



BUCERIUS LAW SCHOOL
HOCHSCHULE FÜR RECHTSWISSENSCHAFT



BUCERIUS SUMMER PROGRAM IN INTERNATIONAL BUSINESS LAW 2020

COURSE CATALOGUE

1. ACADEMIC CALENDAR
2. COURSE LIST
3. COURSE DESCRIPTIONS
4. FACULTY BIOGRAPHIES

(updated: January 17, 2020)

ACADEMIC CALENDAR

JUNE 29 – JULY 17, 2020

Please note that this is a preliminary schedule only and will be expanded and updated over the coming months.

Friday, May 15 – Friday, June 5	Online Course Pre-registration
Monday, June 29	Orientation Program
Monday, June 29	Courses begin
Monday, June 29	Evening gathering to welcome Bucerius Summer Program participants
Thursday, July 16- Friday, July 17	Exam period*

* Please note that all participants must be physically present in Hamburg for their exams. Exams cannot be rescheduled for individual students.

COURSE LIST

Participants are required to enroll in a minimum of three courses but are welcome to enroll in up to six.

COURSE NAME	LECTURER	HOME INSTITUTION	CREDITS
Business Mediation*	Prof. Dr. Lars Kirchhoff Dr. Felix Wendenburg	European University Viadrina, Frankfurt/O. & trojapartner Law Firm, Berlin	1 ABA/ 2 ECTS
Corporate Governance in Publicly Traded Corporations	Prof. Dr. Carsten Jungmann	BIRKENSTOCK Group, Munich, & Bucerius Law School	1 ABA/ 2 ECTS
International Commercial Arbitration	Prof. Dr. Stefan Kröll	Bucerius Law School	1 ABA/ 2 ECTS
International Commercial Litigation	Prof. Dr. Peter Huber	University Mainz, Germany	1 ABA/ 2 ECTS
International Commercial Sales	Prof. Franco Ferrari	New York University School of Law, USA	1 ABA/ 2 ECTS
International Mergers & Acquisitions	Dr. Hilke Herchen John Hammond	CMS Hasche Sigle, Hamburg & Stuttgart	1 ABA/ 2 ECTS
Negotiation*	Dr. René A. Pfromm	PFROMM NEGOTIATIONS, Bonn	1 ABA/ 2 ECTS

* Please note that it is **NOT** possible to enroll in both Business Mediation and Negotiation—to ensure small group sizes and one-on-one interaction in as many simulations as possible, participants wishing to follow a course on alternative dispute resolution must **select** to focus on either Mediation OR Negotiation.

COURSE DESCRIPTIONS

BUSINESS MEDIATION

PROF. DR. LARS KIRCHHOFF & DR. FELIX WENDENBURG

Participants:	max. 22
Pre-requisites:	none
Attendance:	Full attendance required (i.e. 100%)
Assessment:	Essay

This course aims to provide the students with a solid introduction to both the practical skills and theoretical background of professional conflict management, with a focus on the interest-based method of mediation. Several areas of business conflict management are introduced, including the management of workplace conflicts, the proper choice and design of procedure in inter-business conflicts and the interplay between mediation and arbitration.

The main focus during the first part is to establish a toolbox for communication analysis and interactive conflict management. In a second part, students learn to deal with conflicts systematically and constructively and get familiar with the role of the mediator by means of role plays and small simulations, covering a wide range of business conflict scenarios.

Class preparation includes reading articles and book excerpts.

If you wish to take a course on alternative dispute resolution, you must select either Business Mediation or Negotiation as a focus area. These courses will meet in parallel.

CORPORATE GOVERNANCE IN PUBLICLY TRADED COMPANIES

BY DR. CARSTEN JUNGMANN

Participants:	max. 30
Pre-requisites:	none
Attendance:	Full attendance required (i.e. 100%)
Assessment:	Group work & Presentation

In addition to a short introduction to German stock corporation law, this course will deal in detail with (legal) questions of corporate governance. The problems addressed primarily concern the directors' fiduciary duties as well as the tasks and rights of those who are in control of the management (members of the supervisory board, shareholders, auditors, etc.).

As the clear focus of the course is on publicly traded corporations, participants also gain a sound knowledge of securities regulation provisions and the recommendations of the German Corporate Governance Code. Well-known financial scandals (e.g. Enron) are reviewed in case studies.

INTERNATIONAL COMMERCIAL ARBITRATION **BY PROF. DR. STEFAN KRÖLL**

Participants: max. 30
Pre-requisites: none
Attendance: Bucerius attendance policy applies
Assessment: Exam

The course covers arbitration as a dispute resolution process for international trade and business disputes. It analyzes the different forms, contractual and legal bases, and advantages of arbitration. Issues discussed on the basis of a case study include the arbitration agreement, jurisdiction of the arbitral tribunal, role of the courts during and after arbitration proceedings and the recognition and enforcement of arbitral awards. The course gives special attention to the international framework of arbitration, in particular the UNCITRAL Model Law on International Commercial Arbitration, which forms the basis of the national arbitration laws in more than 60 states, as well as the New York Convention (UN Convention on Recognition and Enforcement of Foreign Arbitral Awards), which has been ratified by more than 160 states and regulates the recognition and enforcement of arbitration agreements and awards worldwide. Thus the course focuses on commercial arbitration as an international phenomenon and not on arbitration under any particular national system.

INTERNATIONAL COMMERCIAL SALES **PROF. FRANCO FERRARI**

Participants: max. 30
Pre-requisites: none
Attendance: Bucerius attendance policy applies
Assessment: Exam

This course will examine whether the UN Convention on Contracts for the International Sale of Goods ("CISG"), considered the paradigm of uniform substantive law conventions, has succeeded in creating uniform (sales) law. To do so, the course will analyze case law from courts and arbitral tribunals. This analysis will show that the solutions are not as uniform as one might think. This, in turn, will allow course participants to avoid the pitfalls that go hand in hand with the myth of uniformity the success of the CISG has (falsely) created.

**INTERNATIONAL COMMERCIAL LITIGATION
BY PROF. DR. PETER HUBER**

Participants:	max. 30
Pre-requisites:	none
Attendance:	Bucerius attendance policy applies
Assessment:	Exam

This course deals with cases where an international commercial transaction has given rise to a legal dispute between the parties and where this dispute is not decided by arbitration. In such a scenario, the parties have to litigate before the domestic court of a State. This raises a number of difficult issues, a selection of which will be dealt with in the course.

One part of the course will be devoted to the issue of international jurisdiction: In which state's courts can the plaintiff bring his lawsuit against the defendant? What if there are several states that offer a ground of jurisdiction? Why does it matter at all whether a dispute is litigated in one state rather than in another? Can the parties in their contract choose the forum in which future claims will be litigated (forum selection)?

A second part of the course will deal with a selection of specific issues that may arise in international commercial litigation: What if the court which is seized with the lawsuit regards itself as an inappropriate forum (forum non conveniens)? What if the same lawsuit is brought twice, but in different states (lis alibi pendens)? What are the so-called "torpedo claims"? Is it possible to prevent the other party from bringing a lawsuit in a certain state by way of an "antisuit injunction"? Will a judgment from the courts of one state be recognized and enforced in other states?

The course will address these issues primarily from a European (EU) and from a US perspective. A detailed reading list and a reader with materials covering European and US sources (e.g. cases, articles) will be available before the course.

INTERNATIONAL MERGERS & ACQUISITIONS BY DR. HILKE HERCHEN & JOHN HAMMOND

Participants:	max. 30
Pre-requisites:	none
Attendance:	Full attendance required (i.e. 100%)
Assessment:	Group work & Mock Negotiation

This course examines the principal business and legal issues in cross-border mergers and acquisitions including forms of business combination and sale and purchase agreements. It covers the M&A process from letters of intent, due diligence, structuring, drafting and negotiating purchase agreements. Particular emphasis is placed on the purpose of various elements of a purchase agreement, such as warranties, indemnities, purchase price mechanism (such as locked box and cash-free-debt free/ working capital purchase price adjustments). Participants are given the opportunity to discuss some aspects of the course in smaller break-out sessions. The course ends with a mock negotiation of parts of a purchase agreement using the skills acquired during the previous sessions.

NEGOTIATION BY DR. RENÉ A. PFROMM

Participants:	max. 22
Pre-requisites:	none
Attendance:	Full attendance required (i.e. 100%)
Assessment:	Participation in class & simulations

This course provides students with strategies, techniques and tactics of effective legal & business negotiations. Students learn how to strategically plan, prepare for, and conduct negotiations. The course prepares them for dealing with power imbalances, for achieving the other side's buy-in and getting to yes, and for designing outcomes that increase both the total value of the deal and one's own share. It also covers negotiation process design, team negotiations, dynamic & competitive negotiations, and dealing with deadlock situations. The workshop equips participants with a practical and easy to use toolkit for legal and business negotiations. Content delivery builds upon interactive lectures, role plays (individual and team negotiations), case studies, and group discussions.

If you wish to take a course on alternative dispute resolution, you must select either Business Mediation or Negotiation as a focus area. These courses will meet in parallel.

ACADEMIC DIRECTOR



Professor Dr. Katharina Boele-Woelki
Dean of Bucerius Law School

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FACULTY BIOGRAPHIES



Prof. Dr. Franco Ferrari, who joined the NYU School of Law full-time faculty in Fall 2010, was most recently a chaired professor of international law at Verona University in Italy (2002-2016). Previously, he was a chaired professor of comparative law at Tilburg University in the Netherlands (1995-1998) and the University of Bologna in Italy (1998-2002). After serving as a member of the Italian delegation to various sessions of the United Nations Commission on International Trade Law (UNCITRAL) from 1995 to 2000, he was Legal Officer at the United Nations Office of Legal Affairs, International Trade Law Branch, from 2000 to 2002, where he was responsible for numerous projects, including the preparation of the UNCITRAL digest on applications of the UN Sales Convention. Ferrari has published more than 290 law review articles and book chapters in various languages and 30 books in the areas of international commercial law, conflict of laws, comparative law, and international commercial arbitration. Ferrari, who is a recipient of the 2018 Certificate of Merit for High Technical Craftmanship and Utility to Practicing Lawyers and Scholars awarded by the American Society of International Law, is a member of the editorial boards of various peer-reviewed European law journals and the General Editor of the *European International Arbitration Review*. Ferrari also acts as an international arbitrator both in international commercial arbitrations and investment arbitrations.



John Hammond specializes in international M&A transactions, including private equity and joint ventures, and has wide experience, particularly in Russia, CEE and Germany. He has extensive expertise in the oil and gas, TMT, chemical and pharmaceutical, real estate and financial spheres. John represents major domestic and international companies in their natural resource projects, M&A transactions, long-term supply agreements and dispute resolution. John has been involved in some of the largest and most complex oil and gas transactions, including offshore upstream projects as well as downstream investments. He graduated with a law degree from Oxford University and qualified as a lawyer in England in 1987.

After ten years working in the City of London at Lovells and then CMS he moved abroad and since then has worked for 8 years in Germany and 12 years in Russia. He qualified as a Rechtsanwalt in Germany in October 2006. John is a member of the Law Society of England and Wales and the Rechtsanwaltskammer Stuttgart. [More](#)



Dr. Hilke Herchen specializes in Mergers & Acquisition and in Corporate Law, especially Stock Corporation Law. Hilke Herchen advises strategic and financial investors in national and international M&A transactions. Recently, she has advised both on seller's and buyer's side in various transactions on a national and international level in different industrial sectors, with a focus on energy and IT. After studies in Passau (Germany), St. Petersburg (Russia) and Würzburg (Germany), she graduated with a law degree. She spent her traineeship (Referendariat) in Hamburg and Buenos Aires. She qualified with second state examination (bar exam) as lawyer in 2001 and graduated in

2003 as a doctor in law at Hamburg University. She started her career with CMS in 2002 and is a partner since 2008.

Hilke Herchen is author and co-author in various legal handbooks and commentaries, such as the commentary on stock corporation law "Ziemons/Binnewies "Aktiengesellschaften", of the handbook to stock corporation law "Happ" and of the handbook on partnerships and limited partnerships "Münchener Handbuch des Gesellschaftsrechts". [More](#)



Prof. Dr. Peter Huber is professor of Law at Johannes-Gutenberg-University Mainz (Germany) where he holds the chair for private law, conflict of laws and comparative law. His main interests lie in the fields of International Sales Law, of German and Comparative Contract Law and in the area of International Litigation and Arbitration. He has published several books and articles on these issues and teaches them regularly. He is the Head Coach of the Mainz University team for the W.C. Vis International Commercial Arbitration Moot Competition and the Foreign Direct Investment Moot Competition. Visiting appointments have led him to the Hague Academy of

International Law, Nihon University Tokyo, New York University, Tulane Law School, the University of Georgia (Athens) and the University of Burgundy (Dijon). [More](#)



Prof. Dr. Carsten Jungmann is Program Director at Bucerius Law School. In this capacity, he serves as Program Director Law for the Master Program of Bucerius Law School and is also coordinating the Diploma in Business Law Program at WHU - Otto Beisheim School of Management. In addition, he is a practicing lawyer in his capacity as the Director Corporate Law and Structure of BIRKENSTOCK Group in Neustadt (Wied). His primary fields of research are insolvency law, corporate law (including corporate governance), banking law and corporate finance.

Dr. Jungmann studied law at the University of Bonn and at the University of Edinburgh. At the University of Bonn, he graduated as a Doctor of Laws. As a trainee solicitor, he worked inter alia with the international law firm Hogan Lovells and with HSH Nordbank; he also clerked for High Court Chief Judge Dr. Buechel. After passing the bar exam at the High Court of Hamburg, he went to the US and obtained an LL.M. from Yale Law School. Carsten Jungmann holds an M.Sc. in Finance, which he earned at the University of Leicester. Finally, he is both, a university-certified Compliance Officer and a Business Mediator, and was managing partner of the law firm DUVINAGE in Munich and Hamburg.

He spent a year as an academic visitor at the London School of Economics and was/is a lecturer in law at the University of Surrey, the University of Fribourg, the Leuphana University Lüneburg, the Heinrich-Heine-University Düsseldorf and at the Ludwig-Maximilians-University of Munich. He has published numerous articles on corporate, banking and insolvency law in leading law journals. He received the Best Teacher Award of the Master Program of Bucerius Law School four times, and was awarded the Bucerius Alumni Prize for Outstanding Teaching in 2011. [More](#)



Prof. Dr. Lars Kirchhoff, an international lawyer and mediator, is the academic director of the Institute for Conflict Management at the European University Viadrina. He specialized in Dispute Resolution at Yale Law School, the OSCE and in the mediation program of the US District Court of Northern California. He is also a lecturer and conflict coach at Bucerius Law School, the German Federal Foreign Office, the Organization for Security and Cooperation in Europe and a wide spectrum of commercial and political institutions. Lars Kirchhoff has authored numerous publications on state sovereignty, mediation and the interplay between international commercial arbitration and mediation. [More](#)



Prof. Dr. Stefan Kröll is one of the directors of the Center of International Dispute Resolution at Bucerius Law School and an independent arbitrator in Cologne. He is a director of the Willem C. Vis Arbitration Moot and one of Germany's national correspondents to UNCITRAL for arbitration and international commercial law.

Prof. Kröll is the (co-)author and editor of several leading books on international arbitration including "Comparative International Commercial Arbitration" (Kluwer 2003, with Lew and Mistelis) and "International Commercial Arbitration – A Transnational Perspective" (6th ed. 2015, with

Várady and Barcelò).

Kröll is a visiting professor at the School of International Arbitration at the Centre for Commercial Law Studies (Queen Mary College, University of London) and regularly lectures for other leading Universities on arbitration, litigation and international contract law. He is member of the board of editors of several international journals on international arbitration and commercial law. [More](#)



Dr. René A. Pfromm heads pfromm negotiations, an internationally active consulting firm for legal and strategic negotiations. He works with law firm partners & associates, in-house counsel, business executives and sales/purchasing teams to improve their negotiation impact. He also advises on and supports negotiation teams in planning, designing and conducting individual negotiation projects (e.g., cartel damages, out-of-court settlements etc.). Another focus of his work is coaching lawyers on legal pitching, legal pricing and legal fee negotiations. His clients comprise law firms and companies of all sizes, from the global elite to local champions, and are mainly based in Europe and Asia. Prior, Dr. Pfromm was a lawyer with Freshfields Bruckhaus Deringer LLP in Germany and China, including a client secondment to E.ON AG. Dr. Pfromm lectures negotiations at Bucerius Law School and other leading universities and executive education programs, and is a business mediator. He is a graduate of Harvard Law School (LL.M.), King's College London (M.A. Econ) and the University of Bonn (Dr. iur.). [More](#)



Dr. Felix Wendenburg, MBA, is a mediator, partner at the Berlin-based firm TGKS, co-director of the core practice and research field "business" at the Institute for Conflict Management and academic director of the postgraduate master's program in mediation (both at the European University Viadrina). After graduating from Bucerius Law School in 2008, he worked as a research associate and doctoral candidate at the Max Planck Institute for Comparative and International Law in Hamburg.

He received his mediation training at Bucerius Law School, the Lawyers' Chamber (Celle), Boston College Law School, Fordham University School of Law (New York) and the mediation program of the US District Court of Northern California. Felix Wendenburg has authored several publications on "interprofessionality" in mediation, the legal framework of mediation and on law school grading policies. [More](#)