

Donald Koblitz

Synopsis for Seminar on the Practice of International Business Law

Week One

Practice of Law in International Context

Education and Career of international-oriented lawyer in the United States: Upbringing, college, Law School, Clerkship, Corporate Law Practice, State Department (US foreign Ministry), corporate International Law Firm; German Automobile Company in Germany and PRC;

Week Two

Context of the Practice of International Business Law

International Law, International Conventions and Customary International law, in particular regarding the expropriation of foreign investment, US Supreme Court case *Banco Nacional de Cuba v. Sabatino* regarding the Act of State Doctrine and domestic courts' willingness to entertain lawsuits stemming from the sovereign acts of foreign countries. See Vagts, Dodge & Koh, pp. 61-94; *International Business Law*, August, Mayer & Bixby, pp. 1-54

Week Three

GATT, WTO and other Multilateral Trade Agreements

GATT regime, WTO structure and principles, China's WTO+ obligations, dispute mechanisms. August, pp. 337-396
United States – Import Prohibition of Certain Shrimp and Shrimp Products, Vagts, pp. 130-153

Week Four

Ethics and the Practice of Law

Structure of VWAG Legal Department in Germany; structure of Volkswagen China; Volkswagen's Acquisition of Bugatti, Home Office versus Representing the Field, Lawyers as Counselors versus Service Providers; Ben Heineman, "The General Counsel as Lawyer-Statesman"; Harper Lee "To Kill a Mockingbird"

Week Five

Joint Venture in China

Role of lawyers to explain realities to home office, but loyally represent parent company, consequence of written agreements, contentious issues (social welfare fund, product liability, dynamics of government oversight and local partner interests, factors for success and failure

Sample Foreign – Chinese Joint Venture Contract; Law on Sino-Foreign Equity Joint Ventures; Vagts, Notes on Tensions in Joint Ventures, pp. 511-513

Week Six

Intellectual Property Rights

Creation of Intellectual Property Rights, including copyrights, patents, trademarks and know-how, and the World Intellectual Property Organization. August, pp. 452-485. China's Foreign Direct Investment regime, catalogue of encouraged industries, indigenous brands, tax incentives, requirement of local IPR for electric vehicles, risk to foreign companies, counterfeiting, unlicensed over-production, IPR protective countermeasures. August, pp. 452-517; *Businessweek*, "Inside the Chinese Boom in Corporate Espionage"

Week Seven

Art of Negotiation

Getting to "Yes": Negotiating Agreements Without Giving In, Fisher, Ury & Patton, and latest strategies of contract negotiation from University of Pennsylvania Wharton Business School Negotiation course (November, 2012)

Week Eight

Compliance in Modern Corporations: US Foreign Corrupt Practice Act and internal structures for compliance, Proposed ISO Standard for Global Business Conduct. August, pp. 182-183, DOJ Handbook.

Week Nine

Resolving Disputes between Partners Internally: loyally representing company versus taking into account local conditions, understanding other side's needs, identifying harmless concessions. Vagts, pp. 511-518

Week Ten

Art of Drafting Contracts and Preparing Internal Memoranda

Joint declarations, Letters of Intent, Memoranda of Understandings and Contracts

Week Eleven

Arbitration I

Drafting Arbitration clauses, choosing best forum, conducting arbitration; Gary Born, *International Arbitration, Cases & Material*;

Week Twelve

Arbitration II

Gary Born, *International Arbitration, Cases & Materials*

Week Thirteen

Formal Dispute Resolution

Settlement of disputes in international tribunals, such as the International Court of Justice, the World Trade Organization and the International Center for the Settlement of Investment Disputes. August, pp. 107-128

Week Fourteen

EXAMINATION