application</b>	<ul style="list-style-type: none"> <li>• E-Commerce &amp; Internet: M.C.B.L., LL.M., int. exchange students</li> <li>• EU Fundamental Rights: M.C.B.L., LL.M., int. exchange students</li> <li>• Introduction to German Private Law: M.C.B.L., int. exchange students</li> <li>• European Tax Law: M.C.B.L., LL.M., MMM, MWR, int. exchange students</li> </ul>	
<b>Examination and grades</b>	Oral (10-20 minutes) For passing the module, one examination must be graded with at least 4,0 (grading system amounts 1,0 – 5,0).	

<p><b>Working effort (contact hours + self-study time)</b></p>	<p>For grading see „Study and Examination Regulations of the University of Mannheim for the Master’s program Master of Comparative Business Law – M.C.B.L.“.</p> <p style="text-align: center;"><u>60 h (30 h + 30 h)</u></p>
<p><b>Lecturer</b></p>	<p>Various</p>
<p><b>Frequency of offer</b></p>	<p>Only in HWS</p>
<p><b><u>Content in Detail</u></b></p> <p><b><u>1. E-Commerce &amp; Internet</u></b></p> <p>The course gives a thorough introduction to legal aspects that might occur in the course of establishing and operating an online shop. Although it is focused on business related activities it also covers the major currently discussed topics of internet activities.</p> <ul style="list-style-type: none"> <li>✓ Electronic and Mobile Commerce</li> <li>✓ Platforms and Social Media, Intermediaries</li> <li>✓ Online Advertising and Data Protection</li> <li>✓ Copyright and Internet</li> <li>✓ Domains</li> <li>✓ Cross Border E-Commerce</li> </ul> <p>The chapter on electronic and mobile commerce will inter alia cover formation of contract, General Terms of Business, consumer protection, mobile commerce (incl. “App-stores”), seller ratings and auctions. The class on platforms and social media outlines the principles of liability of intermediaries, including WIFI-providers and platforms. It discusses liability for hyperlinks, user generated content and the enforcement of the law fighting hate speech. The stage Online Advertising and Data Protection introduces to rules of unfair competition, imprint information, the use of cookies and the ban of spamming. It also focuses on specific business models as the online sale of pharmaceutical products, ad blockers and influencers. Additionally, the European data protection law is outlined. The section on copyright law focuses on copyright restrictions for the presentation of content (including framing, file sharing, streaming and hyperlinks on protected content). The section on domains explains the domain name system and its implications on trademark law and unfair competition law, including enforcement aspects. The course concludes with a discussion of jurisdiction for online cases, applicable law and the country-of-origin-principle.</p> <p><b>Lecturer: Prof. Dr. Markus Köhler</b></p> <p>Prof. Dr. Köhler is equity partner and head of the IP practice group at the Stuttgart based law firm of OPPENLÄNDER. He practises in IP litigation, arbitration and complex infrastructure pricing cases. He is specifically experienced in advising the establishment of online shops. He has studied at the University of Mannheim and has been research assistant to the chair of Professor Dr. Hans-Wolfgang Arndt. He is honorary professor and lecturer for trademark law and internet law. Prof. Dr. Köhler serves as member of the Executive Board of the Interdisciplinary Centre for Intellectual Property (IZG) and is member of the Special Committee for Trademark and Unfair Competition Law in the German Association for the Protection of Intellectual Property (GRUR).</p>	



## **2. EU Fundamental Rights**

The European Union (EU) possesses strong regulatory powers that deeply affect individuals within the EU Member States. Despite this, it was not until the late 1960s that the European Court of Justice started “taking rights seriously”, by acknowledging fundamental rights as general principles of the then Community law. Since then, the EU institutions’ concern for fundamental rights has grown dramatically and culminated in the entry into force of the Charter of Fundamental Rights of the EU in 2009.

The course aims to provide a comprehensive overview of the sources of fundamental rights and the mechanisms for their protection in the EU legal order. After a brief historical introduction, it will focus on the instruments in EU law that ensure the protection of fundamental rights and that provide redress for their violation by both European and domestic authorities. Particular attention will be devoted to the complex interplay between the three main sources of fundamental rights protection in Europe (namely, national constitutions, the European Convention on Human Rights and the Charter of Fundamental Rights of the EU) and their respective courts.

Classes include both traditional lectures and the presentation and discussion of judgments and texts assigned in advance. Students will be encouraged to actively take part in the course and to contribute to a lively and thought-provoking atmosphere.

- ✓ Historical development of the protection of fundamental rights in the EU
- ✓ The role of the Court of Justice of the EU and its interaction with national courts
- ✓ The Charter of Fundamental Rights of the EU
- ✓ The EU and the European Convention on Human Rights
- ✓ EU fundamental rights and national fundamental rights
- ✓ Current issues in fundamental rights protection in Europe

### **Lecturer: Dr. Sina Van den Bogaert**

Sina Van den Bogaert, Dr. jur. (2017), Johann Wolfgang Goethe-University (Frankfurt am Main), is a Legal Officer at the European Commission in Brussels. She graduated magna cum laude as a Master in Laws at the Katholieke Universiteit Leuven in 2003. She worked first as a guest researcher and later as a Research Fellow at the Max Planck Institute for Comparative Public Law and International Law in Heidelberg, until 2012 when she joined the European Commission as an Official.

Her doctoral dissertation on Segregation of Roma Children in Education (Brill Nijhoff: 2018) was awarded magna cum laude. The dissertation examines how the Framework Convention for the Protection of National Minorities (Council of Europe) and the Racial Equality Directive 2000/43/EC (European Union) have contributed towards desegregation of Roma children in education in Europe.

She was a voluntary research affiliate at the KU Leuven Centre for Global Governance Studies from 2015 until 2019, and a Michigan Grotius Research Fellow at the Law school of the University of Michigan in Ann Arbor in 2019-2020. She was awarded a BAEF and a Fulbright grant for a post-doctoral research project on proportionate, dissuasive and effective sanction mechanisms in cases of structural discrimination. She examined the tension between procedural autonomy of EU Member States versus effectiveness of EU law, and how the use of injunctive relief in the US can be of inspiration for the design of an effective sanction mechanism in cases of race-based school segregation in Europe.

She has published several articles on European Non-discrimination Law. Her research focuses, among others, on comparative constitutional law and multi-level fundamental rights protection in Europe.

### **3. Introduction to German Private Law**

The module is designed to give a comprehensive survey of German private law, i.e. general rules of private law, commercial law, and civil procedure.

An important structural decision of German private law (sic!) is already displayed by the fact that the Civil Code is the 'law book for citizens' - today including consumers - whereas particular rules for businesses are comprised in the commercial code, corporate law, and various other codifications.

However, both general private law, and commercial law are enforced by the same rules of civil procedure. The German Civil Code is of paramount importance for understanding German law as its concept and system has impressed the legal thinking of generations of German lawyers. Students will be acquainted with both its sources, and its general principles. In the course of the class students will learn to work with the German civil code, understand the underlying system, influences on the Civil Code from the European Union (EU), and the accepted methods of interpretation.

- ✓ Introduction to German Private Law
- ✓ The division between public law, general private law and commercial law
- ✓ The German Civil Code
- ✓ Influence from the EU
- ✓ Basic concepts and means of interpretation
- ✓ Function and Content of the General Part
- ✓ Law of obligations (contracts, torts, and unjust enrichment)
- ✓ Property Law
- ✓ Law of succession and company law (including partnerships and corporations)
- ✓ The system of law enforcement

#### **Lecturer: Dr. Stefan Zeyher**

Dr. Stefan Zeyher is a partner of Schilling, Zutt & Anschutz. He was admitted to the bar in 2006. In his practice he focuses on representing his clients in litigation and arbitration matters as a counsel; he also has experience as an arbitrator. Furthermore, Dr. Zeyher advises his clients on corporate law, group law, public and private M&A and commercial law. Dr. Zeyher studied at the Universities of Constance, Mannheim (Dr. iur.) and St. Gallen, Switzerland (Executive Master of European and International Business Law). Dr. Zeyher authored publications in the fields of corporate law, M&A, capital markets, civil procedure law and arbitration.

### **4. European Tax Law**

European Union Law has an increasing impact on the taxation of private individuals as well as of companies doing business in Europe. While the European Union has no original tax authority, its law has a major influence on national tax laws. The module will start with an introduction into European Union Tax Law, the aims and measures so far taken by European institutions. After that, the module deals with the importance of the fundamental freedoms for taxation in Europe. A special focus will be put on the case law of the European Court of Justice. In a second part, the module will focus on secondary law harmonizing direct taxes in Europe, e.g. the Parent-Subsidiary Directive. After that, the module will cover the positive harmonization of indirect taxes mainly by European directives.

- ✓ Basic principles of European Law
- ✓ Harmonization of indirect and direct taxes by primary and secondary law
- ✓ Fundamental freedoms referring to taxation in Europe Important case law

Students get a basic understanding of the system of European Tax Law. They learn how European Law influences as well as limits national taxation. Students are required to analyse the importance of the fundamental freedoms for the taxation in Europe. Moreover, the discussion on the relevant case law should enable them to classify and to evaluate decisions of the European Court of Justice.

**Lecturer: Prof. Dr. Thomas Fetzer**

Thomas Fetzer is Professor of Law at the University of Mannheim Law School, Germany, where he holds a Chair of Public Law, Regulation and Taxation. Moreover, he is an academic Co-Director of MaCCI (Mannheim Centre for Competition and Innovation), academic Co-Director of MaTax (Mannheim Taxation Science Campus) and research associate at ZEW (Leibniz Centre for European Economic Research). In addition, he is Adjunct Professor of Law at the Center for Technology, Innovation and Competition at the University of Pennsylvania Law School and Adjunct Professor at the MBS (Mannheim Business School). He has been a guest lecturer at the Vanderbilt University Law School and the University of Pennsylvania Law School. His fields of expertise are Telecommunications Law, Media Law, European Competition Law and European Tax Law.

## B. Spring-Summer-Term: International Comparative & Business Law

### Modules at the University of Mannheim

#### Compulsory Module: Introduction to Comparative International Law (Introduction Lectures)

##### **Content & conception:**

The compulsory module has its focus on the worldwide market and intends to provide students with deeper insight into the international context and to prepare them for corporate decision-making and legal consulting. In this respect, the module aims to provide students with the theoretical and methodological basis of law.

The compulsory module consists of three classes, which (together) provide the theoretical and methodological basis for those courses, which can be chosen from the intensive or elective modules.

- ✓ Comparative Law II - The Common/Civil Law Divide
- ✓ Introduction to International Business Law
- ✓ Law & Economics

##### **Learning outcomes and qualification goals:**

In order to supplement and to further enhance the contents of modules taught during the Fall-Winter-Term, the module will offer students a further understanding of differences and common features of the world's two major legal families, Civil law and Common law. The aim is to provide students with the necessary analytical background allowing them to carry out sophisticated comparative legal analysis of individual problems in their respective further fields of studies.

On the other hand, the module aims at providing students with an integrated and thorough understanding of the core principles, concepts and sources of WTO law and to familiarize them with economic rationales for the regulation of international commerce and its potential to remedy both market and governance failures by providing international public goods.

Finally, students will obtain a sound understanding of how economic methodology can be applied to legal problems and will learn to employ economic efficiency criteria as arguments for resolving legal cases as consideration for policymaking.

<b><u>Courses</u></b>	<b><u>Hours per week</u></b>	<b><u>ECTS</u></b>
Comparative Law II – The Common/Civil Law Divide	2	4
Introduction to International Business Law	2	4
Law & Economics	2	4
<b>Total Module ECTS</b>		<b>3 x 4 = 12</b>
<b>Course type</b>	Introduction lecture	
<b>Range of application</b>	<ul style="list-style-type: none"> <li>• Comparative Law II: M.C.B.L., int. exchange students</li> </ul>	

	<ul style="list-style-type: none"> <li>• Introduction to International Business Law: M.C.B.L. students only</li> <li>• Law &amp; Economics: M.C.B.L., LL.M., MWR, MMM, int. exchange students</li> </ul>
<b>Examination and grades</b>	<p>Written examination (3 x 60 minutes = 180 minutes)</p> <p>For passing the module, all examinations must be graded with at least 4,0 (grading system amounts 1,0 – 5,0).</p> <p>For grading see „Study and Examination Regulations of the University of Mannheim for the Master`s program Master of Comparative Business Law – M.C.B.L.“.</p>
<b>Lecturer</b>	Various
<b>Frequency of offer</b> <b>Working effort (contact hours + self-study time)</b>	Only in FSS <u>360 h (120 h + 240 h)</u>
<p><b><u>Content in Detail</u></b></p> <p><b><u>1. Comparative Law II - The Common/Civil Law Divide</u></b></p> <p>The class Comparative Law II – The Common/Civil Law divide will focus on the Common/Civil Law divide and in particular compare aspects of the legal systems in continental Europe on the one hand, and the United States on the other hand. Methodological differences between the Civil law and the Common law systems will be pointed out, and subjects of particular importance for daily business, such as formation of contracts, agency, contract interpretation and liability for others will be treated in greater detail.</p> <p>The course has three main components. The first part of the course will consider the origins and utility of comparative law, its aims, tools and methods. The second part of the course will review and analyse the two main legal traditions in the world, Common Law and Civil Law. The objective will be to understand differences and similarities between these two ways of understanding law and organizing legal institutions and procedures, on the other hand. In this context, an overview on the differences with regard to the rule of law, judicial review and the legal profession will be provided. The third part of the course will focus upon applying comparative legal analysis to actual cases and international disputes and show how the results differ depending on which legal order is applied. Several topics in contract law and tort law will be discussed in a comparative assessment, including third party rights, negotiorum gestio, unjust enrichment, strict liability, liability for others, compensation of non-monetary losses and collective actions.</p> <ul style="list-style-type: none"> <li>✓ Basic features, tools and methods of comparative law</li> <li>✓ Development and current status of Common Law and of Civil Law as legal families</li> <li>✓ The education and role of lawyers</li> <li>✓ Judges and judiciaries, lay judges and juries</li> <li>✓ Legal reasoning</li> <li>✓ Statutes and their construction</li> <li>✓ Judicial precedents</li> <li>✓ Particular legal institutions and instruments in a comparative assessment</li> </ul>	

**Lecturer: Prof. Dr. Oliver Brand**

Prof. Dr. Oliver Brand, LL.M. (Cambridge) has studied law at the Universities of Münster and Cambridge (United Kingdom) and political science at the University of Münster. He obtained his doctorate on the international law of interest and usury at the University of Münster, where he also conducted the research for his professorial thesis on compulsory licensing. He is currently a professor of Private Law, Insurance Law, Business Law and Comparative Law at the University of Mannheim and managing director of the Mannheim Institute of Insurance as well as director of the Institute of Medical Law and Bioethics.

**2. Introduction to International Business Law**

Contemporary international economic integration provides for the ubiquitous context of business decisions at the international, national, and even local level. International business law constitutes the legal environment - and thereby shapes the costs and nature - of international commercial transactions. The process of reducing costs of doing business across borders through the creation of a conducive legal environment has been described as *economic integration through law*. Many scholars have failed, however, to find a convincing definition for this process over the course of many pages and even book chapters.

We can identify three good reasons for this difficulty: over the past decades, cross-border economic integration through law: a) has become increasingly complex in technical, political, and economic terms; b) is highly diverse in terms of substantive legal and geographical coverage, enforceability, as well as governance structures; and c) constantly evolves in adaptation to new and rapidly changing patterns of international commerce as well as political objectives of the actors involved. For simplicity reasons this course introduces a broad and inclusive definition for this process.

For the purposes of this course, international economic integration through law shall be understood as the entry into force of any agreement between two or more nation states or customs territories under public international law that is effective in, or aims at facilitating cross-border commercial transactions and economic activities.

This course will introduce the main principles, concepts, and sources of international business law with a strong focus on the law of the multilateral trading system embodied by the covered agreements of the World Trade Organization (WTO). The course covers, inter alia:

- ✓ the evolution of the contemporary rules-based trading system: from the failure of the International Trade Organisation (ITO) to the foundation of the WTO
- ✓ the institutional structure of the WTO
- ✓ sources of WTO law: the covered agreements
- ✓ WTO dispute settlement and remedies
- ✓ tariffs, quotas, and behind-the-border barriers to market access
- ✓ the most-favoured-nation and national treatment principles
- ✓ safeguards, subsidies, and anti-dumping
- ✓ trade in services
- ✓ general exceptions to WTO obligations
- ✓ regional trade agreements
- ✓ relevant jurisprudence by the WTO dispute settlement body (DSB)

**Lecturer: tbd**

### **3. Law & Economics**

The course provides an introduction to “law and economics” (also known as the “economic analysis of law”), i.e. the application of concepts and methods from economics to legal problems.

Legal methodology does not offer the tools to describe or predict human behaviour. When interpreting laws in light of their real world purpose or when conducting functional legal comparisons knowledge on how laws affect human behaviour is indispensable. Economics provides a behavioural theory to predict how people respond to laws. In this course, we will apply this theory to consider the respective effect of diverging interpretations of legal rules. This will allow us to fine-tune legal interpretations to the goals that the law promotes or the purpose it serves.

#### Foundations of law and economics

- ✓ What individuals strive for: Utility maximization under constraints
- ✓ What society strives for: Pareto and Kaldor-Hicks efficiency

#### Property law and economics

- ✓ Why we need property rights: The Coase Theorem and the Tragedy of the commons
- ✓ Why we need intellectual property rights: Fostering innovation

#### Tort law

- ✓ Why we need tort law: Minimizing accident costs
- ✓ Comparing the effects on behaviour of negligence liability vs. strict liability

#### Contract law

- ✓ Why we need contract law: Minimizing transaction costs
- ✓ Why we need laws against fraud: Avoiding a Market for Lemons
- ✓ The effect of legal remedies on contract performance: The concept of efficient breach of contract

#### Litigation

- ✓ The optimal level of litigation
- ✓ The effect of procedural rules on disclosure and allocation of legal costs on decisions to settle

#### **Lecturer: Prof. Dr. Dr. Alexander Morell**

Alexander Morell holds the chair for Private Law, German and European Business Law, and Corporate Tax Law at the University of Mannheim. His research focuses on the law and economics of torts, competition law, corporate governance, and the judiciary. On a regular basis, he trains German judges on how to prevent biased decision making in courts. He holds, both, one doctoral degree in law and one in economics. Before joining the University of Mannheim Alexander spent 10 years as a senior research fellow at the Max Planck Institute for Research on Collective Goods in Bonn and half a year as a research fellow at the Berkeley Law.

## Intensive Module: The Global Market (Advanced Lectures)

### **Content & conception**

The focus of the intensive module is on international business transactions and intends to provide the students with the necessary skills to negotiate and implement international business contracts. The intensive module offers five classes, of which the students have to choose two.

- ✓ International Trade Law
- ✓ Corporate Governance II
- ✓ International Sale of Goods
- ✓ Private International Law
- ✓ International Organizations: a structural introduction

### **Learning outcomes and qualification goals:**

This module aims to provide students with an understanding and working knowledge of the various legal principles and their sources that govern the mechanics of the trade in goods and services between and among nations. It also seeks to inform students of the public policy concerns and issues underlying these laws. Students will also obtain a solid understanding of the theoretical and empirical underpinnings of the corporate governance debate and will be able to participate in an informed discussion over corporate governance issues.

In addition, students will be able to ascertain the applicability of the CISG and deal with the most common legal problems arising under international sales contracts. Also, the students will have the opportunity to obtain the insight into most important issues and problems of a private international law. Finally, the students will get an opportunity to obtain the background knowledge of the law of international organizations.

<b><u>Courses</u></b>	<b><u>Hours per week</u></b>	<b><u>ECTS</u></b>
International Trade Law	2	3
Corporate Governance II	2	3
International Sale of Goods	2	3
Private International Law	2	3
International Organizations: a structural introduction	2	3
<b>Total Module ECTS</b>		<b>2 x 3 = 6</b>
<b>Course type</b>	Advanced lectures	
<b>Range of application</b>	<ul style="list-style-type: none"> <li>• International Trade Law: M.C.B.L., LL.M., MMM, int. exchange students</li> <li>• Corporate Governance II: M.C.B.L., LL.M., int. exchange students</li> <li>• International Sale of Goods: M.C.B.L., LL.M., int. exchange students</li> <li>• Private International Law: M.C.B.L., LL.M., int. exchange students</li> <li>• International Organizations: a structural introduction: M.C.B.L., LL.M., int. exchange students</li> </ul>	



<b>Examination and grades</b>	Written examination (2 x 60 minutes = 90 minutes)
	For passing the module, both examinations must be graded with at least 4,0 (grading system amounts 1,0 – 5,0). For grading see „Study and Examination Regulations of the University of Mannheim for the Master`s program Master of Comparative Business Law – M.C.B.L.“.
<b>Working effort (contact hours + self-study time)</b>	<u>180 h (60 h + 120 h)</u>
<b>Lecturer</b>	Various
<b>Frequency of offer</b>	Only in FSS
<b><u>Content in Detail</u></b>	
<b><u>1. International Trade Law</u></b>	
<p>The International Trade Law course seeks to familiarize students with the numerous public and private law issues that commonly arise in the context of trade in goods and services between and among nations. In addition, the course touches upon the topic of international investment law, as an area which is governed alongside issues of trade in recent international trade agreements negotiated and concluded by states throughout the world. The areas of coverage during the course include the following:</p>	
<ul style="list-style-type: none"> <li>✓ Introduction to the WTO: from GATT to WTO, WTO basic principles, objectives and functions of the WTO, WTO agreements, institutional framework and membership</li> <li>✓ Dispute settlement: overview of international dispute settlement, principles and process, WTO dispute settlement, enforcement of WTO obligations: remedies and compliance</li> <li>✓ Trade in goods: market access, most-favoured-nation treatment, national treatment, exceptions to the GATT</li> <li>✓ Trade and development</li> <li>✓ Trade in services</li> <li>✓ Trade-related aspects of intellectual property</li> <li>✓ WTO and regional trade and investment agreements: legal relationship, recent developments and trends</li> <li>✓ International investment law: overview, rights of investors and obligations of states, investor-state dispute settlement on the basis of international trade agreements.</li> </ul>	
<b>Lecturer: Dr. Bajar Scharaw, LL.M.</b>	
<p>Dr. Bajar Scharaw obtained degrees in law and political science from the Universities of Konstanz and Erfurt in Germany, and an LL.M. from the University of Queensland in Brisbane, Australia where he focused his studies on international economic law and arbitration. He holds a PhD in investment arbitration and treaty protection from the University of Mannheim. He is admitted to the bar in Germany (Rechtsanwalt) and works as an associate in the international law firm Herbert Smith Freehills in Frankfurt am Main. As a lawyer, he focuses his practice on international dispute resolution matters, with a particular emphasis on investment arbitration. He has represented both investors and states in investment arbitrations under the ICSID Convention and the Energy Charter Treaty. Prior to joining Herbert Smith Freehills, he clerked at that law firm in London, was a research fellow at the University of Mannheim, and worked as associate in a U.S.</p>	

law firm in Frankfurt am Main in the field of international investment law. He regularly publishes articles on topics related to international investment law and arbitration, and has lectured at the Universities of Heidelberg, Saarbrücken, Mannheim, Glasgow, Nur-Sultan and Ulaanbaatar. He is a member of the International Law Association (ILA) and the German Association of International Law.

## **2. Corporate Governance II**

The course offers an introduction to the economic theory of corporate governance and its application to corporate law, including aspects of insolvency and securities law. To obtain a thorough understanding of the theory, students are asked to read classic contributions to the corporate governance literature and to discuss them in class. They will also be required to apply the theory to a broad range of legal settings, both in the classroom and in preparing the course.

### Foundations of corporate governance

- ✓ Corporate governance as a functional perspective
- ✓ Economic theory of the firm
- ✓ Agency cost view on corporate governance: agency costs of equity and debt
- ✓ Transaction cost view on corporate governance: bargaining over quasi-rents of the firm

### Application to corporate, insolvency and securities law

- ✓ Legal institutions to minimize the agency costs of equity: constraints on management and dominant shareholders in the public corporation
- ✓ Legal institutions to minimize the agency costs of debt: legal capital; piercing the corporate veil
- ✓ Legal institutions to minimize the costs of rent-seeking: management independence
- ✓ Employee codetermination
- ✓ Special focus on corporate control transactions: private benefits of control; the market for corporate control; mergers and acquisitions; insolvency

### **Lecturer: Prof. Dr. Dr. Alexander Morell**

Alexander Morell holds the chair for Private Law, German and European Business Law, and Corporate Tax Law at the University of Mannheim. His research focuses on the law and economics of torts, competition law, corporate governance, and the judiciary. On a regular basis, he trains German judges on how to prevent biased decision making in courts. He holds, both, one doctoral degree in law and one in economics. Before joining the University of Mannheim Alexander spent 10 years as a senior research fellow at the Max Planck Institute for Research on Collective Goods in Bonn and half a year as a research fellow at the Berkeley Law.

## **3. International Sale of Goods**

This course aims at studying the law of international sales agreements based on the United Nations Convention on Contracts for the International Sale of Goods (CISG), which entered into force in 1988 and today has almost eighty Contracting States world-wide. It is the most important uniform private law Convention in practice, covering potentially more than 80% of global trade. Since the CISG was influenced by both the common law and civil law systems of contract law, the course will furthermore, focus on the basic principles of the law of contract of both systems in a comparative approach, where appropriate.

- ✓ Scope of application of the CISG
- ✓ Hierarchy between the CISG and national sales law provisions
- ✓ Interpretation of the CISG and the aim of uniform application
- ✓ Formation of contracts under the CISG
- ✓ Obligations of the seller and the buyer

- ✓ Remedies in case of non- performance
- ✓ Damages under the CISG
- ✓ Relationship between the CISG and other current/future uniform law instruments

**Lecturer: Prof. Dr. Lea Tochtermann**

Prof. Dr. Lea Tochtermann is a research assistant at the chair for Private Law, Intellectual Property Law and German & European Civil Procedure at the University of Mannheim. She has studied law at the University of Heidelberg as well as the Science Po and Sorbonne Universities in Paris. She has successfully coached student teams for several editions of the Willem C. Vis International Commercial Arbitration Moot which focuses on the legal fields of international commercial arbitration and the CISG. Past stages of her professional career include work for a leading German law firm in the dispute resolution practice as well as at Advocate General Kokott's office at the Court of Justice of the European Union. In her current research she focuses on intellectual property law and private international law.

**4. Private International Law**

Dealing with contract drafting and disputes in the context of international business transactions involves the potential applicability of domestic laws of more than one State. This lecture provides an introduction into the relevant issues of conflict of laws in cases with a foreign element, with a particular focus on the fields of contracts, corporations and torts.

This course deals with methods and rules to be applied in such "conflict of laws" scenarios (as the topic is referred to by common lawyers) in order to determine which country's legal system governs the merits of such cases. While rules of "Private International Law" (PIL) have traditionally been mostly rules of national (domestic) law, in the field of business law, two comprehensive EU regulations have been introduced in (the "Rome I" and "Rome II" Regulations), which will be at the core of the present course along with the general doctrines of PIL as codified in the German Introductory Act to the Civil Code. In doing so, reference will also be made to general ideas and principles of Private International Law in other European countries and in the United States. In recent years, proliferation of European legislation in the field has marked a considerable shift in the sources of Private International Law. For the time being, questions of property law as well as the law of corporations still underlie the autonomous (national) PIL of the forum state, yet with some impact of EU case law that needs to be considered in the context of free movement of corporations within the EU.

As the student is supposed to take the perspective of a German court or of an attorney seeking the issuance of a German judgement, German PIL and its partial modification through EU case law will be discussed in class.

- ✓ General principles of conflict of laws
- ✓ Europeanization of Private International law
- ✓ Private International Law in contracts cases: The Rome I Regulation
- ✓ The proposal for a Common European Sales Law (CESL)
- ✓ Private International Law in tort cases: The Rome II Regulation
- ✓ Private International Law in property matters under selected domestic laws
- ✓ Law applicable to corporations and free cross-border movement of companies

**Lecturer: Prof. Dr. Juliana Mörsdorf, LL.M. (Berkeley)**

Prof. Dr. Juliana Mörsdorf, LL.M. (Berkeley) studied Law at the Universities of Cologne and Geneva and has earned another law degree at the University of California in Berkeley. She wrote her doctoral thesis on punitive damages and her habilitation thesis on the procedural and institutional aspects regarding the development of European law through the interpretative work of the Court of Justice of the European

Union. She worked as a judge at the Düsseldorf district court since 1995 and has been a teacher at the University of Mannheim since 2002. Since 2015 she is employed by the Court of Justice of the European Union in Luxemburg. In her daily work, she earlier focused on private law, including design patent law, and in more recent times on EU law including administrative law. She has published in the field of private international law, comparative law, civil procedure, tort law, European private law.

### **5. International Organizations: a structural introduction**

Decades before the invention of the word “globalization”, economic activities were no longer, if ever, confined to the internal markets of States. However, the intensity of international trade and commerce at the beginning of the 21st century is quite probably unprecedented. Whether in efforts to enable, to enhance or to control international economic activities, the States of the world have grown dependent upon one another. This is reflected by cooperation at regional levels or in global contexts.

Such cooperation more and more makes use of the forums provided by international organizations, many of which are much more than mere “negotiation frameworks”, but are rather vested with legal personality and regulatory, or even adjudicative, powers.

- ✓ Economic relevance of international organizations (selected examples, e.g. ILO, WTO, UN, OECD)
- ✓ International organizations as subjects of public international law and of private law
- ✓ Distinguishing between governmental and non-governmental organizations
- ✓ Creation of international organizations
- ✓ International Organizations as law-makers and standard-setters
- ✓ Interaction of international law and domestic legal orders
- ✓ Responsibility of international organizations under public international law

#### **Lecturer: Prof. Dr. Hans-Joachim Cremer**

Prof. Dr. Hans-Joachim Cremer has been a professor of Public Law and Philosophy of Law at the University of Mannheim since 2000, where he had also studied law from 1981 to 1986. After his first (1986) and second (1990) state examinations he worked as a senior research assistant to Prof. Dr. Helmut Steinberger, a former Justice of the Federal Constitutional Court, at the University of Heidelberg. It was there that he earned his doctorate summa cum laude, winning the University of Heidelberg’s Ruprecht Karl’s Award in 1995 with his thesis on legal protection against trans-border effects of expulsion and deportation. In 1999 he completed his habilitation. His post-doctoral thesis investigates the methodology of constitutional interpretation. He has gained teaching experience abroad as a visiting professor at the Institute of Global Law of the University College London, at the University of Connecticut School of Law, at the Université Toulouse 1 Capitole and at the University of Adelaide Law School.

## Elective Module: International Business Law (Specialization Lectures)

### **Contents:**

The elective module offers the opportunity to utilize the competencies and skills gained in the compulsory and intensive modules in another area of law, which students share a particular interest in. The elective module offers five classes, of which the students have to choose one. They build on the knowledge gained in the compulsory and intensive modules.

- ✓ International Business Transactions
- ✓ Intellectual Property Law
- ✓ International Labour Law
- ✓ Comparative Competition Law
- ✓ International Investment Law

### **Learning outcomes and qualification goals:**

This module offers a deeper insight into a comprehensive understanding of legal and non-legal institutions governing international business transactions and an opportunity to obtain a basic knowledge on negotiation of an international contract. The students will also be provided with an overview of the principles of intellectual property law and its importance in our knowledge-based society. The module will also provide students with an insight in the diverse labour law systems, their differences and common grounds and enable them to understand the cultural differences that are the reason for these various approaches and help them to work in an international environment. Eventually, students will be encouraged to assess and discuss topics in competition law and policy, to analyse legal developments against the economic, social and institutional background.

<u>Courses</u>	<u>Hours per week</u>	<u>ECTS</u>
International Business Transactions	2	2
Intellectual Property Law	2	2
International Labour Law	2	2
Comparative Competition Law	2	2
International Investment Law	2	2
<b>Total Module ECTS</b>		<b>1 x 2 = 2</b>
<b>Course type</b>	Specialization lectures	
<b>Range of application</b>	<ul style="list-style-type: none"> <li>• International Business Transactions: M.C.B.L., LL.M., MMM, int. exchange students</li> <li>• Intellectual Property Law: M.C.B.L., LL.M., int. exchange students</li> <li>• International Labour Law: M.C.B.L., int. exchange students</li> <li>• Comparative Competition Law: M.C.B.L., LL.M., MWR, int. exchange students</li> <li>• International Investment Law: M.C.B.L., LL.M., int. exchange students</li> </ul>	
<b>Examination and grades</b>	Oral (10-20 minutes)  For passing the module, one examination must be graded with at least 4,0 (grading system amounts 1,0 – 5,0).	

<p><b>Working effort (contact hours + self-study time)</b></p>	<p>For grading see „Study and Examination Regulations of the University of Mannheim for the Master’s program Master of Comparative Business Law – M.C.B.L.“.</p> <p style="text-align: center;"><u>60 h (30 h + 30 h)</u></p>
<p><b>Lecturer</b></p>	<p>Various</p>
<p><b>Frequency of offer</b></p>	<p>Only in FSS</p>
<p><b><u>Content in Detail</u></b></p> <p><b><u>1. International Business Transactions</u></b></p> <p>The course addresses the particularities and pitfalls of international trade transactions. It focuses on international aspects of business transactions and their legal and commercial backgrounds and allows students to get an initial understanding of what legal advice in practical terms is like. In this context, the course will focus on legal as well as on non-legal institutions that can help solving problems of cross-border transactions. At the end of the course, students will participate in a simulated negotiation of an international contract.</p> <ul style="list-style-type: none"> <li>✓ Pitfalls of cross-border transactions</li> <li>✓ The role of contracts in international business</li> <li>✓ Legal and non-legal means of contract enforcement</li> <li>✓ Financing of international transactions</li> <li>✓ European regulations on cross-border trade</li> <li>✓ International Conventions related to cross-border trade</li> <li>✓ Transnational Law</li> <li>✓ Dispute resolution</li> <li>✓ The enforcement of court decisions and arbitral awards</li> <li>✓ Distribution networks</li> <li>✓ Regulatory issues in international business</li> <li>✓ Accountability in international trade</li> </ul> <p>The course will scrutinize processes of contract drafting and highlight the institutional framework, national and international as well as legal and non-legal, of international business transactions. Students will learn to analyse pitfalls from an interdisciplinary perspective and create sustainable solutions for cross border trade. The course will give a comprehensive overview over legal, ethical, political, economic, environmental, societal, and strategic questions of international trade. Students will acquire skills to negotiate, develop, design, finance, and implement sustainable business partnerships.</p> <p><b>Lecturer: Prof. Dr. Andreas Maurer, LL.M. (Osgoode)</b></p> <p>Andreas Maurer is professor at the University of Mannheim. He studied Law at the University of Frankfurt, Germany and completed his studies with his first state exam (LL.B. equivalent) in 2003. From 2003 until 2005 Andreas Maurer articulated at the Oberlandesgericht (Higher Regional Court) Frankfurt, Germany and finished his articling service with the second state exam (bar exam). He was admitted to the bar of Frankfurt in 2006. In the academic year 2006/2007 Andreas Maurer studied at Osgoode Hall Law School of York University, Toronto, Canada and obtained his LL.M. in 2008. He also was a fellow at the Nathanson Centre for transnational Crime and Security at York University. After he returned to Germany, Andreas</p>	

Maurer started his Ph.D. studies at the University of Bremen and received the Ph.D. in 2011 with his thesis on the “Lex Maritima”, a transnational maritime law. His research focuses on private law, international trade law, transnational law, transport and maritime law, and legal theory.

## **2. Intellectual Property Law**

Intellectual property is an indispensable tool to foster innovation and assure protection of achievements. It is an important factor for remaining competitive in the global knowledge-based economy. The shift from corporal goods to intellectual property however has many implications for today’s businesses: they have to play the system to gain from it, have to develop new business models, acquire rights by contract and closely watch the market and competitors to avoid liability. The course accordingly is designed to provide an overview on the concept of intellectual property and the practical implications for businesses.

Students will familiarize themselves with the multi-level system of IP-protection on a worldwide (TRIPS and WIPO-Treaties), European (EU-legislation) and national level. With regard to the latter the transformation of international and European requirements into national law, German intellectual property law will be taken as an example. Participants from other jurisdictions however will be encouraged to analyse differences to the corresponding legal concepts in their home jurisdictions.

The course will cover the legal concepts of patent protection and utility models, the rules on the protection of trademarks and designations of origin, the basics of copyright law and of design protection. Where appropriate the course will also highlight certain rules under unfair competition law providing ancillary remedies for avoiding unfair exploitation of work results.

The course devotes to the co-existence of national and Community IP-rights. The advantages and disadvantages of the existing unitary Community concepts, i.e. the European Union trade mark and the Community Design as compared to national IPRs will be discussed in the light of relevant case law.

Furthermore, the conflicting aims of freedom of competition (and in particular free movement of goods) on the one hand and strict IP-protection on the other hand will be tackled. This gives the opportunity to discuss current trends to narrow the scope of protection by means of compulsory licences, FRAND-licences and similar limitations imposed by cartel and competition law.

- ✓ Concept of IP-law
- ✓ The legal sources (TRIPS, WIPO-Treaties, EU-Regulations and Directives)
- ✓ The distinct IP-rights: patent, utility model, trademark, design & copyright
- ✓ The impact of competition law on intellectual property protection
- ✓ Contractual exploitation of IPRs (transfer and licence agreements)
- ✓ Enforcement of IP-rights (remedies and procedural strategies)

### **Lecturer 1: Dr. Simon Apel**

Dr. Simon Apel studied Law at the University of Bayreuth. He then pursued graduate studies there on a scholarship from the German Research Society (*Deutsche Forschungsgemeinschaft*) in the Research Training Group “Intellectual Property and the Public Domain”, receiving a doctoral degree for his thesis on copyright law involving extensive comparisons to US law. In his subsequent attorney training clerkships in Frankfurt am Main, he worked at the Chamber for Intellectual Property and Media Law of the Regional Court of Frankfurt and in the Frankfurt-based IP/IT teams of two international corporate law firms.

Since 2012, Dr. Simon Apel has practiced as a lawyer, advising national and international businesses on questions of intellectual property law, IT-related law, and data protection law. He advises clients both in

litigation and out of court, primarily on questions of copyright law, software projects, and unfair competition law, with a specialty practice in the field of improper product imitation. Dr. Simon Apel regularly publishes articles on copyright law, unfair competition law, and trademark law in respected scholarly journals. He is a co-editor of the „Biographical Handbook of Intellectual Property“ („*Biographisches Handbuch des Geistigen Eigentums*“) and teaches copyright law at the University of Mannheim.

**Lecturer 2: Jérôme Kommer, LL.M. (Berkeley)**

Jérôme Kommer, LL.M. (Berkeley) is an attorney and partner at Quinn Emanuel Urquhart & Sullivan’s Mannheim and Munich offices. His expertise covers all aspects of complex patent litigation, including the coordination of international litigation efforts. He represents his clients both in infringement and invalidity proceedings across a range of technologies, including telecommunications, IT, automotive engineering, medical products, and pharmaceuticals. He studied Law at the Universities of Heidelberg and Lund and obtained an LL.M. degree from the University of California in Berkeley. Jérôme Kommer will take over the patent law part of the course which will introduce students to the basic concepts underlying the protection of technical inventions and the enforcement of patent rights in Germany and other jurisdictions around the world, based on real world examples.

**Lecturer 3: Dr. Martin Schmidhuber**

Dr. Martin Schmidhuber is an attorney at law and partner at the law firm RITTERSHAUS in Mannheim. He advises clients on issues concerning intellectual property, where he specializes in trademark and labelling law. Having access to a worldwide network of correspondent law firms, he focuses on giving strategic advice on and defending (litigation) trademark portfolios with a national and international orientation in particular. Martin Schmidhuber will take over the trademark-related part of the lecture “Intellectual Property Law”, where he will teach students about the protectability of all kinds of designations as trademark rights as well as the enforcement of such rights.

**3. International Labor Law**

This course offers the opportunity to take a comparative view on various employment and labor law issues that cover a wide range of subject matters. The course will also offer an overview of basic principles of the organization and functioning of the International Labor Organization (ILO) and the current challenges and issues the Organization is facing with.

The class focuses on various legal systems from all over the world. After an introduction we will pick out specific topics and compare and discuss the various approaches of these legal systems to deal with them. Among others, we will speak about:

- ✓ Employees request to pray during working time
- ✓ Dating Policies
- ✓ Surveillance of employees by use of video cameras
- ✓ Critical blogs and the employment relationship

Active participation is expected. This encompasses in particular that the students give lectures about the legal system of the country they come from and solve the cases provided in advance on the basis of this legal system.



**Lecturer: Prof. Dr. Phillip S. Fischinger, LL.M. (Harvard)**

Prof. Dr. Philipp Fischinger has studied law at the University of Regensburg (2000-2005) where he also obtained his doctorate at the chair of Prof. Dr. em. Reinhard Richardi. After his second state examination he spent 1 ½ years at Harvard Law School where he took part at an LLM program and conducted research. Between 2010-2014 he completed his habilitation at the chair of Prof. Dr. Martin Löhnig at the University of Regensburg. He holds the Chair for Private Law, Labor Law, Sports Law and Commercial Law at the University of Mannheim.

**Lecturer: Berina Fischinger-Corbo, M.C.B.L.**

Berina Fischinger-Corbo is a Research Fellow and Lecturer at The Dean's Office of the Department of Law. She is a doctoral candidate at Chair for Private Law, German and European Business and Labor Law and her research areas focus on the Business and European Union law.

**4. Comparative Competition Law**

The module will focus on a comparative analysis of competition law and policy under US antitrust law and EU competition law. By studying legislation and case-law on select topics, students will acquire knowledge about both legal systems. The course will also examine the historic, economic and social causes of differences and similarities between competition law on the two sides of the Atlantic. The course provides insights into EU competition law and US antitrust law particularly with regard to the following issues:

- ✓ historical background and mode of development
- ✓ institutional and constitutional role
- ✓ importance of various sources of law (legislation, administrative orders, case-law)
- ✓ approach to anti-competitive coordination, abuse of market power, and merger control, and
- ✓ mechanisms of public and private enforcement

**Lecturer: Prof. Dr. Thomas Fetzer**

Thomas Fetzer is Professor of Law at the University of Mannheim Law School, Germany, where he holds a Chair of Public Law, Regulation and Taxation. Moreover, he is an academic Co-Director of MaCCI (Mannheim Centre for Competition and Innovation), academic Co-Director of MaTax (Mannheim Taxation Science Campus) and research associate at ZEW (Leibniz Centre for European Economic Research). In addition, he is Adjunct Professor of Law at the Center for Technology, Innovation and Competition at the University of Pennsylvania Law School and Adjunct Professor at the MBS (Mannheim Business School). He has been a guest lecturer at the Vanderbilt University Law School and the University of Pennsylvania Law School. His fields of expertise are Telecommunications Law, Media Law, European Competition Law and European Tax Law.

**Lecturer: Dr. Thomas Weck**

Dr. Thomas Weck, LL.M., is a Lead Analyst at the Monopolies Commission (Monopolkommission) in Bonn. He previously worked in the competition departments of a British and an American law firm in Brussels (2007-2012). Dr. Weck completed his law degrees in Heidelberg and San Francisco (LL.M. in U.S. Legal Studies). At the Monopolies Commission, he focuses on market phenomena that are difficult to capture in regulatory terms, and has completed his habilitation on the "Regulation of Innovative Financial Instruments" (2020). Dr. Weck frequently lectures on various aspects of competition law.

## **5. International Investment Law**

This module will focus on the international law concerned with the regulation of foreign investments and the settlement of disputes between foreign investors and host States. Students will gain an overview of the evolution of international investment law and the development of legal instruments that seek to promote and protect investments abroad. By studying investment arbitration case law, students will familiarize themselves with bilateral, regional and multilateral investment treaties, their legal principles, regulatory approaches and procedural mechanisms of resolving investor-State disputes by international arbitration. Throughout the course, we will examine the problem of balancing the right to regulate in the public interest and the need for investment protection, which has become a key component of negotiations on new international investment treaties around the world. The course will cover the following topics:

- ✓ The Object and Purpose of International Investment Law
- ✓ The Sources of International Investment Law
- ✓ The History of International Investment Treaties and Investment Rules
- ✓ The Scope of Application of International Investment Treaties
- ✓ Substantive Standards of Investment Protection
- ✓ Settlement of Investor-State Disputes by International Arbitration
- ✓ Contemporary Issues, including European Union and International Investment Law

### **Lecturer: Dr. Bajar Scharaw, LL.M. (UQ)**

Dr. Bajar Scharaw obtained degrees in law and political science from the Universities of Konstanz and Erfurt in Germany, and an LL.M. from the University of Queensland in Brisbane, Australia where he focused his studies on international economic law and arbitration. He holds a PhD in investment arbitration and treaty protection from the University of Mannheim. He is admitted to the bar in Germany (Rechtsanwalt) and works as an associate in the international law firm Herbert Smith Freehills in Frankfurt am Main. As a lawyer, he focuses his practice on international dispute resolution matters, with a particular emphasis on investment arbitration. He has represented both investors and states in investment arbitrations under the ICSID Convention and the Energy Charter Treaty. Prior to joining Herbert Smith Freehills, he clerked at that law firm in London, was a research fellow at the University of Mannheim, and worked as associate in a U.S. law firm in Frankfurt am Main in the field of international investment law. He regularly publishes articles on topics related to international investment law and arbitration, and has lectured at the Universities of Heidelberg, Saarbrücken, Mannheim, Glasgow, Nur-Sultan and Ulaanbaatar. He is a member of the International Law Association (ILA) and the German Association of International Law.

### C. Master's Thesis

<u>Master's Thesis</u>	
<b>Contents:</b> Following the successful completion of the instructional components of the program, students are required to complete and submit a thesis on a topic of their choice. It must address and analyse a substantive issue of European or International Business Law. The thesis can be either comparative or restricted to a single paradigm. It is supposed to investigate and present new and innovative findings in areas, which have already been defined, and should not be merely descriptive. Ideally, the thesis is of publishable quality.	
<b>Learning outcomes and qualification goals:</b> With the master's thesis students prove their ability to work profoundly and scientifically on a legal issue with a comparative perspective.	
<b>Total Module ECTS</b>	<b>20</b>
<b>Duration and type of examination</b>	<b>December 15 – April 15 (4 months), Thesis</b>
<b>Lecturer</b>	<b>1<sup>st</sup> supervisor to be contacted by students (preferably in October/November)</b>
<b>Language</b>	<b>English</b>