



Faculty of Law, Criminal Justice and Public Administration

# LL.M. INTERNATIONAL BUSINESS LAW

## FALL SEMESTER 2020 COURSES OPEN TO THE PUBLIC

<https://www.unil.ch/llm/home/menuinst/programme/courses-open-to-the-public.html>

Fees: Regular price CHF 700.- ■ Lawyers-in-training (*avocats-stagiaires*) CHF 350.- ■ Students CHF 250.-

### Financial Contracts & Financial Regulation 22-23 Oct. 2020

Financial contracts form the backbone of the financial system. In this course, taught by Professor Matthias Lehmann\*, students will familiarise themselves not only with run-of-the-mill products like bonds and syndicated loans, but also with more exotic offerings, in particular structured products, such as asset-backed securities (ABS) or collateralised debt obligations (CDOs) and the myriad of derivatives, e.g. interest rate and credit-default swaps (CDS) or contracts for differences (CFD). The role that these instruments played during the last global financial crisis and the regulatory reactions they triggered will be analysed. Topics of study include the obligation to trade derivatives on exchanges, to centrally clear them and report trades, as well as the regulation of commodity swaps, the introduction of production intervention powers and the control and liability of rating agencies. At the end of the class, students will be knowledgeable both about the contract practice of operators in the financial industry and about the regulatory framework by which they must abide.

\* Professor Matthias Lehmann is Director of the Institute for Private International and Comparative Law at the University of Bonn. He has studied in Jena, Paris and New York. He holds two doctoral degrees, one from the University of Jena and one from Columbia University, and has written a habilitation (second thesis) at the University of Bayreuth. His main areas of interest are conflicts of laws and jurisdictions, arbitration, European private law as well as banking and financial law. Professor Lehmann has extensively published in German, English, French and Spanish. He is also regularly acting as visiting professor at the Université de Bordeaux, the Université de Fribourg and the Universidad Pablo de Olavide in Seville.

### Business & Climate Change 29-30 Oct. 2020

This course, taught by Professor Lawrence Watters\*, introduces challenges and opportunities within the complex relationships between Business, Climate Change and the international legal framework. The interface of the public sector and the private sector in international agreements in the Law of Climate Change are explored with more focus on the relationships to Business. The topics include carbon taxes, corporate social responsibility, demands of investors, disclosure, insurance, emissions trading, liability, litigation, loss and damage, risk analysis, international investment agreements and international trade disputes. Opportunities in 'green' business and finance, renewable energy and new technology are explored as well, with case studies on the cutting-edge as time allows.

\*Lawrence Watters, Visiting Faculty, has previously taught at the University of Auckland, the University of Copenhagen, the University of Hanover and the University of Lausanne. He was a Fulbright Scholar at the University of Oslo for a year, returning a number of times to present seminars. He taught at the University of Washington in the Program on the Environment, Law, Society and Justice; and, the Jackson School of International Studies. His areas of expertise include the Law of Climate Change, International Environmental Law, Trade and the Environment and Energy Law. His publications are in the environmental law journals of Berkeley, Columbia, Georgetown, UCLA, Oslo (Pro Natura) and Oxford among others. His text *Indigenous Peoples, The Environment And Law*, has been used at Harvard Law School, UCLA Law School and other universities.

### International Banking Regulations 12 & 19 Nov. 2020

This course, taught by Professor Carlo Lombardini\*, will deal with the main aspects of banking regulation and supervision. These include the organisation and governance of banks and banking

groups, their supervision, their resolution and AML regulation. The main risks that banks have to face will be presented. The course will present not only theoretical issues but also practical examples.

\*Attorney-at-law in Geneva and a partner with the firm Poncet Turrettini, Carlo Lombardini is a reputed expert of banking law; he is an advisor to banks and other financial institutions. He represents in them in regulatory, criminal and civil law matters. Carlo Lombardini is also an associate Professor at the Law School of the University of Lausanne; he teaches banking law to the Master of Law Students (Law Faculty and Business and Economics Faculty) and advanced legal methodology (Law Faculty, Bachelor program 3rd year) He has published extensively in the field of banking law and has extensive experience as a board member of banks.

## **International Company Law 20 & 27 Nov. 2020**

This course, taught by Professor Edgar Philippin\*, will focus on practical aspects of cross-border merger and acquisition transactions, in particular on selected difficulties of contract drafting for prevention of post-transaction disputes. Examples (essentially based on the acquisition of a Swiss target by a foreign purchaser) will be analysed in light of the relevant principles of contract and corporate law. Relocation of the seat of a corporation (from and to Switzerland) will also be examined.

\*Edgar Philippin teaches mergers, acquisitions and public tender offers, as well as general principles of private law at the University of Lausanne. As a practitioner, he regularly assists Swiss and foreign entities in the structuring of international corporate transactions. He is a member of the Swiss Lawyers Society (SSJ), the Swiss Arbitration Association (ASA), the International Bar Association (IBA) and the *Association Littéraire et Artistique Internationale* (ALAI). Edgar Philippin graduated with a law degree and a doctorate from the University of Lausanne, where he worked as an assistant to Prof. François Dessemontet in the field of copyright law from 1996 to 1999, before joining Carrard & Associés. In 2002, he worked for O'Melveny & Myers LLP in Washington, D.C. and Los Angeles.

## **International Competition Law 26 Nov. & 3 Dec. 2020**

This course, taught by Professor Damiano Canapa\* and Professor Peter Picht, provides students with an overview of the regulation that governs business practices in order to avoid restrictions of competition. After an introduction to the functions of competition law, the teaching goes over the concepts of market definition, the assessment of market power, the agreements that prevent, restrict, or distort competition, the abuse of a dominant position, the merger control procedure and the regulation of state aid. Though European Union Law serves as a basis for the analysis, the necessary links and differences in relation to Swiss Law are also assessed. In sum, this class demonstrates how competition law can restrain anticompetitive activities and promote free competition.

\*Damiano Canapa is an Associate Professor of Business Law at the University of Lausanne and the Director of the CEDIDAC. His research interests include Swiss and European Corporate Law and Competition Law. Damiano Canapa studied law at the Universities of Lausanne and Bern, at the College of Europe, Bruges (LL.M.), and at Yale Law School (LL.M.). He received his doctorate from the University of Zurich under the supervision of Prof. Dr. Andreas Heinemann on "Trademarks and Brands in Merger Control: An Analysis of the European and Swiss Legal Orders".