Syllabus as of January 2017

**OLIve-UP Program**

**International Business Law**

**Academic Tutoring**

**Instructor**: Ioana Stupariu

**Classroom**: N13/304 (subject to change)

**E-mail**: Stupariu\_Ioana@phd.ceu.edu;

**Faculty Coordinator**: Celine Cantat

1. **PREREQUISITIES**

General entry requirements for the OLIve-UP program.

**2. REQUIRED TEXT AND READINGS**

All required reading materials are distributed or indicated during the course. Extra readings are encouraged, but not necessary.

**3. COURSE DESCRIPTION AND OBJECTIVES**

**Description**

This course is a 3-session/week course focused on deepening student’s knowledge and academic and technical competencies in several international business law topics. The selection of topics is adapted to student’s own interest and envisioned career path.

**Objectives**

3.1. Students should get an overview of different sub-areas of International Business Law, including, but not limited to: investments and investment disputes; bankruptcy law; dispute resolution; alternative dispute resolution (mediation and arbitration); international business transactions; legal aspects of doing business; corporate finance, international taxation, contemporary business models, technology in business.

3.2. Students should get familiarized with the basic concepts and the terminology specific to this area of law, by reading, summarizing, commenting and answering questions to articles and book excerpts during sessions, as well as writing small assignments after classes.

3.3. Students should be able to identify some system-specific differences in concepts, especially with regards to the US-EU discrepancies in legal frameworks.

3.4 Students should be able to understand the basic institutional and competency structure of the European Union and find CJEU’s decisions.

3.5 Students should obtain the necessary skills and knowledge to conduct online and in-library research using legal databases and case portals.

4. MAIN TOPICS

- Differences and similarities between Common Law and Civil law systems

- EU law: organizational structure, treaties, competences, EU judicial system

- EU insolvency law and US bankruptcy law: two systems compared

- State and municipal bankruptcy (focus on US and CEE)

- Individual bankruptcy law (focus on CEE)

- Legal aspects of internet and technology law

- Legal aspects of telecommunications law. Models of regulation

- Dispute resolution: Litigation and alternative dispute resolution

- Private equity law and trends

- Capital markets (focus on US)

- Impact of technology on business models and business law. Disruptive technologies

- Impact of technology on financial law. Fintech

- Impact of technology on law making

- Legal research

**5. INTENDED LEARNING OUTCOMES**

|  |  |  |
| --- | --- | --- |
| **Core Learning Area** | Learning Outcome (or Educational Objective)  | Methods used for assessing learning |
| *Interpersonal Communication Skills* | * Students should be able to use the concepts and terminology specific to international business law in both written and oral communication.
* Students should be capable of expressing their views and delivering short presentations on different topics, prepared or impromptu.
 | 1. Students will be asked to offer in-class presentations, present their assignments done at home, express their opinions on required readings and summarize texts read in class.
2. Students are encouraged to ask questions and make comments to exercise their oral communication skills.
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| ***Technology Skills*** | * Students are expected to be able to find themselves any relevant statutes/laws, case law and scholarly materials whenever required or needed, throughout their coursework at CEU.
* Students are expected to be able to put together presentations in a visually engaging and efficient manner, as well as to use Microsoft Word and CEU e-mail to submit assignments on time and according to the requirements.
 | 1. In class, students have to go through all the legal databases together with the instructor, being given assistance whenever necessary. They are taught how to use shortcuts and conduct effective research using names, dates, subject, topic. One full session will be dedicated to this. 2. After class, students have to work on research-assignments that test their ability to conduct efficient legal research using the Internet, as per instructions.3. Students are also strongly encouraged to conduct individual research for their written assignments. They are also given written assignments, which should be sent electronically. |
| ***Cultural Sensitivity and Diversity*** | * Students are expected to understand the reasons behind the choice of the type of materials (case law, legislation, scholarly articles) specific to different legal systems.
* Students are expected to identify the differences in models of regulation and statutory laws existent between the jurisdictions studies during the course.
 | 1. Students are shown a variety of databases and materials, specific to EU and European countries, United States, as well as other jurisdictions. 2. Instructors highlight the context and systemic specifics of each problem and reading material to offer a relevant outlook and facilitate their understanding in an academic context. |
| ***Critical Thinking*** | * Given that the course will use the comparative teaching method, students should understand that, a rule more than a single model of solving legal problems is available. Moreover, students should be able to think about one’s own legal system and assess it in a critical manner, comparing it with those studied during the course.
* Students should be able to express opinions about the rightfulness and adequacy of legislator’s or companies’ choices.
* Students should be able to analyse and critically comment on scholarly and legal articles, while taking into account the general legal framework and context.
 | 1. When proposing a topic for discussion, instructors present all aspects of it, advantages together with their limitations to allow students to obtain the broad picture of every topic and form informed opinions.2. Two written assignments that ask students to analyse a specific regulatory problem and find a solution, one from the perspective of the state, one from the perspective of a business. 3. Students are also expected to critically analyse different cases discussed in class, based on the information provided in the readings and on their own readings.  |

**6. THE LECTURER’S POLICY ON THE AVAILABILITY OF LECTURE NOTES**

Students can access the materials on Moodle before and after classes. Extra materials can be brought during class and distributed to students directly.

**7. POLICIES ON CLASS ATTENDANCE AND PARTICIPATION**

Regular and punctual attendance at every class session is a requirement of all degree programs at CEU, including the OLIve-UP program. If illness or another unusual circumstance requires missing a class, the instructor should be informed as soon as possible and the class should be rescheduled.

Students are expected to do their readings before class, come prepared with questions, and be ready to engage in conversations on the topics to be discussed in every session. An active participation is required, both for academic purposes, as well as for skills development.

**9. GRADING AND EXAMINATION**

Students are expected to submit one mid-term written assignment, which will count for 25% of the final grade, and one final written assignment, which will count for 25% of the final grade.

Class participation, including oral presentations, represents 25% of the final grade.

There will also be a final 90-minutes long written exam, with 9 short essay-questions to answer, which will represent 25% of the grade.

The two papers should have 1,500 words each. The mid-term paper should be submitted via email by February 26, February 2017, while the final paper by March 30, 2017. Potential topics should be discussed in class and decided upon in due time.

**10. ACADEMIC INTEGRITY**

All students must adhere to the principles of academic integrity in all work done for this class and for other classes. Attempted cheating in any form, including plagiarism, is extremely serious and can result in dismissal from the School and University.

**11. OFFICE HOURS**

The instructor is available for consultation with students once per week, for 30 min. The office hours are every Wednesday between 5.00 and 5.30 pm, in Room 001/N11. Students should attend at least 5 sessions/every semester. The instructor is open or any consultation outside these office hours, students should make individual appointments via email. With the exception of extraordinary circumstances (e.g., severe illness) the students can expect that the instructor will reply to them within one or two working days.

**12. COURSE OUTLINE AND SESSION ASSIGNMENTS**

**Course schedule**

Week 1. Differences and similarities between Common Law and Civil law systems

Week 2. EU law: organizational structure, treaties, competences, EU judicial system

Week 3. EU insolvency law and US bankruptcy law: two systems compared

Week 4. State and municipal bankruptcy (focus on US and CEE). Individual bankruptcy law (focus on CEE)

Week 5. Legal aspects of internet and technology law. Legal aspects of telecommunications law. Models of regulation

Week 6. Dispute resolution: Litigation and alternative dispute resolution

*Mid-term assignment: 1500-words essay, due February 26*

Week 7. Private equity law and trends

Week 8. Capital markets (focus on US)

Week 9. Impact of technology on business models and business law. Disruptive technologies

Week 10. Impact of technology on financial law. Fintech

Week 11. Impact of technology on law making

*End-of-term assignment: 1500-words essay, due March 30*

Week 12. Revision week. Answering questions and preparation for final exam. Legal research tools.

*Final Exam: 90-minutes in-class exam, 9 short essay-questions.*

**Course outline**

**Week 1.** Differences and similarities between Common Law and Civil law systems

Readings:

Edgar Bodenheimer, John Bilyeu Oakley, Jean C. Love, An introduction to the Anglo-American Legal System. Readings and cases, pp. 6-18, 58-70

Assignment:

Summarize the assigned reading pages and find examples for each category.

**Week 2.** EU law: organizational structure, treaties, competences, EU judicial system

Readings:

The European Union explained — How the European Union works, June 2013

Treaty of the EU

Treaty on the functioning of the EU

Assignment:

1) Written comparison between ECB and EIB; EC and Court of Auditors; European Council, Council of the EU and Council of Europe

2) Go on curia.europa.eu and choose a CJEU court decision to present in 5 minutes (facts, issue, solution, arguments)

**Week 3**. EU insolvency law and US bankruptcy law: two systems compared

**Week 4**. State and municipal bankruptcy (focus on US and CEE). The cases of Detroit and Argentina. Individual bankruptcy law (focus on recent developments in CEE countries)

**Week 5.** Legal aspects of internet and technology law. Legal aspects of telecommunications law. Models of regulation in US vs. the EU (legal problems of the Internet giants: intellectual property laws online; data protection and privacy; transfer of data; cookies and spam rules).

**Week 6.** Dispute resolution: Litigation and alternative dispute resolution (how lawsuits differ in US versus EU; class actions; mediation, conciliation and arbitration as alternatives to litigation; cost-benefit analyses on DR)

**Week 7.** Private equity law and current trends (what private equity is; the structure of a private equity fund, how it operates and governs its portfolio companies; the complexities of deal-making, explored through analysis of recent industry deals)

**Week 8.** Capital markets (focus on US). Lessons to learn for emerging markets (case studies on instruments such as derivatives, on securitization and SPVs, on trading and stock markets). Lessons from the 2008 economic crisis

**Week 9**. Impact of technology on business models and business law. A historical and contextual look at disruptive technologies (e.g. peer-to-peer business models)

Reading:

Jordan M. Barry, Elizabeth Pollman, *Regulatory Entrepreneurship*, <http://scholarship.law.berkeley.edu/cgi/viewcontent.cgi?article=1071&context=law_econ>

Assignment:

1) Identify the main argument of the authors. State your opinion: do you agree, and why?

2) Find three examples of industries impacted by technology advancements which require a change in law. How would you react, as a lawmaker?

**Week 10**. Impact of technology on financial law (corporate finance, securities, banking, etc.) The emergence of Fintech and its impact on regulation

**Week 11.** Impact of technology on law making. The relationship between the state and the market (historical and structural overview; legal aspects of constitutional law)

**Week 12.** Revision: Answering questions and preparation for final exam. Final exam. Legal research tools.

- Introduction to legal research tools

* what is legal research
* uses of legal research
* principles of research

- Presentation of the types of research tools

- Research through open databases: SSRN, Google Scholar, JSTOR

- Case law and legislation:

* Eur-lex
* HUDOC
* CURIA
* Unilex
* Pace CISG database

- Use of shortcuts and connectors when conducting research (universal for all databases)

- Presentation of interdisciplinary databases: ELSEVIER, EBSCO

- How to do research through specialized databases:

* Kluwer Arbitration, Kluwer Arbitration Blog, Kluwer Mediation Blog
* Lexis Nexis Academic
* Westlaw, Next International Materials, Westlaw UK
* Oxford Journals Online, Oxford Scholarship Online
* Cambridge Journals Online
* HeinOnline Law Journal Library, HeinOnline Law in Eastern Europe, HeinOnline Foreign and International Law Resources Database, HeinOnline English Reports, HeinOnline Legal Classics, HeinOnline World Treaty Library

**13. BRIEF BIO OF THE INSTRUCTOR**

Ioana Stupariu is an S.J.D. Candidate at the Legal Department at CEU, in the International Business Law stream. She has a L.L.B in Law from Babes-Bolyai University, Cluj-Napoca (2014) and a L.L.M in International Business Law from Central European University, Budapest (2015). Her SJD research focuses on Data protection & Privacy, Intellectual Property Law, Internet and Technology law. Having worked for several years in branding and business development, Ioana also has a special interest for Social Media strategies, Marketing, IT and Corporate Social Responsibility. Besides her native Romanian, she is also fluent in English, French and Spanish. She has worked for two years in a local law firm and then in an international law firm, and has also been a Teaching Assistant at the Babes-Bolyai University, in Cluj-Napoca, on Public International Law. She has been a tutor in the OLIve weekend program from January until December 2016.