

King's LLM

Module descriptions for prospective students 2017-18

KING'S
College
LONDON



When considering the modules you may wish to select, please be mindful of the fact that the information in this document is indicative. The content and assessment structure of the module may change and on occasion it may also be necessary for the module to be cancelled for a variety of reasons. Upon enrolment you will receive finalised module information to ensure your selection choices are informed and accurate.

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40 credits (full-year modules)

7FFLA001 ANALYTICAL AND QUANTITATIVE METHOD FOR LAWYERS (NON-LAW MODULE)

Pathways: General LLM

Note that this is a 'non-law' module, which counts towards the 40-credit limit to 'non-law' modules that students are allowed to take.

Assessment pattern: 3-hour exam.

The course highlights a number of key pieces of theoretical knowledge and analytical skills required of law school graduates in legal practice, where effective argumentation and sound legal advice often depend on basic literacy in business administration. The course complements the traditional law school curriculum with the main purpose of equipping students with the basic theoretical knowledge and analytical skills of MBA graduates who are likely to become their major clients.

The course serves as a stand-alone learning experience and as a foundation for the students interested in the business-side of legal concepts studied under corporate law, international finance, M&A, securities regulation, and competition law, as well as for students interested pursuing alternative careers in investment banking or management consulting.

The course covers:

Strategic Decision-making: Independent and inter-dependent probabilistic analysis, decision-analysis, applied game theory, and comprehensive review of behavioural decision science and recent research in behavioural economics, including the work of Nobel laureate Daniel Kahneman. Contracting Theory: Function of contracts and key elements of effective agreements, including risk allocation and incentive analysis of most common contracts such as construction and production contracts, principal-agent contracts, sale and lease of property contracts, financing contracts, and joint venture agreements. Accounting: Double-entry bookkeeping, including construction and understanding of the balance sheet, the income statement and the statement of cash flows, and basic financial analysis. Finance: Theoretical foundations of modern financial theory, time value of money, financial valuation, risk and return, diversification, Capital Asset Pricing Model, and Efficient Markets theory and its criticism from the perspective of behavioural finance.

In addition to exposing students to descriptive theory in these fields, the module provides prescriptive training to students. For example, in the Accounting unit, the students will learn the definitions and functions of balance sheet, but will also learn how to actually construct it, record ordinary business transactions, and interpret what the various entries mean. Similarly, in Finance unit, the students will study what the time value of money is, however they will also learn how to actually discount various cash flows and value financial assets.

No prior knowledge in any of the course units is required.

7FFLA007 COMPETITION LAW AND REGULATED NETWORK INDUSTRIES

Pathways: Competition Law

Assessment pattern: 3-hour exam.

The European Union has taken, and continues to take, significant measures designed to liberalise certain network-based sectors. In opening up those sectors to greater competition, the European Commission has delegated a wide range of regulatory powers to National Regulatory Authorities, who work closely with National Competition Authorities in order to achieve the optimum competitive balance most likely to be able to deliver consumer welfare. That balance is often very difficult to manage, especially the delicate matters of economic judgement that need to be made in relation to the legality of particular practices and the strategically important political initiatives that are undertaken in the affected sectors which can distort the competitive process between Member States.

The module takes an inter-disciplinary approach in exploring how the balance between law and economics on the one hand, and ex post and ex ante rules on the other, is struck, both at the theoretical level and in its practical application across key sectors. You explore legal, economic and public policy principles that affect regulated sectors, and examine the application of those principles to specific sectors such as electronic communications, media, transport (including aviation, maritime and rail) and energy (gas and electricity). In addition, specialist subjects such as financial services, water or postal services are also considered by guest lecturers, with legal and economic experts taking a series of seminars on selected high tech issues.

Recent Article 102 TFEU case-law is particularly relevant here, as are a range of Sector Enquiries that have been conducted by the European Commission (often reflected in public consultations run at Member State level). Moreover, a growing body of administrative practice in the field of merger control explores how behavioural remedies can be applied in connection with mergers in the affected sectors, and the appropriate regulatory institutions that can best assure their proper implementation.

The object of the module is to prepare students for the sorts of issues likely to arise in their home jurisdictions and at Community level in these areas. Most importantly, there will be an emphasis on the evolutionary aspects of policymaking and competition law enforcement in these sectors, given the varying ownership structures and rules in different jurisdictions. As this is an advanced module, previous knowledge of competition law would clearly be preferred, but is not required.

The module is taught through lectures, primarily by leading practitioners specialising in the applications of competition law and regulation to particular sectors. The lectures are supplemented by specialist seminars delivered by economists and regulators, each of whom provides an alternative perspective on the problems already covered in the lectures. You are encouraged to actively engage with the issues being addressed. At least one Moot Court will be held on a topic of interest.

A three-hour written examination will be set. You will be able to answer by focusing on two specific areas of regulation, for example energy or communications regulation (although if students prefer to discuss more areas they can), but must also be able to respond to general analytical questions which cut across various regulated network sectors.

7FFLA009 ECONOMICS OF COMPETITION LAW

Pathways: Competition Law

Assessment pattern: 3-hour exam.

The overall aim is to ensure that students have an appreciation of the underlying economics employed in anti-trust cases. The emphasis is on the practical application of economics rather than pure theory. On completing the module, you should have an understanding of the economics used in anti-trust case analysis and be aware of both the strengths and weaknesses in its application both theoretically and empirically. A key aim is that you will have an understanding of the economic tools used by anti-trust economists and to be able to engage in a dialogue with these economists.

No previous knowledge of economics is required. Whilst much of the technical economic literature is mathematical, the module will not require an advanced knowledge of mathematics. The approach to formal theory will, as far as possible, be diagrammatical.

Given the extent of the material that needs to be covered, the bulk of the lectures are devoted to formal teaching, however the style will be both informal and interactive, questions are encouraged. The economics will be illustrated by reference to actual cases. By its nature the module proceeds by considering a series of building blocks which together make up the toolkit typically used by economists in anti-trust cases. The slides presented in each seminar will be posted in advance on KEATS (Moodle). In addition, a discussion forum will be set up so that students can ask questions (anonymously if preferred) which will be answered prior to the next seminar and posted on KEATS.

7FFLA010 NEW SYSTEMS OF COMPETITION LAW

Pathways: Competition Law

Assessment pattern: 3-hour exam.

The emergence of competition law as a global enterprise is a remarkable development in economic regulation. As recently as the 1980s, competition law was a serious concern in only a handful of jurisdictions. Today, approximately 125 jurisdictions have established competition laws, and over 110 of these have been enacted since 1990. Proficiency in competition law requires awareness of this dynamic international policy environment. Experience with old and new systems, alike, has supplied an especially informative subject for comparative study. In the years ahead, still more jurisdictions will create new competition law systems, and existing regimes will undergo major reforms.

This course addresses a number of aspects relating to the establishment and successful operation of new systems of competition law and policy. It will consider how the political and economic environment shapes and influences the objectives underpinning a competition law system, acquaint students with how various jurisdictions have defined substantive standards that govern matters such as dominant firm conduct, mergers, and agreements involving rival companies and examine how the design of competition policy institutions influences substantive policy outcomes and impacts on the interpretation of the laws. It will also consider how the institutional structure (and independence) of competition agencies

may affect how companies and their legal advisers construct their arguments and in which fora (and to whom) they should raise them.

Both terms devote extensive attention to jurisdictions that have formed competition laws as part of a larger program of economic reform to facilitate greater reliance on market mechanisms. The first part of the course will focus more closely on system and institutional design. The second part will focus more deeply on the experience of a few carefully selected jurisdictions, to include China, India, Russia, Brazil, Israel and Hungary, considering how the factors discussed in the first part have influenced the introduction and development of the competition law regime in those jurisdictions.

7FFLA011 EU STATE AID & STATE REGULATION LAW

Pathways: Competition Law, European Law

Assessment pattern: 3-hour exam.

The EU regulation of public undertakings and EU state aid law are increasingly important parts of EU competition law. The case law at national and European levels is growing in both number and importance, particularly of late. The reasons for this increasing focus on public intervention in the economy are numerous and varied but they primarily relate to the impact of such intervention on the completion of the internal market and the current liberalization and privatisation processes. The module focuses on the relevant provisions of the Treaty, most notably Articles 86, 87 and 88; analysing them (and the resulting case law/decisions) through various legal, political and economic prisms. For more details please see the module outline at the bottom of this page. No previous knowledge of the subject is required.

The module is taught in seminars; you are encouraged to actively engage with the issues being addressed.

7FFLA016 EUROPEAN UNION COMPETITION LAW

Pathways: Competition Law, European Law

Assessment pattern: 3-hour exam, open book.

The aim of the module is to teach the basic provisions of EU competition law; to study the law in its economic and market context; and to consider particular business phenomena - distribution agreements, licences of intellectual property rights, cartels, joint ventures etc. - against the backdrop of the EU Treaty generally and Articles 101 and 102 and the EU Merger Regulation in particular. No previous knowledge of the subject is required.

Throughout the academic year there will be a series of tutorials, given by David Bailey, which follow the course of seminars given by Richard Whish. The tutorials are intended to assist your understanding of the subject in general and its practical application to problem questions in particular. A separate tutorials handout will be provided.

The teachers of this module expect a high degree of participation by all students. It is not intended, in general, to provide lectures except where, for particular reasons, it may be helpful to do so. At each seminar, discussion will be encouraged and expected. You are

required to have prepared answers to the questions asked at the end of each seminar handout.

7FFLA019 EUROPEAN LABOUR LAW

Pathways: European Law

Assessment pattern: 3-hour exam.

European Labour Law is divided into six parts.

Part One examines the historical development and evolution of European Labour Law, as well as its economic and social purposes.

Part Two examines the wider international human rights context within which European Labour Law operates, including in particular the legal instruments of the International Labour Organisation (ILO) and the Council of Europe.

Part Three examines the institutional competences and framework for the making of European Labour Law, and examines the role of the Court of Justice of the European Union in the development of the discipline. Consideration is also given to different ways of developing standards at EU level, by way of regulatory legislation and collective bargaining. Thereafter, European Labour Law examines selected areas of substantive law dealing with worker protection.

In Part Four these include areas dealing with the position of so-called atypical workers (agency, fixed term and part time workers); working conditions (including working time and the protection of posted workers); and job security (including transfer of undertakings, redundancy and insolvency).

In Part Five the focus turns to collective matters and the duty of the employer to inform and consult, including European Works Councils.

Part Six deals with recent judicial decisions relating to trade union rights and considers their implications for European Labour Law as a whole.

In addition to the foregoing, time will be devoted to assessing future prospects in light of the current crisis in the Eurozone. Parts One – Three are dealt with in Semester One, while parts Four – Six are dealt with in Semester Two. Two – four classes are devoted to each part.

7FFLA020 RESTITUTION OF UNJUST ENRICHMENT

Pathways: International Business Law

Assessment pattern: 3-hour exam.

The module provides an introduction to and exploration of the principles of the law of restitution, with a focus on restitution of unjust enrichment in a commercial setting. It deals with problems that can be encountered by companies, financial institutions, and others

when transactions turn out to be ineffective, assets are misappropriated or transferred by mistake, or taxes are imposed unlawfully. The law of restitution provides the means for the recovery of assets or their value in those situations, and provides defences for those who may be subject to those claims.

The study of the law of restitution provides a very useful way to achieve a better understanding of the whole of private law, because it interacts with the law of contract, civil wrongs, and property. This module is suitable for those who have studied law at an undergraduate level in either a common law or civil law jurisdiction. The law of trusts will be relevant in some seminars, but previous study of the law of trusts is not required. The focus will be on restitution in common law systems, while drawing comparisons with civil law jurisdictions.

This is a full module. The first half may be taken on its own in term 1 only as a half module called *Law of Restitution*. That half is designed to provide students with an understanding of the fundamentals of unjust enrichment and how the law responds to it. Those students enrolled in this full module will go on to study in detail the various reasons why enrichments may be unjust due to factors such as mistake, duress, undue influence, and failure of consideration.

TERM 1

- Introduction
- Enrichment
- Expense
- Unjust Factors
- Absence of Basis
- Tracing
- Restitution 1
- Restitution 2
- Defences
- Review

TERM 2

- Mistakes
- Duress
- Undue Influence
- Want of Authority (ignorance)
- Public Bodies Acting Ultra Vires
- Failure of Consideration 1
- Failure of Consideration 2
- Emergencies
- Wrongs
- Review

7FFLA022 CONTESTING GLOBALIZATION: NEW THEORIES IN TRANSNATIONAL LAW AND GLOBAL GOVERNANCE

Pathways: Transnational Law

Assessment pattern: 15% of the total mark from a 600 word reaction paper, 85% of the total mark from an 8,000 word final paper.

This full-year module focuses on “globalisation” as an interdisciplinary object of academic study and a reality of contemporary world order. Through an examination and engagement with newest scholarship in law, political science, legal anthropology and legal geography the module will provide a much-needed perspective on emerging and evolving projects of interpreting and shaping the current world order. The module starts from the premise that the geopolitical arrangements of the latter half of the 20th century of ‘embedded liberalism’, decolonisation, ‘the end of history’ have given way to a reconfiguration of transnational sovereignties under conditions of global ‘emergencies’ such as climate change, security, surveillance and economic austerity.

Given (Western) law’s deep roots in institutionalised political, territorial and sovereign settings, the 21st century transformations of international and regional, political, cultural and religious relations place enormous pressure on established theories of democracy, the rule of law and social order. Under those circumstances, academic debates around theories, concepts and ‘schools of thought’ attain tangible political and practical significance. As legal theories such as ‘Global Constitutionalism’, ‘Transnational Regulatory Governance’, ‘Global Administrative Law’ and ‘Third World Approaches to International Law’, claim explanatory value, they emerge in tension with global governance, cosmopolitanism, pluralism and spatialisation concepts that are put forward in the social sciences. The module will explore these theoretical proposals in the context of contemporary debates around global financial regulation, climate change governance, security and the ‘war against terror’, ‘big data’, privacy and surveillance as well as new formations of democratic representation.

7FFLA023 HUMAN RIGHTS LAW: INTERNATIONAL AND TRANSNATIONAL PERSPECTIVES

Pathways: International Dispute Resolution, Transnational Law

Assessment pattern: 30% of the total mark from a 3,000 word mock submission to a human rights body, 70% of the total mark from a 7,000 word essay.

This module aims to provide students with a solid foundation in international and transnational human rights law – widely conceived as one of the most important legal fields in a global context today. We cover the core of human rights protected under international law, including civil and political rights such as freedom of speech and religion, political participation, fair trial and the right not to be tortured, and social and economic rights such as health, education, housing and an adequate standard of living. The objective is to develop, over the course of the academic year, an analytical framework for understanding and critically analysing the international and transnational institutions and mechanisms in place for the protection of human rights, and to provide an effective preparation for the real-world challenges of transnational human rights practice.

We begin by offering an overview of the development of the idea of human rights and the international legal institutional framework for its protection, as well as its philosophical and political underpinnings and challenges to the idea of universal human rights. We then cover the practical functioning of selected human rights monitoring mechanisms with particular emphasis on their effectiveness and the political and institutional challenges and obstacles they face. This segment will constitute the core of the course and allow students to explore the foundations of human rights and their significance in concrete interpretive contexts.

7FFLA025 INTERNATIONAL AND COMPARATIVE COPYRIGHT LAW

Pathways: Intellectual Property & Information Law

Assessment pattern: 3-hour exam.

This module is designed to provide an international and comparative study of copyright and authors' rights. The international Conventions (in particular the Berne Convention and TRIPs) will be examined together with the major features of copyright laws in the leading copyright systems (UK, France and the United States).

The module also has regard to special matters of contemporary interest: for example, moral rights, cable and satellite broadcasting, peer-to-peer file-sharing, software and databases. Although it would be desirable to have a prior knowledge of copyright law, it is not essential.

7FFLA026 INTERNATIONAL & COMPARATIVE LAW OF TRADE MARKS DESIGNS & UNFAIR COMPETITION

Pathways: Intellectual Property & Information Law

Assessment pattern: 3-hour exam.

An historical, economic and comparative examination of the common law and civil law concepts of trademarks, passing off and unfair competition, with particular reference to the UK and commonwealth jurisdictions; the USA; Canada; France and Germany; by looking at the international trade mark regimes and the role and influence of relevant conventions, agreements, protocols and treaties.

7FFLA028 INTERNATIONAL AND COMPARATIVE TRUST LAW

Pathways: International Business Law

Assessment pattern: 3-hour exam, open book.

This module, which was introduced by David Hayton and Paul Matthews in 1995, was the first of its kind in the world and deals with trusts in the international context. Reflecting on King's strong reputation in trust and comparative law, it examines the extremes to which trust principles may be pressed in the offshore world, as well as conflicts of laws issues. The module considers how three trust jurisdictions deal with selected aspects of trust law and what trust-like arrangements exist in non-trust countries. You are not required to have studied trust law formally in your first degree but will be assumed to understand trust law at the ordinary undergraduate level, or to be prepared to reach this level during the year. Students from civil law systems can – and do – take this module.

7FFLA029 INTERNATIONAL BUSINESS LITIGATION

Pathways: International Business Law

Assessment pattern: 3-hour exam.

This module is mainly concerned with the special problems that arise in litigation resulting from international business transactions. Its major theme is jurisdiction in all its aspects. More particularly the following topics are among those studied from the point of view of English, Commonwealth, American and, where relevant, European Union Law: judicial jurisdiction; obtaining evidence in trans-national business litigation; provisional remedies and procedural problems in such litigation; recognition and enforcement of judgments in commercial matters.

7FFLA035 INTERNATIONAL TAX LAW

Pathways: International Business Law, International Tax Law

Assessment pattern: 3-hour exam.

This module considers taxation in an international context. Domestic tax systems have increasingly had to respond to globalisation so that taxation can still be viable in an environment where activities which have traditionally attracted taxation can be carried out without domestic borders to define their scope. The module will consider taxation and international law in general and then move on to looking at the ways in which domestic systems have sought to deal with double taxation where activities attracting taxation are carried out over more than one country – namely through double taxation conventions. The focus will be on the OECD Model and double taxation conventions based on this and why international business gives tax systems a problem and how this can be addressed.

7FFLA036 INTERNATIONAL TRADE AND SHIPPING LAW

Pathways: International Business Law

Assessment pattern: 3-hour exam.

A contract for the sale of goods lies at the heart of and is central to commercial law. Similarly, an international sales contract is a key international commercial transaction which often gives rise to several interrelated legal arrangements. They are the arrangements with a bank for the payment or finance of the purchase price, contracts of carriage of goods and marine insurance, covering the goods. This module examines: how these contracts are governed; the rights, obligations and liabilities of the parties to the respective contracts; and the relationship between the sales, financing, carriage and insurance contracts. The module will address these issues on the basis of English law, which is often the preferred choice of law in international trade, and the relevant international instruments.

Part I of the course will focus on the salient features of the cross-border sale of goods contracts. It will explore in detail the rules of English law (Sale of Goods Act 1979 and the common law) governing the international sale of goods contracts. The issues covered will include: the basic concepts of English law of sale of goods; the implied terms of a sales contract (such as the implied terms of quality and description of the goods); the structure of and legal issues arising from contracts incorporating such trade terms as CIF ('cost,

insurance, freight') and FOB ('free on board'); remedies for breach of an international sales contract. The UN Convention on Contracts for the International Sale of Goods 1980 (CISG) – a leading international sales law instrument, now ratified by more than eighty countries - will also receive a substantial amount of attention. The course will address such aspects of the CISG as the scope of its application, general provisions, rights and obligations of the seller and the buyer and remedies for breach of contract governed by the CISG.

Part II will examine the key financial instruments and methods of payment used in international trade. These instruments are used either to enable payments in the underlying transaction or to provide a guarantee in the case of a breach of the underlying transaction. The instruments covered in this course are collections, documentary credits (letters of credit) and autonomous bank guarantees. The key international instruments covered in this course have all been produced by the International Chamber of Commerce (ICC) and include: Uniform Rules for Collections (URC 522; 1995 revision); Uniform Customs and Practice for Documentary Credits 2007 (the UCP 600); Uniform Rules for Demand Guarantees (URDG 758; 2010 revision); International Standby Practices (ISP98).

Part III of the course examines legal issues arising from the need to transport the goods by sea (the main mode of transport in international trade) and how contracts for the carriage of goods by sea are governed. The issues addressed in this part of the course will be: the common rules implied in contracts of carriage; the voyage and time charterparties; bills of lading; the application of the Hague-Visby Rules, incorporated into English law by the Carriage of Goods by Sea Act 1971. The Hague-Visby Rules are an amendment to the International Convention for the Unification of Certain Rules of Law Relating to Bills of Lading (Hague Rules, adopted 1924), incorporated in a document known as the Brussels Protocol 1968. Other international conventions, such as the UN Convention on the Carriage of Goods by Sea 1978 (the Hamburg Rules) and the UN Convention on Contracts for the International Carriage of Goods Wholly or Partly by Sea (the Rotterdam Rules) 2008, will be touched upon briefly.

Part IV will be concerned with the fundamentals of the marine cargo insurance contracts. The examination will be based on the Marine Insurance Act 1906 and the Institute Cargo Clauses and Insurance Act 2015. This part is intended to introduce students to the marine insurance contracts and aims to examine the origins, functions and role of insurance generally and of marine insurance in particular as well as their linkages with risk taking as the main catalyst for commercial ventures and economic development. The issues covered in this part will include: an introduction to the marine insurance law and practice; insurable interest in the subject-matter insured; the doctrines of utmost good faith, disclosure and representations; warranties; perils covered by the marine insurance policy; claim for indemnity.

7FFLA040 LAW OF INTERNATIONAL FINANCE 1

Pathways: International Business Law, International Financial Law

Assessment pattern: take-home exam to be taken in a 24-hour window.

This module (together with the International Finance 2 and the International Finance 3) is focused on the major transactions carried out by investment banks, transnational banks and multinational corporations in the vast global financial markets which have developed in

London, New York and Tokyo in recent years as well as in locations such as Singapore, Hong Kong, Frankfurt, Paris and Sydney. It is designed to examine the legal structures used in these transactions and the complex legal issues arising in the context of these transactions due to their transnational and multijurisdictional nature. Law of International Finance 1 is designed to cover the following major transactions * International Syndicated Loans * International Bonds and MTNs * Convertibles * GDRs. Regulatory law of the US and of the European Union which affects primary issues in the international capital markets will also be examined.

The three modules on the Law of International Finance are not designed to cover domestic banking law or company law in the UK or elsewhere nor is it concerned with the law affecting international trade. The orientation of this module is entirely practical and is designed to enable you to practice as a lawyer in the global financial markets whether as an attorney in the global law firms or as legal counsel with investment banks, transnational banks and multinational corporations engaging in these transactions.

7FFLA056 TAXATION OF BUSINESS ENTERPRISES

Pathways: International Business Law, International Tax Law

Assessment pattern: 3-hour exam.

Taxation is a key factor in business decisions, and how to raise tax from businesses without damaging the economy is a central element in all government's policy.>

In this module we will examine the taxation of businesses under UK income tax, corporation tax and capital gains tax. We will also consider, to a lesser extent, VAT, the UK interaction with foreign taxes, and stamp duty.

Although it is based around the UK tax system, the module deals with questions about the taxation of businesses that face all tax systems. Its object is to provide a solid grounding in the principles of the taxation of businesses, and the main rules will be studied in depth in the context of those principles

7FFLA059 UK COMPETITION LAW

Pathways: Competition Law

Assessment pattern: 3-hour exam, open book.

This module is concerned with the control of private economic power through the competition laws in the UK. Those laws are contained primarily in the Competition Act 1998 (as amended) and the Enterprise Act 2002. The landscape for competition law enforcement in the United Kingdom has changed out of all recognition in the last few years. Articles 101 and 102 of the EU Treaty are directly applicable in the UK, and, in certain circumstances, the domestic authorities and national courts are obliged to apply them. However, there is also a substantial body of competition case-law and decisional practice in the UK.

The purpose of this module is to consider the rationale, scope and application of the Chapter I and II prohibitions in the Competition Act 1998 (which broadly correspond to the Articles

101 and 102 EU). It will also examine distinct features of UK competition law, including concurrent enforcement by sector-specific regulators of the Competition Act 1998 and market investigation references, the domestic merger control regime, super-complaints, and the criminal cartel offence under the Enterprise Act.

No previous knowledge of the subject is required.

The module is taught in weekly seminars; you are encouraged to actively engage with the issues being addressed.

7FFLA061 US ANTITRUST LAW

Pathways: Competition Law

Assessment pattern: 3-hour exam.

This module examines the US federal antitrust laws, the world's oldest sophisticated competition regime. You study the core antitrust provisions, chart the evolution of the law and examine the different factors which have led the law to its current provisions. The module introduces the antitrust laws and their objectives prior to considering how they apply to horizontal and vertical agreements, unilateral conduct and mergers and how they interface with IP law. It also examines how the laws are enforced. No previous knowledge of the subject is required.

The module is taught in seminars; you are expected to come to class having completed the reading and are encouraged to actively engage with the issues being addressed.

7FFLA069 EU TAX LAW

Pathways: European Law, International Tax Law

Assessment pattern: 3-hour exam.

This module examines the impact of EU law on taxation in the Member States. It examines the sources of EU law and its conceptual framework; considers harmonisation measures that have impact on taxation, including the direct tax directives designed to eliminate cross-border distortions and the application of the State Aid rules to taxation; and concludes by examining the impact of the Treaty freedoms of movement on the Member States' direct taxation rules as revealed through the Courts' case law.

7FFLA076 PRIVACY AND INFORMATION LAW

Pathways: European Law, Intellectual Property & Information Law

Assessment pattern: 50% of the total mark from a 2-hour exam, 50% of the total mark from a 5,000 word essay.

The module concerns the impact of information technologies on the private lives of individuals. The digitisation of information has brought about a multitude of data harvesting and processing technologies that now operate on a global scale. Information processing has become essential not just to finance and commerce, but also to advances in public health, education, crime prevention and economic growth.

In this module, you will study the legal concepts and rules that are used to determine the limits of personal autonomy and consent in the new world of 'big data'. It will focus on rights to privacy and confidentiality as well as countervailing rights and interests in freedom of speech, public order and security and collective wellbeing. We will also examine laws that enable individual access to personal information, such as freedom of information law, and other means of controlling personal information. The module will focus on European legal standards, including their implementation in member states and states outside the European Union, as well as comparison with alternative legal models and concepts, such as those prevailing in the United States and China.

7FFLA077 EU FINANCIAL REGULATION

Pathways: European Law, International Financial Law

Assessment pattern: 3-hour exam, open book.

This module explores the new financial regulatory architecture of the European Union and its economic governance. This is an area, in which the EU has only recently asserted more centralised control, mainly due to the financial problems of financial institutions and Member States following the recent financial crisis. The course will discuss the evolution of financial harmonisation law in the Union, the new institutional architecture of the European Supervisory Authorities, as well as the regulatory and enforcement tools at their disposal.

In addition, the module will discuss the efforts of the European Union to strengthen its economic governance, in particular within the Eurozone. It will analyse the regulatory arrangements and institutional structures within and outside EU law (Banking Union, European Financial Compact, European Stability Mechanism). Students will discuss the constitutional constraints of the system, its practical operation, and the policy choices and challenges behind the new regulatory regime.

This module is of considerable practical relevance to practising lawyers in the financial services industry, but also for those who are interested in the constitutional and administrative law problems which the new regulatory regime raises.

7FFLA079 LAW AND SOCIETY IN CHINA

Pathways: Transnational Law

Assessment pattern: 30% of the total mark from a 3,000 word collaborative report, 70% from a 7000 word essay.

This one-year (40 credits) module will provide students with a foundation in law and society in the People's Republic of China ('China'), as one of the most important, but also challenged and challenging, legal-political systems in the world today. Our objective is to facilitate, over the course of the academic year, a critical understanding of how law operates in Chinese society, and to prepare students for future engagement with Chinese law in various professional contexts. Specific topics to be addressed will include the role of law in Chinese history; the legacy of Mao Zedong and legal reform in the post-Mao era; central aspects of the judicial process, dispute resolution systems and access to justice; the basic

principles of private, commercial and administrative law; central issues in criminal justice; the role of civil society and human rights advocacy; and transnational aspects of rule of law development in China. A central claim underlying the design of this module is that these topics should be studied in their entirety and in context.

7FFLA525 REGULATION OF THE CONDUCT OF MERGERS & ACQUISITIONS

Pathways: International Financial Law

Assessment pattern: 2-hour exam, open book.

Accountants, investment bankers and transactional lawyers are the three professional advisors that play significant roles in M&A transactions, which are increasingly becoming established features of most advanced capitalist systems.

This module focuses on the routes by which outcomes (the takeover or merger) are structured and it provides a comprehensive examination of how the conduct of these transactions is regulated in the UK, especially in light of the implementation of the Takeovers Directive on 20 May 2006. It will entail the exposition of the Takeover Code's General Principles and Rules through cases decided by the Takeover Panel, in addition to relevant judicial authorities. The study of this jurisprudence will be a major theme of the module, whilst providing a strong theoretical underpinning to the subject.

Although the emphasis will be on regulation under Takeover Code (from which the European Directive draws many of its provisions) the module will also, in appropriate areas, consider different approaches to the subject under Federal and State regulation in the United States.

7FFLA559 EU ENVIRONMENTAL LAW

Pathways: European Law

Assessment pattern: 3-hour exam, open book.

EU environmental law explores the 'environmental acquis' of the European Union and how EU law in general deals with environmental problems. The European Union sets the policy agenda in many areas of environmental regulation, and is known internationally as a 'green giant'. EU law creates a unique governance framework for environmental problems, which are often transboundary in nature and thus particularly suited to a system of multi-state governance. Particularly through its court, the EU has been a forum for regulatory innovation, experimentation and progressive environmental law. This module covers a wide range of environmental problems, from climate change and air quality to water law and nature conservation, and considers the EU law regimes relating to these problems and how they fit into EU law more broadly. This course is taught partly at King's and partly at Francis Taylor Building, one of the leading sets of barristers practising in the field of EU environmental law.

20 Credits (half year modules)

7FFLA018 EUROPEAN INTERNAL MARKET

Pathways: European Law

Assessment pattern: 3-hour exam.

The concept of a common market involves the elimination of all obstacles to intra-community trade in order to merge the national markets into a single market bringing about conditions as close as possible to those of a genuine internal market' (Schul, 1982). The module, by focusing on the development and application of the principle of free movement, assesses whether those objectives have been fully achieved. The structure is firmly grounded on the four fundamental freedoms: goods, persons, services and capital.

Each of the freedoms is thoroughly analysed with reference to the case law of the European Court of Justice and to relevant legislation. 'Exemplary' areas such as financial services, food law or the regulation of monopolies are also included. Particular attention is devoted to the debate on whether the same criteria and principles may be applied to the whole of the internal market and to the degree of convergence of the economic freedoms in EU law.

7FFLA021 FINANCIAL RISK STABILITY & REGULATION

Pathways: International Financial Law, Transnational Law

Assessment pattern: 3-hour exam.

This is the foundation module in financial risk and financial regulation. It explains what modern commercial banks and investment banks do, what products and services they develop and offer (now usually at the international level), what risks they take, what the legal and regulatory concerns are in terms of their operations, risk management and client protection, and how modern law and regulation attempt to deal with these matters.

The further subject is the operation of the modern financial markets in bonds, equities and derivatives, the manner in which these investments are now issued, traded and held; the trading, custody, clearing and settlement of these financial products; and the modern legal frameworks that operate in this connection and the regulatory principles that apply.

Finally the principle issues and concerns in investment management will be discussed as well as the regulatory regime concerning this activity.

This module is practical as well as conceptual. You do not need prior knowledge in the field of modern finance.

7FFLA034 INTERNATIONAL REFUGEE LAW

Pathways: Transnational Law

Assessment pattern: 5,000 word essay.

This course sets out to undertake a critical review of the evolving strategies for protection of the refugees under international, regional and domestic law, with particular reference to transnational legal decisions from across the world. It will examine the origins and evolution of refugee law, who is protected by international, regional and domestic refugee law, why the protection does not extend to wider groups of people (e.g. environmental refugees), and will assess the scope and limits of refugee rights. As wars rage in the Middle East and beyond, it will consider the various legal and policy impediments to asylum-seeking, who is admitted and who is not, and how transnational developments and initiatives can assist in the protection of forced migrants. Refugees are the leading trans-border issue in the world today. Yet, there is no world refugee court that can hand down authoritative decisions on refugees. All major human rights violations, such as human trafficking, religious affiliation and conscientious objection, sexual orientation and gay rights, sexual violence and female genital mutilation, and indiscriminate attacks against civilians in 'war zones' – affect refugees and determine their numbers world-wide. Each of these issues requires transnational solutions and will be considered in this module.

7FFLA058 TRANSNATIONAL & COMPARATIVE COMMERCIAL AND FINANCIAL LAW

Pathways: International Business Law, International Financial Law, Transnational Law

Assessment pattern: 2-hour exam.

This module is set against the background of the internationalisation of the flow of goods, services and capital. It studies the private law response to this development and the emergence of trans-national commercial and financial law as a new *lex mercatoria* to support these flows. In this context, the creation of a new legal order is discussed and the spontaneous development of an independent international normativity in it, the sources of law that become relevant in this connection and the hierarchy amongst them.

The function and approaches of official or unofficial international bodies in the formulation of industry practices, like the ICC in the Incoterms and UCP, of Unidroit and Uncitral in the formulation of uniform law like for the international sale of goods and receivable financing, or of groups of academics in the formulation of principles, like those of contract and trust law, will also be discussed. Their findings will be compared with those adopted in the US, especially in the Uniform Commercial Code.

At the academic level, this module will study the operation of the major legal systems, especially those of Common and Civil Law. At the practical level, it will consider the details especially of the modern laws of contract, sales, agency, payments, personal property, trusts, secured transactions, conditional sales, financial leases, repurchase agreements, factoring, securitizations and financial derivatives including swaps.

7FFLA063 WORLD TRADE LAW

Pathways: International Business Law, International Dispute Resolution

Assessment pattern: 2-hour exam, open book.

The premise of this module is that world trade law, as a specific sector of international economic law, is developing so rapidly and is increasingly occupying such a central role in

international law that it merits separate treatment in a full LLM subject. The study of the subject will focus on the law of the World Trade Organization, within several contexts: political, economic, other instruments and rules of international law-making, and jurisprudential. As such, the study of world trade law will be a lens through which the role and position of law in the evolution of globalisation can be looked at and analysed. By learning to use that lens you will at once acquire practical legal knowledge and a firm conceptual framework of analysis.

The module looks at the various areas of WTO law, including institutions, dispute settlement, essential GATT principles, the TBT and SPS Agreements, trade protection, trade in services, intellectual property protection, treatment of developing countries, and constitutional issues such as the relationship with other international law and with domestic law.

7FFLA066 INTERNATIONAL INVESTMENT LAW

Pathways: International Business Law, International Financial Law, International Dispute Resolution

Assessment pattern: 2-hour exam, open book.

The module covers the key components of the public international law related to the protection of foreign investment. Reference is made to relevant customary and conventional international law (particularly bilateral investment treaties), as well as to relevant regional and municipal law. The module is concerned with the substantive normative framework of the international law relating to foreign investment (procedural aspects are addressed in the course on International Commercial Arbitration). It also addresses the key legal obligations of the host State (MFN, National Treatment, Expropriation, Fair and Equitable Treatment, Transparency) as well as the legal obligations of the foreign investor. Policy considerations underlying this area of the law will also be examined.

7FFLA067 TRANSNATIONAL CORPORATE RESTRUCTURING

Pathways: International Business Law, International Financial Law, Transnational Law

Assessment pattern: 70% of the total mark from a 2-hour open book exam, 30% from a 1,000 word essay.

In a world which is dominated by global trading and free movement of capital and investment it is very likely that insolvency proceedings will not be hermetically contained in a single jurisdiction. Large multinational companies will often conduct business via a multitude of subsidiaries and branches in a number of different jurisdictions worldwide. Thousands of shareholders and debt investors may be scattered around the world. Even small and medium sized companies may have had dealings with parties from other countries, or may own or have interests in property which is located in different jurisdictions. Liabilities may be owed to parties domiciled in a different country from that of the debtor; or the relevant obligations may be governed by foreign law; or may be due to be performed abroad. These situations give rise to complex issues in respect of conflict-of-laws as well as the substantive law of insolvency and reorganisation.

The module is set against this background. In the first part of the module important issues of substantive corporate insolvency law will be analysed on a functional and comparative basis, taking into account the laws of major Western economies (US, UK, Germany, France). Over the last decade the three European jurisdictions under consideration have substantially reformed their insolvency laws (Germany in 1999, UK in 2002, France in 2005 and again in 2008/09). Chapter 11 of the US Bankruptcy Code has in many respects influenced these reforms and facilitated the rise of the rescue culture in Europe. Accordingly, particular emphasis will be put on the law of corporate reorganisation inside as well as outside formal proceedings (workouts). Despite this remarkable trans-Atlantic convergence, substantial differences remain, not least resulting from the interaction of corporate insolvency law with other areas of law such as company law, contract law and property law. We will trace these differences and try to explain them in the light of their social and economic contexts.

In the second part, the module will focus on the national and international instruments dealing with the conflict-of-laws issues in transnational corporate insolvency and reorganisation: the European Insolvency Regulation, the UNCITRAL Model Law on Cross-Border Insolvency, its implementation in the UK and the US, as well as Domestic Jurisdiction in the United States. The issues of jurisdiction, recognition of foreign proceedings, judicial cooperation in concurrent proceedings and the applicable law pursuant to these instruments will be studied, both from a theoretical and a practical perspective.

7FFLA078 INTERNATIONAL PRIVATE EQUITY FINANCE

Pathways: International Financial Law

Assessment pattern: take-home exam to be taken in a 24-hour window.

The aim of the course is to provide students with knowledge of the law relating to a major financing mechanism in global financial markets and which is a major practice area of the global law firms in the leading financial centres.

7FFLA081 TRANSNATIONAL LAW: ACTORS, NORMS, PROCESSES - FOUNDATIONS AND PERSPECTIVES

Pathways: Transnational Law

Assessment pattern: 10% of the total mark from oral participation in class, 10% of the total mark from a 600 word reaction paper, 80% of the total mark from a 4,000 word essay.

Practicing lawyers are often confronted with the limitations of having to rely on precedent or legislation when advising clients in areas of “new” law, or where court decisions and statutory regulations are not yet sufficiently available. While this might be due to the fact that the law – in a domestic setting – is only slowly awakening to a recently emerged regulatory problem, this governance lag is amplified in the context of transnational activities, where issues of sovereignty, jurisdiction and forum pose additional obstacles to the creation of effective legal regulation. Practically speaking, lawyers in such cases frequently resort to team work, to experts, stakeholders and other relevant parties ‘on the ground’, eventually shifting their strategy from litigation to a combination of legal consultancy, advocacy, coalition building and even public awareness building. This type of lawyering requires considerable flexibility, competences and resources, which are not readily available to every lawyer. From a theoretical perspective, the lawyer might find

herself overwhelmed by what can be the technical, cognitive as well as the moral complexity of the case setting she is working on.

At the centre of the module is the shift away from training lawyers in learning and interpreting the law primarily through the study of jurisprudence (case law as in the common law tradition) or through the interpretation of statutory law (legislation – civil law tradition). Instead, students are invited to take on the perspective of the lawyer, advocate, activist who is involved in “building” a case from a set of diverse, inchoate and constantly evolving facts and data. This reversal of perspective is a crucial element in confronting students as future practitioners with the real-world challenges of an effective ‘access to justice’.

Assuming the position of legal practice and rights advocacy, students immerse themselves into a case from the “bottom up” by identifying and negotiating the affected and involved interests, finding and navigating the applicable law, including – possibly – soft law, codes of conduct, social norms etc, and developing a legal interest representation strategy (“LIRS”). In contrast to giving legal advice to a client in a more or less confined and concrete legal question regarding, say, liability, entitlement, conviction or acquittal, the development of a LIRS might include a variety of avenues, including but not limited to designing a litigation or defence strategy, to the enhancing of legal and political rights, to engaging in coalition and public awareness building or to contributing to a sustainable stakeholder interest representation process.

7FFLA082 HUMAN RIGHTS IN WAR TIMES: ARMED CONFLICT, MILITARY OPERATIONS AND POST-CONFLICT JUSTICE

Pathways: Transnational Law

Assessment pattern: 15% of the total mark from an in-class presentation, 85% of the total mark from a 5,000 word essay..

The last twenty-five years have seen an increased involvement of Western states in military operations abroad, including peace-keeping missions, military action in the so-called ‘war on terror’ and several instances of ‘humanitarian’ or ‘pro-democratic’ intervention in various parts of the globe. In parallel, as a response to abuses committed during such operations and as a result of the calls for greater accountability by NGOs and civil society, domestic courts and international monitoring bodies have progressively provided greater scrutiny of the conduct of States engaged in military action abroad, an area traditionally thought to be mostly beyond the scope of judicial control. Over the past decade, domestic and international case law has progressively extended the scope of application of international human rights standards in order to ensure protection of individuals not taking part in the hostilities, combatants and ‘enemy fighters’, and, more recently, members of the armed forces vis-à-vis their national State.

The application of human rights standards in the context of armed conflict and related complex emergencies raises a number of challenging theoretical, moral and practical issues; the subject area is one of some complexity, located at the intersection of international human rights law, international humanitarian law, the jus ad bellum and United Nations law. It is an area which remains in a state of flux and is a particular target for strategic human rights litigation and advocacy activities by NGOs.

The module explores this increasingly important area of law and assesses the role and effectiveness of international human rights law instruments and mechanisms as instruments of protection in times of conflict. Part 1 of the module examines a range of 'threshold' questions, including the applicability of human rights law in times of war; the relationship of human rights law with international humanitarian law and other branches of international law, and the extraterritorial applicability of human rights treaties, Part 2 then examines, through the medium of case studies, the way in which selected human rights are applicable during armed conflict, and the remedies available post-conflict in order to ensure justice and adequate reparation for the victims of violations.

7FFLA083 SOCIOLOGY OF LAW, LEGAL CULTURE AND TRANSNATIONAL CHALLENGES

Pathways: Transnational Law

Assessment pattern: 15% of the total mark from three 600 word reaction papers, 85% of the total mark from a 5,000 word essay.

Transnational legal studies map the emergence of new forms of law aimed at addressing a range of complex socio-economic and political trans-border problems. These problems have emerged against the backdrop of shifts in nation states' regulatory governance patterns wherein non-state actors play a crucial role by articulating social norms, policies and processes leading to the production of a densely plural legal field of which formal state law is only one, albeit significant, element. Socio-legal scholars engaged in the study of sociology of law, legal pluralism and legal cultures have long been preoccupied with the study of these aspects of the law within the domestic context. To elaborate, the sociology of law is the systematic, theoretically grounded, empirical study of law as embedded in society. Sociologists of law empirically examine and theorise the interaction between law, legal, non-legal institutions and social factors. Increasingly, sociologists of law also understand law sociologically so that they are not merely preoccupied with the study of law and society but of law in society. Areas of socio-legal inquiry include legal pluralism, the social development of legal institutions, forms of social control, legal regulation, the interaction between legal cultures, the social construction of legal issues, the 'law in the books' and the 'law in action',

7FFLA085 THE TRANSNATIONAL REGULATION OF GLOBAL NETWORKS

Pathways: Transnational Law

Assessment pattern: 15% of the total mark from a reaction paper, 85% of the total mark from a 5,000 word essay.

The module addresses the challenges that have long been arising for national governments and international organizations in effectively regulating border-crossing activities. Taking a historical as well as conceptual perspective on both legitimate and criminal activities, we will study key areas of transnational networks and regimes in order to identify the scope as well as the limits of law in governing private transnational actors. By looking at examples of global networks drawn from the present and the past, e.g. diamond traders, merchants of the Northern Mediterranean Sea, mafias, and pirates in the early 18th century, it will become apparent how a traditional, state-based 'top-down' approach in legal regulation often proves insufficient.

The core reason for taking this historical-conceptual view is to critically investigate an ever faster developing reality of transnational private regulatory activity, ranging from food security to technical standards, from credit ratings to poverty levels, or from minimum capital requirements to educational standards. In view of the persisting 'democracy deficit' on the global level in such a wide range of hotly contested and sensitive regulatory areas, lawyers need to develop a better understanding of how transnational regimes operate, regulate and govern. For each of these global networks, the students will be asked to focus on the nature and content of the norms developed within these networks, as well as the processes through which these norms are enforced at a transnational level.

7FFLA086 INEQUALITY, HUMAN DEVELOPMENT AND THE RULE OF LAW IN TRANSNATIONAL PERSPECTIVE

Pathways: Transnational Law

Assessment pattern: 15% of the total mark from an 800 word reaction paper, 85% of the total mark from a 5,000 word essay..

Our world has never been richer and has plenty of resources and technology to satisfy its whole population's basic needs. If equally distributed, the gross world product (GWP) of 2013 (\$87.25 trillion) would allow for each world citizen more than \$13,000 a year, that is, over 28 times the World Bank extreme poverty threshold of \$1.25 a day. The reality however, is that more than a billion people are still below that threshold, almost half of the world population is below the higher poverty threshold of \$2 a day, and more than 80% are below the vulnerability threshold of \$10 a day. This is in great part due to the model of regulation of economic development adopted in most parts of the world, and in the global system as a whole, which, as argued recently by French economist Thomas Picketty in his celebrated book 'Capital in the 21st Century', sustains an extremely unequal distribution of income and wealth.

What are the moral and legal implications of this state of affairs, in particular from the perspective of development and the rule of law? Is development simply economic growth, as measured by GDP? Can inequality and development coexist? Are inequality and poverty a violation of human rights? Can the rule of law survive in a highly inegalitarian environment? What, if anything, can/should law (and lawyers) do to fight poverty and inequality? What is the role of global law firms and of an increasingly transnational legal profession in these border-crossing processes of economic development, institutional, financial and legal assistance?

This module focuses on the very concrete legal, economic, political as well as ethical challenges that lawyers face when working in this context. The materials studied in the course - cutting-edge development scholarship, policy papers, economic, sociological and political analysis and reports from NGOs and international organisations - will enable the practicing lawyer or legal advisor in international law and development to understand and approach intricate development issues from a solid theoretical and empirical perspective. The engagement with these complex materials will always occur with concrete legal problems and policy challenges in view, allowing for a highly practice-relevant study of international law and development "in context".

The module will also introduce students to the short but rich history of the field of 'law and development' since its origins in the 1960s. This historical background is crucial for an understanding of the challenges the field is facing today. The module starts with an introduction to the debates on the concept of poverty and inequality, their measurement and an analysis of the most recent data. It turns then to the idea of development and the current challenges to the narrow definition of development and growth as merely economic. Drawing on the work of some of the world's most renowned economists and law & development experts, we will discuss the concept of human development and the contested concept of human rights, with a particular focus on both political and socio-economic rights, such as political participation, the right to health, education, housing and an adequate standard of living. The course then turns to an investigation of the intricate and very vividly discussed relationship between the idea of the rule of law and development, in the light of persisting global inequality. The module aims to engage with this evolving debate and also investigate current transnational legal efforts, especially in the field of human rights advocacy and litigation, to fight poverty and inequality. Special attention will be given here to the growing expertise and insights fast emerging from developing countries themselves on the impact of development efforts, including the judicialization of politics in many countries, in particular Latin America, South Africa and Asia, in the field of socio-economic policy.

7FFLA087 TRANSNATIONAL AND INTERNATIONAL CRIMINAL LAW

Pathways: Transnational Law, International Dispute Resolution

Assessment pattern: 20% of the total mark from a reaction paper, 80% of the total mark from a 5,000 word essay.

Criminal law is no longer confined to dealing with crime within national borders. Genocide, crimes against humanity, war crimes and the crime of aggression carry individual responsibility under international law. Crimes such as human trafficking, piracy, drug trafficking and terrorism have cross-border effects leading to legal responses at regional and international levels. As a result domestic criminal law must increasingly take account of both international (state-to-state) and transnational (states-and-private-actors) responses to criminal activity. This module provides an in-depth understanding of international and transnational criminal law from institutional, substantive, and comparative perspectives.

7FFLA090 TRANSNATIONAL CORPORATE GOVERNANCE: THEORIES, PROBLEMS, APPLICATIONS

Pathways: European Law, International Business Law, Transnational Law

Assessment pattern: 5,000 word essay.

With the globalization of corporate activity, capital movement and foreign direct investment, corporate governance has become a border-crossing concern and a contested field of debate on a global scale. At the same time, corporate governance rules and principles are increasingly being created and disseminated through a complex mixture of public, private, state and non-state based norm-making processes that involve different domestic, international and transnational actors. This module will study this fast-evolving regulatory landscape and provide students with a deeper understanding not only of the rules themselves but of the transnational political and economic conditions under which they are developing.

In the first part, the module will address different concepts of the corporation and of corporate governance from both a contemporary and historical perspective. The second part of the module will provide for a series of detailed studies of pressing issues in corporate governance regulation today by looking at both the 'hard' and the 'soft' law in these areas, including takeovers, hedge funds governance, rating agencies and corporate board composition.

The module exposes students to a variety of domestic, comparative and transnational bodies of law and norms and to a selection of cross-disciplinary debates that address the changing roles of corporate actors in a globalizing world. It is suitable for students interested in the transnationalization of corporate governance from both a practice perspective and a focus on the wider debates surrounding this lively regulatory field today.

7FFLA091 BUSINESS AND HUMAN RIGHTS

Pathways: Transnational Law

Assessment pattern: 5,000 word essay.

Media regularly report on the involvement of companies in human rights violations, for example, disasters in Bangladeshi clothing factories such as the collapse of the Rana Plaza factory in which over 1,000 employees died; suicides at the Chinese Foxconn company where mobile phone companies had their products manufactured, and FIFA being accused of corruption and the death of scores of workers building the stadiums for the 2022 World Cup in Qatar. This module includes various case studies of companies involved in human rights violations either through subsidiaries, business partners or the supply chain.

The existing legal framework to deal with these problems is limited and fragmented. In the US, the Alien Tort Statute provides a basis for litigation but in the Kiobel case, the US Supreme Court has substantially limited the Statute's scope. In Europe, particularly the UK and the Netherlands, companies are sued on the basis of domestic tort law, for example; Trafigura for waste dumping in Ivory Coast and Shell for polluting the Niger Delta. One of the questions addressed in this module, is what the future of US and European litigation is.

This module will also look into how the large gaps in the existing legal framework can be filled. So far, 'hard' law chiefly concentrates on companies' obligations to report about their human rights impact, while 'soft' law issued by international institutions (including the United Nations non-binding Framework and Guidelines and the OECD Guidelines) helps businesses to respect human rights. Moreover, governments nudge companies in the right direction in the context of trade missions, public procurement and export credit conditions. Companies also increasingly regulate each other, such as investors, pension funds, banks and insurers, investing in or financing business projects (and then, for example, applying the Equator principles). Finally, companies increasingly design their own Corporate Social Responsibility policies to ensure they respect human rights. This is a fast moving area of the law that is becoming of pivotal importance for companies, governments and human rights NGOs.

7FFLA503 CORPORATE GOVERNANCE

Pathways: International Business Law, International Financial Law

Assessment pattern: 2-hour exam, open book.

This module examines core Company Law and the regulatory framework and practice on corporate governance – the system (structure and process) by which companies are governed (i.e. directed and controlled), and to what purpose (i.e. what overriding value is promoted). Although some commentators allude to convergence in corporate governance, no global corporate governance model exists as yet. Companies operate primarily within boundaries prescribed by national laws and regulations whilst also ensuring that they are compliant with applicable extra-territorial norms. Consequently, a key objective of this course is to examine UK corporate governance regulation, as the primary model, against the background of other models that exist internationally.

Topics included are: the nature of corporate governance and foundational concepts such as corporate personality and limited shareholder liability; veil impairment and the constitutional ‘law’ of the company, directors’ duties; shareholder protection; effective board leadership; remuneration control; and shareholder engagement.

7FFLA515 LAW OF INTERNATIONAL FINANCE 2 - INTERNATIONAL PROJECT FINANCE AND LOAN SALES (PREREQUISITE: LAW OF INTERNATIONAL FINANCE 1, 7FFLA040)

Pathways: International Business Law, International Financial Law

Assessment pattern: take-home exam, to be taken in a 24-hour window.

This module is intended to be taken only in conjunction with International Finance 1 and will be taught as an adjunct half module covering in detail two major international banking transactions in the markets as its centrepiece. It will first examine the legal structures used in the financing of very large scale projects (some well over several billion dollars in value) in such areas as gas and oil exploration, infrastructure projects such as airports, harbours and mass transit railway systems. It will secondly cover the vast market in loan sales and trading including distressed debt.

This module will enable those interested in pursuing a career in the transnational banking world to explore in depth the legal issues that arise in relation to large scale projects in emerging markets and will also cover the legal instruments used to cover political risk in such emerging markets. The orientation of the module will be strongly towards students intending to practise in this field. The module will be taught in the second semester after you have obtained a grounding in International Finance 1.

7FFLA517 LEGAL ISSUES IN CORPORATE FINANCE

Pathways: International Financial Law

Assessment pattern: 2-hour exam, open book.

Accountants, investment bankers and transactional lawyers are the three professional advisors that play significant roles in corporate finance transactions.

This module focuses, from a UK legal perspective, on the two main sources of corporate finance. It deals with equity financing – the law that regulates its raising, maintenance and pay-outs from the corporate treasury, and with debt financing – forms of debt finance and security interests. It concludes by examining three major kinds of financial transactions that companies get involved in: secondary issues, debt equity swaps and private equity transactions.

7FFLA519 COMPARATIVE FREEDOM OF SPEECH

Pathways: Intellectual Property & Information Law

Assessment pattern: 15% of the total mark from three response papers, 85% of the total mark from a 2-hour exam.

This module offers students a comparative introduction to selected topics in the law of freedom of speech in the European Union (including both European human rights law and member state law with particular attention to English law) and the United States. Developments in legal rights to freedom of speech in other countries are included where particularly significant. The module principally concerns restrictions on the publication of words and images imposed to protect personal reputation or privacy or to safeguard national security and public order. The module places these legal and regulatory restrictions in various contexts, including changing social and political ideas about the purposes of free speech and its legitimate boundaries in liberal democratic societies and market economies; the effects of new communication and other information technologies and services on law and policy; and the significance of distinctively and sometimes radically different constitutionalised doctrines of freedom of speech not only as between European and American law but also with regard to other liberal democratic states.

7FFLA522 EU REGULATORY GOVERNANCE

Pathways: European Law

Assessment pattern: 2-hour exam, open book.

The EU, having started as an organization of six Member States focused on economic integration, has evolved into a Union of 28 Member States affecting almost all elements of the exercise of public power in a modern society through its regulatory activities. The aim of this module is to provide students with greater insight into regulatory governance of the EU. The module will discuss the wide variety of processes by which the Union sets its regulatory objectives and implements them. It will also provide an assessment of the complex organisational structures and regulatory instruments used to achieve the Union's regulatory objectives. The interaction between the Union and national authorities, as well as the role of private parties will be of particular importance. The module also considers more unconventional organisational structures, procedures and regulatory tools as well as their legitimacy and effectiveness. It will also examine to what extent Union law can be effectively enforced.

The module will be of interest to students who want to understand the theory and practice of EU regulation in particular, but also transnational regimes more generally. The module is of direct benefit for students who want to work in Union institutions or in consultancy

firms. It is also of considerable benefit for those students who want to work in private legal practice, which often presupposes a good knowledge of the regulatory framework in which Union law operates, be it competition law, financial law or corporate law.

7FFLA527 GLOBAL LAW OF CLIMATE CHANGE

Pathways: International Dispute Resolution, Transnational Law

Assessment pattern: 15% of the total mark from an in-class assessment, 85% of the total mark from a 2-hour exam.

This module is a survey course in the law of climate change with a global focus. There is no single body of law that applies to the global problem of climate change. On the one hand, existing legal principles and frameworks apply to aspects of climate change; on the other hand, bespoke regulatory regimes are being created at various jurisdictional levels to deal with the detrimental features of climate change. Furthermore, courts and other adjudicative bodies are places in which social conflicts caused by climate change surface and manifest as legal problems. As a lawyer, this situation can be hard to get to grips with. The course aims to meet that challenge by appraising the multi-level governance, laws and disputes that relate to climate change, and by exploring the methodologies that lawyers can use in critically analysing different but intersecting regimes. The course will consider selective domestic, regional and international laws and governance frameworks that apply to the problem of climate change and the disputes it generates. These will include a focus on the UN Framework Convention on Climate Change and Rio Principles at the public international law level, as well as judicial decisions and regulatory approaches from various jurisdictions around the world, and informal governance mechanisms that operate transnationally. Students will be involved in debates and case studies throughout the module, acting in teams or firms to become familiar with and apply the diverse body of law that relates to climate change problems across legal cultures.

7FFLA530 CURRENT DEVELOPMENTS IN INTERNATIONAL DISPUTE RESOLUTION

Pathways: International Dispute Resolution (compulsory module)

Assessment pattern: two 3,000 word essays which are to be submitted simultaneously.

Few areas of the law develop as quickly as international dispute resolution. International arbitration tribunals, international courts, European courts and national courts hand down hundreds of awards and judgments a year that push the field forward. It has become both increasingly important and increasingly difficult to stay on top of the recent case law. This module will ensure that students are informed about the most significant developments in the case law in this area. At the same time they will learn how to present cases in a concise and meaningful manner to inform colleagues about recent developments, a skill that will be vital for their future work, whether in law firms, courts, or governments. In every session, students will present three cases selected by the module organisers. No presentation should be longer than 10 minutes and students will have to answer the questions posed by the module organisers and their colleagues.

7FFLA534 INTRODUCTION TO INTERNATIONAL DISPUTE RESOLUTION: MECHANISMS BETWEEN PRIVATE PARTIES

Pathways: International Dispute Resolution (compulsory module), Transnational Law

Assessment pattern: 2-hour exam, open book.

This half-module, which students take together with the half-module on mechanisms under international and European law, will be dedicated to mechanisms that are traditionally considered to be part of “private” law. This will entail a review of the dispute resolution mechanisms that are used internationally in order to solve “private” disputes, typically those arising in the business world: negotiation, mediation, arbitration and litigation. Focus will be placed on the use by international private actors of these different modes of dispute settlement. A comparative approach will be adopted with respect to international litigation in order to contrast differences and highlight common features.

7FFLA537 VALUE ADDED TAX

Pathways: European Law, International Tax Law

Assessment pattern: 2-hour exam.

Value Added Tax is an increasingly important tax in the UK and throughout the EU. Not only does it generate a large amount of revenue for governments, its character as a European tax makes for interesting case law and controversy within domestic systems.

This module considers the nature of VAT as a tax and considers the system of VAT as implemented in the UK. It considers the various elements of the tax and how the tax has developed in response to EU movement and pressure.

As well as gaining a comprehensive understanding of VAT in the UK, the aim of the module is to provide you with the tools to be able to comprehend other systems of VAT in Europe and also to understand why what seems like a simple tax has proved so complicated in the EU.

7FFLA538 INTRODUCTION TO INTERNATIONAL DISPUTE RESOLUTION: MECHANISMS UNDER INTERNATIONAL AND EUROPEAN LAW

Pathways: International Dispute Resolution (compulsory module), Transnational Law

Assessment pattern: 2-hour exam, open book.

In this half-module, which students take together with the half-module on mechanisms between private parties, students will learn about the “public” side of international dispute resolution, comprising diplomatic means of dispute settlement and legal means, such as European Courts, the International Court of Justice, the International Tribunal for the Law of the Sea, the World Trade Organisation dispute settlement system and arbitration.

7FFLA545 ORAL ADVOCACY IN INTERNATIONAL DISPUTE RESOLUTION

Pathways: International Dispute Resolution

Assessment pattern: 15% of the total mark from class participation, 85% of the total mark from the oral performance at the end of the module.

Oral advocacy plays an important role in international dispute resolution. Nevertheless, it is rarely taught and few professionals outside of the British bar can claim significant expertise.

During this half-module, which will be taught as an intensive seminar during the reading week with a 2-hour preparatory session before, students will learn about the role of oral advocacy in international dispute resolution using an international arbitration as an example. Following the structure of an international arbitration, they will learn about advocacy in the different stages of a dispute (jurisdiction, opening submissions, interim measures, witness and expert cross-examination, closing submissions), watch and discuss performances available on the internet and practice their own advocacy skills. Participation is limited to 20 participants. In case of over-subscription places will be assigned on the basis of students' CVs. Pleadings of participants will be filmed.

7FFLA548 LAW OF INTERNATIONAL FINANCE 3 - SECURITISATIONS DERIVATIVES AND CDOS (PREREQUISITE: STUDENTS MUST ALSO TAKE 7FFLA040)

Pathways: International Business Law, International Financial Law

Assessment pattern: take-home exam, to be taken in a 24-hour window.

This module is intended to be taken only in conjunction with International Finance 1 and will be taught as an adjunct half-module. It will be useful if you are interested in a career as a lawyer in global investment banking in the financial markets and will seek to provide in depth coverage of the law and legal issues in derivatives and credit derivatives the most modern and complex of financial transactions which have seen an explosive growth in the past few years – estimated to be 200 trillion dollars by the Economist. It will also cover asset securitisations including loan securitisations as well as synthetic structures using credit derivatives. The orientation of the module will be strongly towards the students wishing to practise in this field. The module will be taught in the second semester after you have obtained a grounding in International Finance 1.

7FFLA552 PATENTS AND TRADE SECRETS

Pathways: Intellectual Property & Information Law

Assessment pattern: 2-hour exam, limited open book.

The aim of this module is to provide you with a detailed understanding of European and UK patent law and the UK law of confidential information (or trade secrets), with particular reference to new technologies, such as biotechnology and information and communication technologies. The key features of European and UK patent law – registration, validity, infringement, exploitation and enforcement - will be examined, taking into account theoretical, policy and practical perspectives. The module will also cover recent developments to the UK law of confidence, both in relation to commercial information (trade secrets) and privacy. It is not essential to have a prior knowledge of patent law or trade secrets.

7FFLA553 INTRODUCCION TO TRANSNATIONAL LITIGATION

Pathways: International Dispute Resolution, Transnational Law

Assessment pattern: 2-hour exam, open book.

This module tracks the process of transnational litigation from initiation to enforcement. It indirectly provides an introduction to the structure of, and the demand for, international arbitration. The angle of study will be comparative, with examples and cases drawn from common law and civil law systems, particularly the United States and France. Subjects such as jurisdiction, forum non conveniens, anti-suit injunctions, forum selection clauses and choice of law clauses will be investigated. Particular attention will be given to the procedural and substantive challenges raised by transnational litigation from a practical standpoint. The module will therefore seek to initiate students to the complexities of transnational litigation from a comparative standpoint.

7FFLA555 COMMERCIALISATION OF INTELLECTUAL PROPERTY

Pathways: Intellectual Property & Information Law

Assessment pattern: 2-hour exam, limited open book.

Today, intellectual property rights (IPR) are potentially valuable assets. You look at ownership, commercialisation and value protection through dispute resolution and the licensing of patents and know-how, trademarks and copyright, as well as hybrid areas such as merchandising. Covered are: introduction to IP law; patents; know-how and trade secrets; plant varieties; copyrights; trademarks; registered and unregistered designs; IP due diligence in M&A transactions; IT/IS; IP valuation and taking security over IP; the internet and IP; antitrust and IP; protecting value.

7FFLA567 ADVANCED SEMINAR ON SELECTED TOPICS IN INTERNATIONAL ARBITRATION

Pathways: International Dispute Resolution

Students may enrol on this module only if they have prior knowledge of arbitration. Students registered for this module may not be registered simultaneously in International Commercial Arbitration.

Assessment pattern: 7,500 word essay.

Subjects that will be studied are: the delocalisation of international arbitration and its meaning, is there a new transnational arbitral order?; why want parties procedural flexibility and the elimination of appeals, consequences for the applicable law, its transnationalisation; where does it leave public order requirements, how do they interact at the national and transnational or EU level in Europe, powers of adjudication of international arbitrators in this area; the operation of parallel legal orders; differences between commercial, financial and foreign investment arbitrations; reasoning of international arbitrators; the issue of independence and impartiality of party appointed arbitrators, legitimacy, transparency and accountability; the problems with private dispute resolution in investment arbitrations, the

discussions in the TTIP, supervision of international arbitrators and preliminary opinions in public policy matters; arbitration as a business, consequences for its credibility, types or arbitrators, skills and integrity, reputation, does it matter.

7FFLA570 TRANSNATIONAL LAW AND TECHNOLOGICAL RISK GOVERNANCE: EXPERTISE, STANDARDS, LEGITIMATION

Pathways: Transnational Law

Assessment pattern: 10% of the total mark from class participation, 90% of the total mark from a 5,000 word essay.

Disputes about the desirability of promoting or forestalling new technologies invariably provoke debate about the need for regulation and the legitimacy of attempts to regulate technological development. These debates are, in essence, debates about how different, locally embedded societies, on the one hand, and the ‘global community’, on the other, seek to understand and manage technological risk. Although technological risk is typically associated with tangible harms understood in terms of harms to health and the environment, from a transnational perspective other collective harms that are associated with threats to cultural, political and moral norms and values that are often associated with contemporary technological innovation become equally visible. But because any assessment of both merits and dangers associated with such technologies is embedded in local values, however contested, pronounced or silenced, such assessments are always unstable. Hence attempts to identify, understand, and quantify these risks in order to devise a legitimate and effective legal and regulatory framework for “managing” those risks is fraught with difficulty.

The emergence of “new” technologies and the assessment of their merits as well as their risks are – inevitably – part of particular, contextualized and historically evolved traditions of societal evolution. As such, there is no objective or universal, even less a globally accepted consensus with regard to the up- or downsides of technological innovation. Instead, technological developments are deeply embedded in contested narratives of ‘progress’ and ‘growth’, narratives which are in part domestic and highly idiosyncratic while being also shaped by a range of border-crossing discourses including those around ‘development’ – in the past as in the present. Hence it is through this combination of local and transnational dimensions that the proposed module will examine a number of key areas in technological innovation. By adopting a transnationalised perspective on technological innovation which investigates how technological and human progress, development and risk are perceived at a concrete, local level whilst being embedded and shaped by global and transnational forces and dynamics, students will ultimately obtain a richer, contextualised and more realistic understanding of the ways in which these ideas evolve over time and space. By adopting a pluralistic transnational understanding of debates about technological innovation, attending to the underlying political economy that drives particular technological innovations within a broader geopolitical context and increasing calls concerning the need effectively to tame these trajectories, we may acquire a better sense of the implications of technological for democracy, liberty, justice and human flourishing.

This module provides students with an opportunity to explore attempts to regulate new and emerging technologies at the transnational level through a series of spatialized case study explorations across a range of technological applications that feature in contemporary

debates, with a view to critically interrogating whether, and to what extent, common themes and concerns can be discerned with a view to sketching the contours of an analytical framework that can illuminate both the challenges of regulating technology at the transnational level, and which might also serve to provide normative guidance.

7FFLA572 NEGOTIATION

Pathways: International Dispute Resolution

Assessment pattern: 5,000 word essay.

The module draws upon thirty years of interdisciplinary research in negotiation from the perspectives of law, economics, game theory, and social and cognitive-behavioural psychology.

It provides comprehensive theoretical background as well as training in analytical and interpersonal aspects of negotiation. It aims to address the requirements of modern legal practice, where effective legal work often entails negotiations in complex interpersonal settings involving multiple parties and multiple issues, and where deal-making, consensus building, and problem-solving frequently take the central stage.

The module explores the Principled negotiation model developed at Harvard Law School, as well as advanced interdisciplinary theory on negotiation, including the Three Tensions model and the insights from modern social, cognitive-behavioural and psychodynamic psychology.

In addition to the intensive reading, the students are expected to negotiate complex proprietary negotiation cases on a weekly basis. Case experience is used as material for class discussion and for explication of the relevant theory.

Attendance of the enrolled students will be mandatory.

7FFLA576 COMPETITION INTELLECTUAL PROPERTY AND THE MEDIA INDUSTRY

Pathways: Competition Law, Intellectual Property & Information Law

Assessment pattern: 2-hour exam, open book.

On this module, students will study the interaction of the laws of EU competition law on the one hand and intellectual property on the other as they affect commercial relations in the media industry.

By the end of the course, students will be in a position to demonstrate the following:

1. An understanding of the key features of the media industry and its value chain, the reasons for intellectual property protection and for competition law intervention.
2. An appreciation of how intellectual property protection can contribute towards a more competitive business environment in the media industry.

3. An understanding of the application of competition policy and rules to the development of the media industry and how it is balanced with intellectual property protection.

The ability to critically assess the case-law arising from the application of intellectual property and competition to concrete cases in the media industry

7FFLA579 EU PUBLIC PROCUREMENT LAW

Pathways: Competition Law, European Law

Assessment pattern: 2-hour exam, open book.

EU public procurement law has emerged as a major area of practice for EU lawyers, bolstered by the introduction of new enforcement procedures in 2009 and a growing volume of cases before the European and Member State courts. This module offers a comprehensive grounding in the EU regime. It covers:

- the policy objectives of the EU public procurement law regime and its foundations in the TFEU;
- the substantive rules relating to entities and contracts covered, award procedures, selection of bidders and contract award criteria;
- information disclosure requirements, in particular the European courts' evolving case law and the relationship with the general principle of transparency and Freedom of Information laws;
- the use of public procurement to further social, policy and environmental objectives;
- and enforcement mechanisms and practice throughout the EU, including the new Remedies Directive and Article 258 TFEU infraction proceedings.

No previous knowledge of the subject is required.

7FFLA583 INTERNATIONAL TAX LAW: TRANSFER PRICING

Pathways: International Tax Law

Assessment pattern: 2-hour exam.

Transfer pricing is the single biggest issue in international taxation for multinational business and tax administrations. The aim of this module is to critically and comprehensively analyse the legal issues pertaining to Transfer Pricing and is addressed to lawyers, accountants and tax policy-makers, whether in private practice, as in-house counsel, or government employees. The course takes a practical, transactional and multi-jurisdictional perspective and examines in depth the OECD Transfer Pricing Guidelines including the rules and Commentary of the OECD Model Tax Convention together with a detailed analysis of transfer pricing disputes and practice including the expanding body of case law.

7FFLA588 INFORMATION SOCIETY LAW

Pathways: Intellectual Property & Information Law

Assessment pattern: 2-hour exam.

The Information Age has transformed society. As mechanical systems powered by coal, steam and later oil and electricity gave us the Industrial Society, so now information and communication technologies (ICT) are giving us an Information Society – the society defining the 21st century.

To an extent, its law breaks down according to familiar technological systems – computers and networks. Cybercrime, specific kinds of intellectual property (e.g. open source software) and often overlooked but important technology-control regimes are thus investigated in a part of the course devoted to the *computer*. A part on *networks* in turn introduces general types of electronic communications network for regulatory purposes globally and then examines in particular the EU regulatory system applicable to network and service provision.

But there are further dimensions to Information Society Law. One is the administration of “*public good*” resources needed for telecommunications, from internet addresses and telephone numbers to the radio frequencies used to carry information over mobile, satellite and other networks. This distinct, transnational “resources” branch of law is today recognized as becoming ever more pivotal, as society becomes more and more dependent on the resources concerned and their management.

The relationship between the *Digital State and Citizen* intertwines issues of technology, security and liberty. How power and interests play out in this basic relationship will affect us all into the future. The student in this part of the course will also explore a third point in what has become a societal triangle: the role of corporations that control access to services and use of data. Some of today’s keenest legal debate revolves around this triangle’s themes and we will bring it into the classroom.

Finally, we will probe into *key legal challenges* raised by expanding new areas such as robotics, geoinformation, cloud computing and “Big Data”. And students will uncover *fundamental information society drivers* that “regulate” our world no less than – indeed, more profoundly than – many laws students are usually exposed to. It is vital for the student to understand the changing nature of law-making that such drivers entail; this will be an emphasis across the course’s teaching.

7FFLA589 ELECTRONIC COMMERCE LAW

Pathways: European Law

Assessment pattern: 2-hour exam.

This course examines the law and policy governing the development of e-commerce by primary reference to the European example. Under what is today the flagship Digital Market Strategy, EU law in this area is widely considered to lead the world, thanks to forward-looking legislation aimed at facilitating the uptake of electronic transactions. We shall examine this legislation especially in terms of its implications for the business itself as the reference point for analysis.

Starting with the Electronic Commerce Directive, we shall outline the general framework governing the “electronic transaction”. We shall then complement this framework by reference to key legal usages from practice such as e-procurement, adaptations to agency such

as escrow, and modes of intellectual property licensing, all of which are applicable in Europe and other parts of the world.

We shall next discover instruments available for use in e-commerce that have been introduced under EU legislation like electronic money and trusted third party authentication, and we shall compare these instruments to alternatives generated by the market such as Bitcoin and PIN codes.

We shall then turn to the central instrument for e-commerce, the domain name, and associated legal issues related to the website and e-mail. This part's content will include:

- discussion of the .eu Top Level Domain (TLD) system – which aims at creating, alongside the euro, an everyday manifestation of EU identity – in comparison with legal regimes applicable to other TLDs such as .com
- an examination of domain names dispute resolution, which will include in-class debate of significant .eu and other TLD cases in which Prof. Madders was himself arbitrator
- EU online privacy, commercial communication and data protection requirements.

Risk and its mitigation form a last taught part of the course. Discussion here includes EU information security requirements – an emerging branch of law in its own right – and review of EU competition law as applied to software-based services. New EU measures on online dispute resolution for consumers and aspects affecting international trade will be introduced, as well as aspects of freedom of speech and online criminal and tortious liability that an e-business may need to consider.

From the above it will be seen that, taking EU e-commerce law as its point of departure, this course encompasses a significant part of internet law. It in turn privileges attention to the player that most shapes practical use of the internet by focusing on the business. To reinforce that focus, this course includes an assessed practical project to develop an “e-business concept” that runs throughout the teaching semester. Through it, students taking this course will have a chance to “learn by doing” in a way designed to develop not only legal acuity in untangling legal issues but also the student's communication skills, potential for teamwork, and business acumen – all ingredients for later life.

The practical project format has over the years been a popular feature of the course and the main reason several students have taken it. It has been refined following students' own feedback.

7FFLA591 INTERNATIONAL MOOTING

Pathways: International Dispute Resolution

Assessment pattern: 50% of the total mark from an oral presentation, 50% of the total mark from a 3,000 word essay.

The International Mooting Module (IMM) is a 20 credit module offered to LLM students of all pathways at the Dickson Poon School of Law. The IMM is essentially a unique mode of delivery of principle substantive knowledge areas in international dispute resolution and relevant advocacy skills. The IMM syllabus covers key skills in oral and written advocacy

in international and transnational arbitration and adjudication, while adopting a holistic approach to the analysis of international and transnational dispute resolution.

7FFLA592 ADVANCED MERGER ECONOMICS FOR LAWYERS

Pathways: Competition Law

Assessment pattern: 6,000 word essay.

This module will provide lawyers with greater insight into the economics of mergers across a number of different jurisdictions worldwide. This is an area where law and economics has evolved dramatically in recent years and where academic research into the effects of mergers have led to dramatic changes in approach in practice. The course focuses not on jurisdictional and procedural aspects of competition law merger control but on substantive assessment. It adopts a comparative approach highlighting difference in goals and economic approach and considers how academic advances have impacted no such assessment.

7FFLA593 COMPETITION ENFORCEMENT AND PROCEDURE

Pathways: Competition Law

Assessment pattern: 2-hour exam, open book.

Competition enforcement has undergone major reforms in the past decade, generating intellectually stimulating scholarship and challenging practical problems. In the European Union, enforcement by the European Commission and National Competition Authorities (administrative or public enforcement) changed significantly in 2004. Furthermore, competition enforcement has moved away from a purely administrative model. Alongside public enforcement, private litigation (private enforcement) is now a major feature of the system and, in some countries, including the United Kingdom, certain competition infringements are also a criminal offence (criminal enforcement). In addition, competition enforcement has a global dimension, both in terms of the scope and breadth of legal scholarship and in practice. The aim of this course is to give students the knowledge and the analytical tools necessary to understand the dynamics of public and private enforcement in the European Union and in the global context, to deal with the complex procedural problems that arise in practice, and to form their own view on the policies and enforcement models involved.

While the main focus of the course will be on EU law, the course also aims at exploring the relationship between EU law and national law. Therefore, enforcement models in EU Member States will be discussed, with a privileged but not necessarily exclusive focus on the United Kingdom and English law. Furthermore, jurisdictions outside the EU will be considered when they have provided important intellectual paradigms for the development of competition enforcement or because of their practical importance. In both respects, the United States of America is a key jurisdiction.

7FFLA595 REGULATORY POLICY AND PRACTICE

Pathways: Competition Law

Assessment pattern: 2-hour exam.

Regulation has become a permanent feature of the way in which contemporary democratic economies (including Britain and other European countries) are governed. There are few spheres of economic activity that are not subject to some form of regulatory oversight and control. Daily news programmes rarely pass without some mention of a significant regulatory decision, proposed regulatory reform, or allegations of some regulatory failure or scandal. For lawyers, dealings with regulators and regulatory regimes have become part of the staple diet of their work. Yet the practice of regulation is far from straightforward. Regulatory policy and practice has evolved considerably from its traditional origins in the form of 'command and control', accompanied by the growth of specific terminology and concepts that are likely to be unfamiliar to those other than regulatory technocrats. This course provides an opportunity for students to develop an understanding of, and critically to evaluate, the basic tools, techniques and decision-making methodologies that are employed in regulatory design and practice. It will be of interest to both private and public sector lawyers who practice in regulated sectors of the economy, enhancing their understanding of how regulators go about the business of regulatory decision-making.

This module is aimed at providing students with a set of general analytical tools and concepts that may be applied to the regulation of any domain of social activity, in any jurisdiction, in seeking to understand how regulatory authorities pursue the social and/or economic objectives that they are expected to promote. Students will develop an awareness of the challenges (of both a principled and practical kind) associated with attempts by regulatory authorities in seeking to promote particular social goals, including an appreciation of the kinds of conflicts and tensions which may arise within, or as a product of, the regulatory process. It will also enable students to undertake a critical appraisal of regulatory institutions, policy and practice, including the role and limits of the law's contribution to regulation.

First, we will begin by exploring debates about the nature of regulation, the regulatory state, and the role of law in the regulatory endeavour. Secondly, we will explore different techniques and instruments of regulation, ranging from classical 'command-and-control' regulation through to instruments which rely primarily on other competition, consensus, communication or 'code' (architecture) as the means for regulating social behaviour. Thirdly, we will consider so-called 'new governance' approaches to regulation and the factors which may influence the choice of regulatory instrument. Fourthly, we examine issues of enforcement and compliance styles, including the role of the civil and criminal law, the role of private enforcement, and explore the way in which regulatory enforcement is carried out 'at the sharp end' in the practice of regulatory enforcement officials.

No previous knowledge of the subject is required. This module will be useful to students from a range of backgrounds (including but not limited to those with an interest in competition and utilities regulation) particularly those interested in public policy generally, or in the regulation of particular sectors, such as technology, banking, energy, healthcare and so forth. It encourages students to view the law in a fresh light, drawing upon insights from various social scientific perspectives (including politics, economics and criminology) in order to understand how the law helps to shape public policy outcomes and social behaviour more generally.

7FFLA597 COPYRIGHT AND THE MUSIC INDUSTRY IN THE DIGITAL ERA

Pathways: Intellectual Property & Information Law

Assessment pattern: 2-hour exam.

This module concerns the music industry and copyright law in the digital age. Given the cultural and economic significance of the music industry, music copyright issues are arguably the most pressing of the day in contemporary intellectual property law. Up until 1999 the music industry had enjoyed a period of growth that had lasted for the best part of a quarter of a century. Since 1999, the music industry has endured almost two decades of uninterrupted decline. Some would have us believe that online piracy is responsible for this downturn. However, more nuanced explanations suggest that there are other factors at play that need to be considered. Whatever the reality, it is inarguable that the digital revolution has changed the face of the music industry and raised a myriad of questions about the music industry and the role of the players within it.

The cultural and economic significance of the music industry has perhaps enabled the most powerful nation states and trading blocs to draw the attention of national governments to their plight and to enable them to lobby for stronger rights on the international stage. For organisations within the music industry it has often proved useful to portray themselves as representing a broader spectrum of the music industries than they actually do. However, when we refer to the term “the music industry,” although convenient, it is in effect an umbrella term that covers several distinct music industries whose interests in practice might occasionally coincide, but are never totally homogenous. It is these differing interests and tensions between entrenched incumbent interests, new entrants to the market and end users that underpin this module.

In this module we will look at the challenges raised by digitisation and the Internet on the production, distribution, exploitation and consumption of music and examine both the legal and technological responses to these challenges through the lens of key players in the music industry, namely, artists, composers, publishing companies and record companies. For the most part, the module will focus on UK law and, where relevant, US law. To put the digital era into context, we will cover the origin and development of music copyright. In particular we will examine what lessons can be learnt from history, since it will be seen that problems caused by sheet music piracy faced by music publishers in the nineteenth and early twentieth century mirror those faced by the music industry today.

Music trade media and academic journals of an inter-disciplinary nature have in recent times seemingly become a battlefield for music ideology, much of the commentary concerned directly and indirectly with the disruptive technology of digital technology and the Internet. In order to understand the nature of this disruption, we will examine: the historical development of the traditional music industry value chain and the rights that underpinned this value chain: and how these rights have been challenged and the legal responses and strategies employed to combat these challenges. The key areas that we will explore are: (i) disruption of the traditional music value chain; (ii) increased artistic interaction with pre-existing cultural artefacts through the practice of digital sampling; and (iii) unauthorised file sharing.

We will also consider the ways in which creation and dissemination of music are linked through practices of contract law by examining the contractual relationships between recording artists and record companies and between songwriters and music publishers. With the emergence of music subscription services, there has been a shift in the recorded music business model from payment of a fixed royalty per unit sale to a far from transparent

royalty for every stream of a recording. At a time when revenues from recorded music are in decline, we will examine the effect of this development. Prior knowledge of copyright is a prerequisite to study this module.

7FFLA599 INTERNATIONAL INVESTMENT ARBITRATION

Pathways: International Business Law, International Dispute Resolution

Assessment pattern: 2-hour exam.

This course is intended for students who are interested in pursuing a career in an international arena with a specialisation in international dispute resolution mechanisms in private practice, in house or in the public sector. The module gives students a firm grounding in international investment arbitration covering international investment disputes under ICSID, NAFTA and the ECT from a procedural as well as a substantive standpoint. The course also gives the students an overview of bilateral and multilateral Investment treaties, their structure and content.

7FFLA600 INTERNATIONAL COMMERCIAL ARBITRATION

Pathways: International Business Law, International Dispute Resolution

Assessment pattern: 2-hour exam.

This course is intended for students who are interested in pursuing a career in an international arena with a specialisation in international dispute resolution mechanisms in private practice, in house or in the public sector. The module gives students a firm grounding in international commercial arbitration covering all of the stages of international commercial arbitration proceedings from drafting arbitration agreements through to enforcement and recognition of arbitral awards under the New York Convention.

7FFLA601 COMPETITION LAW IN FINANCIAL SERVICES

Pathways: European Law, International Business Law, International Financial Law

Assessment pattern: 2-hour exam.

The financial industry plays a crucial role in the UK economy. Financial products and services are diverse and highly regulated and present a number of features which may make financial markets working not as well as they should, in the interests of consumers.

Following the financial crisis, regulation in the sector has become stricter and so has the application of competition laws, and not only in the State aid field, where since October 2008 EU governments' support of banks in distress resulted in more than 400 decisions involving about a quarter of the EU banking system by assets. The increasingly central role of financial services in the enforcement priorities of the competition authorities at EU and UK levels is reflected in numerous cartel, abuse of dominance and merger control cases as well as a considerable number of market investigations/studies.

This module will provide students with an in-depth knowledge of the main dynamics affecting the application of competition laws in financial services assessing banking, insurance, capital markets and payment systems cases and market investigations.

7FFLA602 TRANSNATIONAL BANK RESOLUTION

Pathways: European Law, International Financial Law

Assessment pattern: 2-hour exam.

As of 1 January 2016, the European Single Resolution Mechanism (SRM) is fully operational. The complete range of bank resolution tools and powers, as envisaged under the Bank Recovery and Resolution Directive (BRRD), is now available to the EU Single Resolution Board (SRB) and to national resolution authorities. As the international post-Crisis regulatory reform project nears conclusion, implementation takes center stage, with a multitude of details still in the process of being fleshed out by international standard setters and regulatory authorities. This module provides a comprehensive and systematic analysis and assessment of the EU legal framework and its implementation in selected Member States. The legal regimes applicable in the United States serve as a comparative reference point throughout. Based on a solid theoretical framework, the module analyses the structure of banking sectors in Europe and the US, as well as the prevalent business models and corporate structures within the respective financial industries. These structures determine the most effective resolution strategies to be applied to cross-border banking groups. Against this background, the module covers the recovery and resolution-planning phase, early intervention, and the application of resolution tools and powers, as well as the latter's interaction with standard corporate insolvency law as applied to financial institutions. At a time when the level of debt, in particular in emerging market economies, has again reached unsustainable levels and several commentators predict the next global financial meltdown, resolution and insolvency of banks and financial institutions is likely to remain a topical issue for years to come.

7FFLA603 INTERNATIONAL AND COMPARATIVE OIL AND GAS LAW

Pathways: International Business Law, International Financial Law

Assessment pattern: 2-hour exam.

This module explores the legal frameworks that govern the exploration for, development and production of oil and gas in the world today. These are known as the 'upstream' oil and gas operations. This course will begin by looking at the history of the development of the international petroleum industry, main players in the industry and differences in policies and interests pursued by states, on the one hand, and international oil companies (IOCs), on the other hand. The course will then examine various methods of awarding of petroleum exploration and production rights (such as negotiations and competitive and discretionary bidding) and different legal arrangements used by the oil and gas producing countries to govern the upstream sector (such as modern concessions, production-sharing agreements, joint ventures, risk service contracts, buy-back contracts and hybrid contracts). The next part of the course will focus on some key commercial agreements and transactions entered into by IOCs, such as joint operating and unitisation agreements, service contracts and transactions involving the acquisition and disposal of petroleum assets. The course will conclude by examining legal issues, arising from the decommissioning phase.

Pathways: Transnational Law

Assessment pattern: 10% of the total mark from an in-class presentation, 90% of the total mark from a 5,000 word essay.

The imperative to move to a low-carbon economy and more sustainable existence calls for the most significant market and economic transition in modern history. It requires multi-sectoral mobilisation, beyond nation states and international law. Specifically, it invokes action by corporate actors not only as regulated entities but also as quasi-regulators; a sector that includes private finance actors – banks, insurers, institutional investors – and consideration of their increasingly important role in an evolving transnational ‘sustainability’ governance framework. Yet, since the recent global financial crisis, their role in society and the notion of ‘value’ has been contested. Are these actors ready and able to self-regulate for economic and also societal benefit? How do they contribute to systemic sustainability issues – for better or for worse? What are their motivations and capabilities that might be harnessed by government regulators and civil society? What are the legal, institutional and behavioural limits to doing so?

The course will consider regulatory and governance frameworks that apply to ‘borderless’ sustainability problems such as climate change and biodiversity depletion. These include selective governmental responses as well as corporate soft law initiatives such as the UN Principles of Responsible Investment (for investors) and the Equator Principles (for banks).

The theoretical component of the course comprises two waves. The first wave, which we investigate at the front-end of the course, focuses on constructivist legal theory and ethics in international relations to elucidate shared understandings and also challenges associated with governance frameworks for sustainable development. The second wave focuses on regulatory theory using corporations, with particular focus on private finance actors, as the subject of investigation to identify and evaluate motivations for private ‘green’ governance. This wave is conceptualised using micro (intra-organisational), meso (inter-organisational) and macro (socio-cultural) lenses to provide theoretical insights about the internal and external influences on corporate behaviour.

The intellectual challenge for LLM students will be to think about different public and private regulatory approaches and how to critique them in the context of complex sustainability issues like climate change. The global and comparative aspect of the course should also provide a platform for students from different legal systems to share their knowledge and experiences concerning the governance of environmental problems and climate change in particular. Moreover, this module provides students with an opportunity to critically interrogate whether, and to what extent, common themes can be discerned from corporate interaction with sustainability issues in order to re-imagine a framework that appreciates the challenges of transnational regulation while also providing normative guidance.

Syllabus components:

- Constructivist legal theory and sustainable governance: from independent to interdependent thinking using biodiversity and climate change as case studies.

- Investigating the systemic link between financial stability and environmental sustainability.
- Understanding why companies go green: comparative regulatory theory approaches.
- Private finance actors in sustainable governance: theory and empirical evidence.
- Corporate law and sustainability: levers and limits.
- Voluntary corporate behaviour (including corporate social responsibility): levers and limits
- Market-based policy instruments as regulatory responses to climate change.

7FFLA605 PRINCIPLES OF ENTERPRISE GOVERNANCE

Pathways: General LLM

Assessment pattern: 5,000 word essay.

Principles of enterprise governance seeks to understand the influence that different stakeholders have in how regulated or nationalised enterprises function. The essential stakeholders are usually some or all of the following: the government, employees, capital investors, and consumers. There are three basic question for each case:

- 1) What 'voice' does each stakeholder have in who runs the enterprise? How are conflicts of interest resolved in the governance process?
- 2) What are the legal duties on the managers of the enterprise, whether in terms of service, or in constraints on their power? To what extent can each stakeholder vindicate specific legal rights (that is, beyond the general laws of tort, employment or consumer rights)?
- 3) To what extent is the right of 'exit', using markets, either facilitated or controlled by specific laws (that is, beyond the general laws of competition and insolvency), for instance through licensing, or statutory duties?

Throughout, the course will ask, to what extent should all of these questions (of voice, rights, and exit) operate in different enterprise contexts? The course will start by examining the history and theory of different views and models of enterprise governance, while the bulk of the course's content will be devoted to case studies of salient examples of enterprise. The theoretical structure will be global in outlook, while the legal content of the course will be based on European Union and United Kingdom law, with comparative analysis of the US or Commonwealth countries where useful. The final seminar will be student presentations on an enterprise of their choice.

7FFLA606 TRANSNATIONAL PROPERTY LAW

Pathways: International Business Law, Transnational Law

Assessment pattern: 15% of the total mark from two 600 word reaction papers, 85% of the total mark from a 4,000 word essay.

This course traces the idea of 'transnational property' in legal thought and practice. While the concept of 'transnational property' appears to be of recent emergence, this course takes seriously the idea that the constellation of actors, norms, and processes that inform current debates over various instances of cross-border claims to property – including foreign

investment in real estate, control of natural resources, and investor-state dispute settlement (ISDS) - have a much longer lineage in legal and political-economic thought - and much richer relations to each other - than is often acknowledged.

Through this course, students are meant to gain an appreciation for the larger patterns and questions that frame current debates that surround transnational legal concerns regarding, *inter alia* the power of multi-nationals and investors, sovereignty of states over their own natural resources, and increasing inequality within populations, in the context of fundamental clashes of values that have animated property law, theory, and practice through history. It does this by exploring how dominant ideas in property emerged in various historically-contingent circumstances, and then were exported and adapted through time and place through colonial, development, and international political, legal, and investment encounters. While property regimes are often seen within purely domestic spheres, this history of ideas and practices and this study of current concerns illustrate the complexity and transnational nature of border-crossing claims of ownership and entitlement by both foreign states and private entities with (often hidden) state support.

7FFLA608 LAW AND PRACTISE OF THE UNITED NATIONS: EDGING TOWARDS TRANSNATIONAL CONSTITUTIONALISM?

Pathways: Transnational Law

Assessment pattern: 15% of the total mark from reaction papers, 85% of the total mark from a 4,000 word essay.

“The Law and Practice of the United Nations: Edging towards Transnational Constitutionalism?” is an advanced course on the United Nations, which locates the UN and system of specialized agencies in the context of an evolving international constitutional order. It aims to provoke thinking about the legal foundations on which the United Nations is built as well as to familiarize students with the law and practice of the UN. The course will also address some of the systemic and strategic challenges faced by the UN in the evolving international legal system. It will reflect on whether the United Nations is fit to face the challenges of the next 70 years in a rapidly changing transnational world.

The main themes of the course would be the following:

- The origins and institutional structure and character of the United Nations;
- The UN System, including the specialized agencies, and aspects of international constitutionalism;
- Membership and participation in the work of the United Nations;
- The work of the UN Secretariat and the Office of Legal Affairs;
- The Permanent Missions to the UN;
- The work of the General Assembly;
- The work of the Security Council;
- The drafting and interpretation of Security Council resolutions;
- The UN’s counter-terrorism agenda;
- The UN human rights system;
- UN reform;
- The language of UN diplomacy;

- The UN System: Edging Towards Transnational Constitutionalism?

7FFLA609 LAW OF RESTITUTION

Pathways: International Business Law

Assessment pattern: 2-hour exam.

The module provides an introduction to and exploration of the principles of the law of restitution, with a focus on restitution of unjust enrichment in a commercial setting. It deals with problems that can be encountered by companies, financial institutions, and others when transactions turn out to be ineffective, assets are misappropriated or transferred by mistake, or taxes are imposed unlawfully. The law of restitution provides the means for the recovery of assets or their value in those situations, and provides defences for those who may be subject to those claims.

The study of the law of restitution provides a very useful way to achieve a better understanding of the whole of private law, because it interacts with the law of contract, civil wrongs, and property. This module is suitable for those who have studied law at an undergraduate level in either a common law or civil law jurisdiction. The law of trusts will be relevant in some seminars, but previous study of the law of trusts is not required. The focus will be on restitution in common law systems, while drawing comparisons with civil law jurisdictions.

This is a half module. It is taught in term 1 and is the first half of the full module called *Restitution of Unjust Enrichment*. This half module is designed to be studied on its own to provide students with an understanding of the fundamentals of unjust enrichment and how the law responds to it. Those students enrolled in the full module will go on to study in detail the various reasons why enrichments may be unjust due to factors such as mistake, duress, undue influence, and failure of consideration.

7FFLA610 TRANSNATIONAL HUMAN RIGHTS LITIGATION

Pathways: International Dispute Resolution, Transnational Law

Assessment pattern: 5,000 word essay.

Modern transnational human rights litigation cuts across traditional distinctions between jurisdictions and between national, European and international sources of the law and presents a number of challenges, pitfalls and opportunities to the practitioner. Strategic litigation of human rights violations plays a crucial role not only in ensuring that victims of human rights abuses obtain redress for the harm they have suffered, but also in ensuring that governments are held accountable for their actions and that the “right to the truth” of victims and society at large is effectively realised. The class will present students with case studies, including cases as diverse as the “war on terror”, human rights claims arising out of conflicts in Chechnya and Iraq, constitutional challenges to the criminalisation of homosexual conduct, and challenges to criminalization of human rights defenders in Latin America. Students will study how these cases were litigated and why they were litigated in a particular way, developing an understanding of the practical aspects of transnational human rights litigation.

The module will draw on the experience of the instructors, who are, respectively, a leading human rights barrister with extensive experience of litigating international human rights cases in a variety of fora, and an academic specialising in international human rights law who has extensive practical experience in assisting human rights NGOs in strategic human rights litigation.

7FFLA611 INSURANCE OF COMMERCIAL RISKS

Pathway: International Business Law

Assessment pattern: 2-hour exam

Insurance of commercial risks aims at teaching individual risks that are insured by different types of insurance contracts. The 'Principles of Insurance Law' module, which is a prerequisite to study 'Insurance of Commercial Risks', teaches the general principles applicable to all types of insurance. Those principles derive from the common law and, if there are any, the legislative instruments. The 'Insurance of Commercial Risks' course will look into the details of the policy wordings in a number of different individual types of insurance contracts. The methodology we will follow will be consistent: In each of these types of insurance we will analyse how the general principles of insurance law apply depending on the nature of the type of insurance in question. This will require looking into the interest insured. Policies provide insured and excluded perils as well as some terms which impose some obligations on the assured to comply with after the insured risk has occurred. The interpretation of such policy terms is crucial to determine the insurer's liability. The implications of the Insurance Act 2015 will be important, especially to understand the interpretation of contractual terms. In each of the types of insurance covered it will be necessary to discuss the implications of the Insurance Act 2015 and the recent developments in the common law to those types of contracts.

7FFLA612 PRINCIPLES OF INSURANCE LAW

Pathway: International Business Law

Assessment pattern: 2-hour exam

The module aims at introducing the general principles of insurance law to the students. It is fundamental for an insurance lawyer to understand the general principles before moving to the specialised types of contract such as property insurance, liability insurance or marine hull and cargo insurance. There are some general principles that apply to all of these contracts although there may be variations depending on their nature. This course will start with the special procedure that the London insurance market follows in formation of insurance contracts. It will then move to insurable interest, which has separate principles in life and indemnity insurances. The duty of good faith, which will follow insurable interest, is the most disputed area of insurance contract law. The construction of insurance contract terms is the most fundamental topic not only in terms of deciding the scope of the coverage that the policy provides but also whether or not non-compliance with the policy terms after

the risk occurs impacts the insurer's liability. The assured's premium payment obligation and the role of the brokers are the further areas that this course will focus on. It is also necessary to highlight the importance of the fraudulent claims and the principles of subrogation.

Insurance law is a very dynamic subject and the law constantly develops in all of the above-mentioned areas. For instance the Insurance Act 2015 came into force in August 2016 reforming the duty of good faith, construction of insurance contract terms, warranties and fraudulent claims. The Law Commissions are currently actively working on the law reform of insurable interest. The common law has recently had some cases on subrogation and also fraudulent claims. The students will be reading the common law cases, the Law Commission's reform proposals as well as the relevant legislative instruments to learn the general principles of insurance law.

7FFLA613 REINSURANCE LAW

Pathway: International Business Law

Assessment pattern: 2-hour exam

Reinsurance law introduces the students to the key concept of reinsurance, which allows insurance risk to be spread thereby enabling insurers to accept risks that would otherwise be beyond their capacity. The module will cover the following topics:

The definition of reinsurance and the difference between the main forms of reinsurance.

The relationship between assured, insurer and reinsurer.

Regulation of reinsurance both within and UK and in the wider context of the EU

The formation procedure for a contract of reinsurance and the documents used in that procedure.

The information that must be disclosed by the reinsured prior to a contract, the post-contractual duties of the parties and the remedies for a breach of those duties.

The terms of reinsurance contracts and the interpretations that courts have placed on these.

The concept of back to back cover (the coverage under the reinsurance contract matching that provided by the original insurance contract).

The obligation of reinsurers to indemnify the reinsured where the latter has suffered a loss.

'Follow the settlements' and 'follow the fortunes' clauses

Obligations of the reinsured when making claims against reinsurers.

The issues that can arise regarding assessment of the amount recoverable under a contract of reinsurance.

Students who wish to study 'Reinsurance' are required to study 'Principles of Insurance Law'

7SSWM050 POLITICAL PHILOSOPHY AND INTERNATIONAL LAW

Pathways: Transnational Law

Assessment pattern: TBC.

This course aims to offer students the opportunity to read, or re - read, key texts from classics in Western political thought that have shaped thinking about the international order. It does not purport to offer an exhaustive overview of the subject, but rather to examine certain ideas and arguments in depth. The course is particularly suited to students interested in normative argument about international law and international relations who feel their knowledge of classics is somewhat limited. A background in international law or legal and political philosophy is not a prerequisite.

Research and Practice Modules

7FFLX005 ADVANCED EU COMPETITION LAW (MERGER CONTROL PRACTISE MODULE)

This course aims to enhance students' understanding of EU merger control. It builds upon the EU competition law course, focussing in greater detail on complex procedural, jurisdictional and substantive issues raised by a merger case study. Students will analyse a full and detailed case study, and apply the law critically to the facts of the case study. In the context of a structured workshop, students will have an opportunity to discuss with experts from DG COMP and private practice the issues raised by the case study and will be required to work in teams and to make oral presentations on the questions raised. The course will be assessed by students preparing an individual written answer to the problems raised by the case study.

Students wishing to take this option will be required to take the EU Competition Law course or already to have a good working knowledge of EU competition law, and in particular EU merger control.

7FFLX008 GENERAL EU LAW (PRACTISE MODULE)

EU law impacts in a wide variety of ways on almost every aspect of commercial life in the European Union (and often beyond). This module aims at providing students with the opportunity to gain deeper understanding and knowledge of the impact of EU law in commercial transactions and to develop commercially viable solutions to what are often

complex legal issues. Students will have to develop an awareness of how EU law can restrict or facilitate such transactions. They are expected to research selected areas of substantial and procedural aspects of EU law and to employ their knowledge in a commercially relevant way. Students will be confronted with different practical scenarios (be it in meetings where they need to negotiate, or by submitted written documents) on various sides of the transaction (be it as Commission officials, representatives of law firms, general counsel of companies and so on).

7FFLX010 THE EU STATE AID GAME: FROM THEORY TO PRACTISE (PRACTISE MODULE)

Through the analysis of a case-study, students will apply their knowledge of EU state aid law to develop a hands-on experience of the political, legal, economic and procedural components of EU State aid control. As in moot court, students will have an opportunity to discuss all aspects of the case taking into account the perspective of all the actors involved in the various phases of State aid control, from the conception of the aid measure, to the investigation, to decision-making and judicial review.

The course will be assessed on the basis of oral and written presentations, and students will be required to work proactively and in teams..

Students wishing to take this option will be required to take the EU State Aid course in the first semester or to prove a good working knowledge of this area of EU law.

7FFLX013 "HARD" CASES AND REGULATORY CHALLENGES IN TRANSNATIONAL LAW AND GLOBAL GOVERNANCE (RESEARCH MODULE)

Practicing lawyers are often confronted with the limitations of having to rely on precedent or legislation when advising clients in areas of ‘new’ law, or where court decisions and statutory regulations are not yet sufficiently available. While this might be due to the fact that the law – in a domestic setting – is only slowly awakening to a recently emerged regulatory problem, this governance lag is amplified in the context of transnational activities, where issues of sovereignty, jurisdiction and forum pose additional obstacles to the creation of effective legal regulation. Practically speaking, lawyers in such cases frequently resort to team work, experts, stakeholders and other relevant parties ‘on the ground’, eventually shifting their strategy from litigation to a combination of legal consultancy, advocacy, coalition building and even public awareness building. This type of lawyering requires considerable flexibility, competences and resources, which are not readily available to every lawyer. From a theoretical perspective, the lawyer might find herself overwhelmed by what can be the technical or cognitive as well as the moral complexity of the case setting she is working on.

At the centre of the module is the shift away from training lawyers in learning and interpreting the law primarily through the study of jurisprudence (case law as in the common law tradition) or through the interpretation of statutory law (legislation – civil law tradition). Instead, students are invited to take on the perspective of the lawyer/advocate/activist who is involved in ‘building’ a case from a set of diverse, inchoate and constantly evolving facts and data. This reversal of perspective is a crucial element in confronting students as future practitioners with the real-world challenges of an effective access to justice.

Assuming the position of legal practice and rights advocacy, students immerse themselves into a case from the 'bottom up' by identifying and negotiating the affected and involved interests, finding and navigating the applicable law, including, possibly, 'soft' law, codes of conduct, social norms etcetera, and developing a legal interest representation strategy ("LIRS"). In contrast to giving legal advice to a client in a more or less confined and concrete legal question regarding, for example; liability, entitlement, conviction or acquittal, the development of a LIRS might include a variety of avenues, including, but not limited to, designing a litigation or defence strategy, the enhancing of legal and political rights, engaging in coalition and public awareness building or contributing to a sustainable stakeholder interest representation process.

7FFLX014 INTERNATIONAL INVESTMENT LAW AND POLICY (PRACTISE PROJECT)

This module aims at providing students with the opportunity to gain a deeper understanding and knowledge of the international investment law and policy regime. Students will have to develop an awareness of the critical legal issues in the current regime, including the substantive protections afforded to foreign investors and the dispute settlement mechanisms provided by the system. Policy considerations underlying this area of the law will be examined as international investment law broadly limits States' regulatory prerogatives in many important and sensitive economic sectors such as energy, transportation, water services.

As the practice project will be different every year, during the first seminar, we will provide more details on the specific project.

While strictly speaking there is no pre-requisite for the course, we strongly suggest enrolling in either the International Commercial and Investment Arbitration or International Investment Law modules.

7FFLX022 INTERNATIONAL TAX LAW: TRANSFER PRICING (PRACTISE MODULE)

Transfer pricing is the single biggest issue in international taxation for multinational business and tax administrations. The aim of this module is to critically and comprehensively analyse the legal issues pertaining to Transfer Pricing and is addressed to lawyers, accountants and tax policy-makers, whether in private practice, as in-house counsel, or government employees. The course takes a practical, transactional and multi-jurisdictional perspective and examines in depth the OECD Transfer Pricing Guidelines including the rules and Commentary of the OECD Model Tax Convention and the UN Transfer Pricing Manual , together with a detailed analysis of transfer pricing disputes and practice including the expanding body of case law.

Assessment is by written practice project of 10,000 words. Students will be required to produce a transfer pricing report or position paper based on a practical case study similar to those they will encounter in practice.