Basic legal training is an indispensable companion to business management to the extent that all businesses and commercial transactions are subject to legal rules. Likewise, the legal environment in which companies operate is also global and so are some of the rules governing their transactions. This “Business Law II” course will entail the basic and most relevant rules, instruments and Institutions involved in an international business context.

Indeed. The internationalization of businesses has led to the adoption by States and international organizations of transnational rules for trade, commerce and investment to be applied to companies and businesses worldwide. In addition, in the EU/EEA area, European law affects significantly the legal environment of companies and the ways in which they conduct businesses in this territory, in particular in the so-called European internal market. The eventual exit of the United Kingdom (Brexit) implies new legal challenges for business strategic decisions too.

Transnational rules for trade and internal market rules are complemented by the EU competition rules, which aim to ensure that private actors do not create new barriers to trade through private agreements where the free market rules are in force, for example, by partitioning the markets between themselves. Not complying with the EU antitrust rules could lead to harsh legal consequences for the companies in the form of high fines and the threat of private damages claims and are acquiring an increasing relevance in the corporate arena.

As a result, in today’s globalized world, business leaders with a basic idea of the international legal environment where companies operate, have an important advantage at strategic decision making. Legal training is therefore becoming crucial for business professionals.

This course builds on the course “Business Law I”. Its objectives are to study the main International and EU legal rules affecting businesses and commercial transactions in order to help students to become aware of the legal context and to identify the risks and benefits that companies have to assess when taking their business decisions. With a knowledge of law, students will have broader skills to complement their professional profile as they work in management, consultancy or as entrepreneurs.

This course forms part of the European Module “Liability of Robots: A European Vision for a New Legal Regime”, an IE University undertaking supported by the prestigious Jean Monnet Programme of the European Commission. The course is designed to train students in the richness and variety of the European legal traditions as the best asset to cope with the most innovative of topics such as AI and robotics. Combining diverse national laws with EU law will embed in students the capacity of Europe to provide the best legal standards in this matter. This will help future policy makers to design regulation and help lawyers to be more creative in the application of the law. The combination of lectures, cases studies, and individual presentations aims to provide students with a participative, practical and supervised learning which will reinforce their capacity to approach challenges such as the one posed by robotics.
OBJECTIVES AND SKILLS
- To acquire a basic knowledge of the main International and European regulations affecting business transactions and companies’ market behavior.
- To identify legal issues that are relevant at decision making (i.e., location of premises, form of business, local partners, distribution system, etc.).
- To identify strategies for reducing or managing legal risks of business decisions.

METHODOLOGY
The methodology for each session will consist in a mixture of interactive lectures, case discussions and group exercises or presentations by students.

The first part of each class will be dedicated to a presentation explaining the main concepts and theories related to the topic of the session in question. During the second part of the class some practical aspects will then be explored by means of a discussion of the personal assignments or group exercises that students have prepared in advance.

When required, group cases and personal assignments will need to be prepared in writing before the session and sent to the professor at least 2 days in advance of the class.

For each class, students are expected to read the assigned obligatory readings and encouraged to read the recommended readings. These lectures will help them follow the lecture, prepare their group exercises / personal assignments and enrich considerably discussions in class (and, therefore, improve their class participation grade). The teaching methodology will be as follows:

<table>
<thead>
<tr>
<th>Teaching methodology</th>
<th>Weighting</th>
<th>Estimated time a student should dedicate to prepare for and participate in</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lectures</td>
<td>20.0 %</td>
<td>30 hours</td>
</tr>
<tr>
<td>Discussions</td>
<td>20.0 %</td>
<td>30 hours</td>
</tr>
<tr>
<td>Exercises</td>
<td>0.0 %</td>
<td>0 hours</td>
</tr>
<tr>
<td>Group work</td>
<td>40.0 %</td>
<td>60 hours</td>
</tr>
<tr>
<td>Other individual studying</td>
<td>20.0 %</td>
<td>30 hours</td>
</tr>
<tr>
<td>TOTAL</td>
<td>100.0 %</td>
<td>150 hours</td>
</tr>
</tbody>
</table>
PROGRAM

The course consists of three parts:

- PART 1: INTERNATIONAL ECONOMIC LAW - The first part (Sessions 1-9) provides an introduction to International Commercial Law. It focuses on legal issues affecting international business transactions (corporate and civil law, tax, unfair competition, etc.);
- PART 2: EU LAW - The second part (Sessions 10-16) focuses on European Union law. It introduces students to the functioning of the European Union by familiarizing them with the main EU institutions and the principles of the EU legal system (ie. basic EU freedoms). The emphasis of the second part will be on the internal market and the rights and obligations that it creates for companies;
- PART 3: COMPETITION LAW (main focus EU) - The third part (Sessions 17-30) examines Competition Law and the basic -economic- underlying principles. Likewise, it studies the implications of these rules for doing business in Europe and elsewhere (being competition rules very similar in jurisdictions world wide).

Recommended and/or mandatory readings will be made available to the students at IE Campus Online several days in advance to the corresponding lecture.

Attendance to the Role Play, the CNMC visit and the wrap-up sessions are compulsory and strongly recommended. Any foreseen absences must be communicated to the professor at least 10 days in advance. Please note that some of the presentations at the CNMC might be conducted in Spanish. The professor will explain those presentations later in English to the students in class.

The distribution of the sessions (1h 20” each) will be the following:

The course consists of three parts:

- PART 1: INTERNATIONAL ECONOMIC LAW - The first part (Sessions 1-9) provides an introduction to International Commercial Law. It focuses on legal issues affecting international business transactions (corporate and civil law, tax, unfair competition, etc.);
- PART 2: EU LAW - The second part (Sessions 10-16) focuses on European Union law. It introduces students to the functioning of the European Union by familiarizing them with the main EU institutions and the principles of the EU legal system (ie. basic EU freedoms). The emphasis of the second part will be on the internal market and the rights and obligations that it creates for companies;
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The distribution of the sessions (1h 20” each) will be the following:

SESSION 1
Introduction and general remarks. Practical approach to the main topics to be dealt with during the semester. Formation of working groups and distribution of assignments.

SESSION 2
Forms of International Business and the Multinational Enterprise (I) and (II). Foreign Direct Investment risks.

SESSION 3
Forms of International Business and the Multinational Enterprise (I) and (II). Foreign Direct Investment risks.

SESSION 4

SESSION 5

SESSION 6
Resolving International Commercial Disputes. International arbitration.

SESSION 7
Introduction to Taxation: double Taxation and Tax Treaties (I) and (II).

SESSION 8
Introduction to Taxation: double Taxation and Tax Treaties (I) and (II).

SESSION 9
SESSION 9: Domestic Regulation of AI and the Liability of Robotics

“Co-funded by the Erasmus+ Programme- Jean Monnet Activities -of the European Union”

SESSION 10
History, Economy and Institutional Framework of the EU. The Legal System of the European Union. Main Doctrines in the European Union Law

SESSION 11
SESSION 11: Harmonization process, Centralized and Decentralized Model, The Paradigm on the Liability of Robotics

“Co-funded by the Erasmus+ Programme- Jean Monnet Activities -of the European Union”
SESSION 12

SESSION 13

SESSION 14
Free Movement of Persons and Social Policy. Free Movement of Capital and the Economic and Monetary Union.

SESSION 15
Wrap-up and discussion of cases (Sessions 10-15).

SESSION 16
MID-TERM EXAM (content: Part 1 and Part 2).

SESSION 17
Introduction to Competition Law: Objectives of Competition Policy. Comparison between the main antitrust systems. Basic EU regulation.
SESSION 18
Public enforcement by the Commission and the National Competition Authorities of the Antitrust Provisions.

SESSION 19
Role Play Part 1

SESSION 20
Role Play Part 2.

SESSION 21
Cartels.

SESSION 22
Cartels.

SESSION 23
Agreements and Anti-Competitive Practices: Horizontal and Vertical Agreements.
SESSION 24
Agreements and Anti-Competitive Practices: Horizontal and Vertical Agreements.

Agreements and Anti-Competitive Practices: Horizontal and Vertical Agreements.

SESSION 25
Abuse of a Dominant Position.

Abuse of a Dominant Position.

SESSION 26
Mergers.

Mergers.

SESSION 27
Mergers.

SESSION 28
State Aids.

State Aids.

SESSION 29
Wrap-up and discussion of cases (Sessions 17-28).

SESSION 30
FINAL EXAM (content: specific sessions of Part 1 and Part 2; and all of Part 3).

FINAL EXAM (content: specific sessions of Part 1 and Part 2; and all of Part 3).
BIBLIOGRAPHY
Compulsory readings will be posted online as the course progresses. However, there is no compulsory textbook. Given that this course will only provide students with a global overview of most of the legal fields affecting international business transactions, one of the following books is recommended for those students who wish to deepen their knowledge of International Business Law:

- Title: International Business Law and its Environment  
  Authors: SCHAFER, R., AGUSTI, F., and DHOOGE, L. J.  
  Publisher / Edition / Year: Cengage Learning/ 9th edition / 2014  
  ISBN / ISSN: 9781285427041  
  Medium: PRINT ELECTRONIC

- Title: EU Law: Text, Cases and Materials  
  Authors: CRAIG, P. and DE BÚRCA G.  
  Publisher / Edition / Year: Oxford University Press / 5th edition / 2011  
  Medium: PRINT ELECTRONIC

- Title: EU Competition Law, Text, Cases and Materials  
  Authors: JONES, A. and SUFRIN, B.  
  Publisher / Edition / Year: Oxford University Press / 5th edition / 2014  
  Medium: PRINT ELECTRONIC

EVALUATION CRITERIA

6.1. GENERAL OBSERVATIONS
Each student has four attempts over two consecutive academic years to pass this course. Dates and location of the final exam will be posted in advance and will not be changed. Students must attend at least 70% of the sessions. Students who do not comply with the 70% attendance rule will receive a 0.0 on their first and second attempts and go directly to the third one (they will need to enroll in this course again the following academic year). Students who are in the third or fourth attempt should contact the professor during the first two weeks of the course.

6.2. EVALUATION AND WEIGHTING CRITERIA

<table>
<thead>
<tr>
<th>Criteria</th>
<th>Percentage</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class Participation</td>
<td>25 %</td>
<td></td>
</tr>
<tr>
<td>Individual Work</td>
<td>15 %</td>
<td></td>
</tr>
<tr>
<td>Group Presentation</td>
<td>10 %</td>
<td></td>
</tr>
<tr>
<td>Intermediate Tests</td>
<td>20 %</td>
<td></td>
</tr>
<tr>
<td>Final Exam</td>
<td>30 %</td>
<td></td>
</tr>
</tbody>
</table>
A. Class participation
Students should attempt to get into the debate on a regular basis. In this regard note that, for each class, students should go through some readings and/or consult additional sources (recommended bibliography, websites, videos...) in advance to be able to follow fruitfully the topics discussed. Students may participate in class in different ways, for example, by answering to general questions asked by the professor during the lectures or providing added-value examples that illustrate the topics discussed in class. Reference to mandatory / recommended readings in his/her answers or comments will substantial increase the class participation grade.
Debates and discussions must be based on constructive comments / opinions and must be respectful to other students comments / opinions.
The exposition in class of his/her personal assignments (see point B below) and group presentations are excellent opportunities to increase students’ grade on class participation. So will be the Role Play to be conducted in Part 3 of the Course and each of the wrap up sessions at the end of Part 2 and 3. Please remember that any foreseen absence to the Role Play or the wrap-up sessions must be notified to the professor as soon as possible and, in any case, 10 days before the Role Play.
The professor will evaluate class participation of every student for every session. If the student does not assist to class, the grade for class participation for that particular session will be 0. Students that regularly participate in class showing that they have read the obligatory readings and/or recommended readings and providing useful insights in a constructive and respectful manner should normally obtain the full 25% of their grade for class participation (ie. 2.5 out of 10 of the final grade). Please note that students that do not participate in class will be graded with a 0 in class participation.
Therefore, for class participation grade purposes, students should focus on:
Please, do not talk in class other than to contribute to class discussions. It disrupts the debates and is very annoying for anyone trying to make his / her point at the same time.
Immediately after the mid-term exam, the professor will provide each student with his or her class participation grade that far.
B. Individual and/or Group assignments
The written assignments will consist in cases to be worked through individually ("Personal Assignments") or in groups of 4 to 5 students ("Group Assignments"). Cases & Instructions will be posted in advance at the IE Online Campus.
"Personal Assignments"
- Each student will prepare 3 short written assignments (between 300 and 600 words) on a given topic (one per Unit of study – ie. one for International Law, one for EU Law and one for Competition Law). Assignments with a shorter or larger word extensions will be sent back to the student for adjustment.
- A copy of the written assignment must be delivered to the professor by email at least two days before the class where is going to be discussed starts. The student will receive a grade and comments on their Personal Assignment if delivered in time.
- Personal assignments will be presented in class by its author the day agreed with the professor. The presentation will be followed by an open discussion on the main controversial and relevant issues of the case in which all students are invited to participate. The student will receive a grade on his/her presentation of the personal assignment on a class participation grade basis.
"Group Assignments"
The evaluation of the Personal Assignments and Group Presentations will focus on whether they provide a complete and precise answer to the relevant issues and, above all, on how well students reason and argue their views. Independent research on the topic is highly encouraged.

Students should be able to demonstrate that they are capable of conducting their own analysis while referring to the applicable legislation, case law and doctrine using the appropriate footnotes. Copy-pastes will not be accepted and are strictly forbidden at the University.

C&D. Mid-Term and Final Exams

The mid-term exam will consist of 20 to 30 multiple-choice questions and 1 open question / case on Part 1 and 2 of the Course. It will include both theoretical and practical questions. Neither materials nor electronic devices will be admitted during the exam.

The study materials will include the Slides, some Personal Assignments that will be timely posted at the Online Campus (selected ones), the Group Assignments and the obligatory readings for Parts 1 and 2 of the Course.

Correct answers for the multiple-choice questions will be awarded 1 full point. Wrong answers for the multiple-choice questions will detract 0.25 points. The open question may account up to 40% of the points.

The final exam will be similar but it will be focused on Part 3 and some selected Sessions of Parts 1 and 2. It will consist of 30 multiple-choice questions and 1 open question / case. It will include both theoretical and practical questions. Neither materials nor electronic devices will be admitted during the exam.

The study materials will include all the Slides, posted Personal Assignments, Group Assignments and obligatory readings of Part 3 and some selected materials from Parts 1 and 2 to be determined by the professor at least 2 weeks before the final exam.

Please note that questions may cover both theory discussed during lectures as well as topics covered during the written assignments and cases’ discussions.

6.3. RE-SIT / RE-TAKE POLICY

Each student has 4 chances to pass any given course distributed over two consecutive academic years: ordinary call exams and extraordinary call exams (re-sits) in June/July.

Students who do not comply with the 70% attendance rule during the semester will fail both calls for this Academic Year (ordinary and extraordinary) and have to re-take the course (i.e., re-enroll) in the next Academic Year.

Evaluation criteria will be subject to the following rules:
Students failing the course in the ordinary call (during the semester) will have to re-sit the exam in June / July (except those not complying with the attendance rule, who will not have that opportunity and must directly re-enroll in the course on the next Academic Year).

- The extraordinary call exams in June / July (re-sits) require your physical presence at the campus you are enrolled in (Segovia or Madrid). There is no possibility to change the date, location or format of any exam, under any circumstances. Dates and location of the June / July re-sit exams will be posted in advance. Please take this into consideration when planning your summer.

- The June / July re-sit exam will consist of a comprehensive exam. Your final grade for the course will depend on the performance in this exam only; continuous evaluation over the semester will not be taken into consideration. Students will have to achieve the minimum passing grade of 5 and the maximum grade will be capped at 8.0 (out of 10.0) – i.e., “notable” in the in the re-sit exam.

- Re-takers: Students who failed the subject on a previous Academic Year and are now re-enrolled as re-takers in a course will need to check the syllabus of the assigned professor, as well as contact the professor individually, regarding the specific evaluation criteria for them as re-takers in the course during that semester (ordinary call of that Academic Year). The maximum grade that may be obtained in the retake exam (3rd call) is 10.0 (out of 10.0).

After ordinary and extraordinary call exams are graded by the professor, you will have a possibility to attend a review session for that exam and course grade. Please be available to attend the session in order to clarify any concerns you might have regarding your exam. Your professor will inform you about the time and place of the review session.

Students **failing more than 18 ECTS credits** after the June-July re-sits will be asked to **leave the Program**. Please, make sure to prepare yourself well for the exams in order to pass your failed subjects.

In case you decide to **skip the opportunity to re-sit for an exam** during the June / July extraordinary call, you will need to **enroll in that course again** for the next Academic Year as a re-taker and pay the corresponding **extra cost**. As you know, students have a total of 4 allowed calls to pass a given subject or course, in order to remain in the program.

**PROFESSOR BIO**

Professor: **ANTONIOS KOUROUTAKIS**

E-mail: akouroutakis@faculty.ie.edu

Antonios Kouroutakis is a lawyer specialised in public law. He holds a Bachelor’s degree in Law, from Democritus University of Thrace (Greece), a Master of Laws (LL.M) from the University of California, Los Angeles (UCLA) Law School (USA) and a Doctor of Philosophy (PhD) from the University of Oxford (UK). He has also taught a variety of law courses and conducted research as a postdoctoral fellow at the City University of Hong Kong (China), at the Free University of Berlin (Germany) and at Aristotle University of Thessaloniki (Greece).

Antonios’s research interests lie mainly in the field of constitutional and administrative law. In particular, Antonios is interested in the concept of separation of powers, rule of law, emergency legislation, immigration law and climate change; he has published widely on these topics in international and peer reviewed journals. Antonios practiced law before the European and the Greek courts and authorities.
OTHER INFORMATION

USE OF ELECTRONIC DEVICES IN CLASS

It is recommended the use of a laptop in class for academic purposes, Wi-Fi connection needed. However, the use of Wi-Fi for activities not related to this class will hinder your grade on participation.

Cell phones must be turned off and out of sight during class.

Please see below "CODE OF CONDUCT IN CLASS" (items 5 and 6).

CODE OF CONDUCT IN CLASS

1. Be on time: Students arriving more than 5 minutes late will be marked as “Absent”. Only students that notify in advance in writing that they will be late for a specific session may be granted an exception (at the discretion of the professor).

2. If applicable, bring your name card and strictly follow the seating chart. It helps faculty members and fellow students learn your names.

3. Do not leave the room during the lecture: Students are not allowed to leave the room during lectures. If a student leaves the room during lectures, he/she will not be allowed to re-enter and, therefore, will be marked as “Absent”. Only students that notify that they have a special reason to leave the session early will be granted an exception (at the discretion of the professor).

4. Do not engage in side conversation. As a sign of respect toward the person presenting the lecture (the teacher as well as fellow students), side conversations are not allowed. If you have a question, raise your hand and ask it. If you do not want to ask it during the lecture, feel free to approach your teacher after class. If a student is disrupting the flow of the lecture, he/she will be asked to leave the classroom and, consequently, will be marked as “Absent”.

5. Use your laptop for course-related purposes only. The use of laptops during lectures must be authorized by the professor. The use of Social Media or accessing any type of content not related to the lecture is penalized. The student will be asked to leave the room and, consequently, will be marked as “Absent”.

6. No cellular phones: IE University implements a “Phone-free Classroom” policy and, therefore, the use of phones, tablets, etc. is forbidden inside the classroom. Failing to abide by this rule entails expulsion from the room and will be counted as one absence.

7. Escalation policy: 1/3/5. Items 4, 5, and 6 above entail expulsion from the classroom and the consequent marking of the student as “Absent.” IE University implements an “escalation policy”: The first time a student is asked to leave the room for disciplinary reasons (as per items 4, 5, and 6 above), the student will incur one absence, the second time it will count as three absences, and from the third time onward, any expulsion from the classroom due to disciplinary issues will entail 5 absences.