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ECLAnews

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European Company Lawyers Association

Dear ECLA Colleagues and Friends,

IT'S TIME AGAIN TO CASCADE AND CIRCULATE YOUR NEW ECLANEWS.

ECLA celebrated its 30th Birthday with a Forum in Brussels in Palais d'Egmont together with 200 colleagues, 7 former ECLA Presidents, Mr. Ugo Bassi, Director of Directorate Capital and Companies from DG Internal Market and Services. We are very proud of this great event as ECLA Forum was a true success. It showed visibly the commitment of the European company lawyers delegates originating from 22 different jurisdictions to ethics and rule of law in the daily business of their companies. The European company lawyer is a key player in this role. ECLA Forum also showed ECLA developed into an important platform for formulating of the ethical standards of European company lawyers. Read more about the ECLA Forum inside of our newsletter and visit the ECLA's website for some pictures from the event.

Enjoy the reading and if you have content to share for our next issue, do not hesitate to distribute this newsletter around you and also, your feedback does matter to us: info@ecla.eu

ECLAnewslly Yours,

Petr Šmelhaus, General Manager

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ECLA CELEBRATED ITS 30th ANNIVERSARY WITH THE EU COMMISSION

❖ **Company Lawyer – a key driver of European company ethics**



Exceptional ECLA Forum celebrating the 30th anniversary of ECLA's foundation and the great importance gained by Ethics within the profession in recent years, with VIP General Counsels from 22 European countries gathered in Brussels.

On the 26th of September, European Company Lawyers as a profession was celebrated under the banner of ECLA's 30th Anniversary. The festive event organized by ECLA with the support of GLG, took place in the impressive venue of the Palais d'Egmont in Brussels on the 26th of September.

More than 200 delegates attended. High profile panels had been constituted on; new breakthrough trends in the profession; the evolution of the legal privilege; the importance of ethics and the independence of company lawyers. The conference enabled discussion and networking of VIP's company lawyers such as Mr. Michael Junge (General Counsel of SAP), Mr. Delescaille (President of the IJE – Institut des Juristes d'Entreprises/General Counsel of Cliniques Europe) with the profession leaders and thinkers and EU Commission represented by Mr. Ugo Bassi, Director in the European Commission's Capital and Companies' DG. It was established that Ethics were very important for all Company Lawyers throughout Europe and the questions surrounding that subject were intensely discussed. The duality of the role of Global Legal Counsel who are both business partners and stewards, was highlighted. And thus the status of in-house company lawyers should be precisely defined and they should have their professional independence. The idea behind ECLA is to gather ideas, expertise, diversity (both in geography and expertise) in order to defend European Company Lawyers' rights and to enhance their position in companies and the society.

Philippe Coen, President of ECLA said: "ECLA has now confirmed it is the natural company lawyers' counterpart for the EU policy makers. This is an important step for the company's well-being, for the company lawyer profession and for the ethical principles and the legal culture that no one better than company lawyers disseminate within the Europe based companies. After such a European interest from the 22 European countries attending our ECLA event and our constantly growing number of members of 42,000 up today, ECLA's role in the European scene can only increase."

PR for download is [here](#). The **French version** is [here](#). You can find nice **pictures from the event** [here](#).

Comment: The discussions of ECLA management with Mr. Ugo Bassi will continue on 12th December on the follow up reunion. Questions and talking points are welcome from our members to work on ECLA's influence with EU policy makers.

Excerpts from the press: [Affiches Parisiennes](#)

Some photos from ECLA Forum:



ECLA Forum on Palais d'Egmont, Brussels



ECLA President Mr. Philippe Coen is addressing the delegates of ECLA Forum



Mr. Ugo Bassi, DG Internal Market and Services, Mr. Philippe Coen, ECLA President (right)



ECLA former and current representatives



International Fiscal Association IFA and ECLA signed a Memorandum of Understanding

❖ Porus Kaka, President of IFA paid a visit to Brussels to start cooperation with ECLA

On the 27th of September in Brussels, ECLA (European Company Lawyers Association) signed an international partnership agreement with the IFA (International Fiscal Association). ECLA organized a European Forum at the prestigious venue of the Palais d'Egmont in Brussels. The next day, the General Assembly ECLA held its 19 countries general Assembly. The two Non-Governmental Organizations signed an unprecedented Memorandum of Understanding organizing a close cooperation between the two professions in order to share information, best practices, mutual support and future events.

Mr. Philippe Coen, President of ECLA, company lawyer practicing in Paris said: *"ECLA is now teaming up in a close partnership mode with the International Fiscal Association. Our 42,000 members and their 12,500 members have so much to share together. To be a good tax lawyer you ought to be knowledgeable of company lawyer's issues and the reverse is true. We have much to share with the IFA now lead by Mr. Porus Kaka, Q.C., tax lawyer practicing in Mumbai. This signature was not only a grand momentum for our professions but also a cheerful moment of joy which is part of the reason why we spend so much energy in our professional association lives. The best for our company lawyer and tax lawyer profession has yet to come and we'll approach this future in a more solid manner now we have executed our Memorandum of Understanding this month in Brussels; long life to our cooperation!"*



Philippe Coen (ECLA), Porus Kaka (IFA) (right)

About IFA:

The International Fiscal Association (IFA) was established in 1938 with its headquarters in the Netherlands. It is the only non-governmental and non-sectorial international organisation dealing with fiscal matters. Membership of IFA now stands at more than 12,500 from 111 countries. Along with the increasing internationalization of the world's economies, international tax issues have become more numerous and of greater importance. Since the end of the second World War IFA has played an essential role both in the development of certain principles of international taxation and in providing possible solutions to problems arising in their practical implementation.

Contact Information:

IFA, World Trade Center, Beursplein 37, P.O. Box 30215, 3001 DE Rotterdam / The Netherlands
a.gensecr@ifa.nl

Click [here](#) and [here](#) for the press coverage on ECLA/IFA MOU



After the ECLA Forum – Interview of Sergio Marini on Ethics of Company Lawyers

❖ **Ethics - hot topic thoroughly discussed on ECLA Forum. Sergio Marini, ECLA Vice President, Shell Regional Senior Legal Manager, Milan, leader of the ethical and independence panel on ECLA Forum, elaborated on the Ethical Code for European company lawyers.**

**Why was the Code of Ethics for European company lawyers needed?**

S.M. I think that one of the reasons why ECLA exist is to make the company lawyers in Europe feel like ONE entity. The stronger the feeling, the more are the chances that we have to see our requests recognized at European level, we know that. I believe that the best way to be and feel part of our association is to share values, so why not to try to write down the ethical principles that a European company lawyer is asked to share. That is what I tried to do.

What are the sources of your work?

S.M. The starting point was a comparative study of the existing Codes that most of the organizations that are part of ECLA have adopted. None of the principles that can be found in the

ECLA code is contrary to any national code and, at the same time, every principle contained in the ten articles is shared by at least two national codes. As I have had already the chance to say, the comparative study has been particularly interesting because it is evident how each code reflects the culture and recent history of its country. I have tried to pick every shared value to make a document that reflects our common professional believes and feelings.

How can the Code of Ethics be used in the future?

S.M. I believe it can be a reference for the national associations, certainly not an obligation or a constraint. Each national association must have its own code of ethics which CAN be inspired by the ECLA Code of Ethics and hopefully not be in contrast.

Will it prevail over the national Codes?

S.M. Absolutely not, it wants to be a kind of summary of the values we all share on our profession despite the country we come from. It may “influence” the national code in a positive way if it will be the case, but not prevail.

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Sergio Marini, Shell Regional Senior Legal Manager, is an Italian lawyer with over 20 years of experience both in the construction and in the energy sector. Since 1995 he is a member of AIGI (Associazione Italiana Giuristi d'Impresa) and, at present, a member on its Board of Directors. Since 2008 he is Vice-president of ECLA.



ECLA History. Interview of Han Kooy with Francesco Benigni and Bengt Gustafson. Record from the ECLA Forum 2013

❖ **ECLA Forum panelists are talking about the ECLA's history.**

Han Kooy, The Netherlands, former ECLA President, interviewed **Bengt Gustafson**, Sweden, another former ECLA President, and **Francesco Benigni** (former General Manager of ECLA) on the topic of ECLA history on ECLA Forum in Brussels.

We celebrate today in this beautiful Palace d'Egmont ECLA's 30th anniversary. But of course we have a history of our own. I am making now an interview with two important men out of ECLA's history. Franceso Benigni you were and are involved in ECLA for a very long period of time. Later you were even the first professional General Manager of ECLA from April 2007 to June 2009. Francesco wrote an extensive history of ECLA, which you can find on our website. And Bengt Gustafson, you were president during an important period of ECLA and you are still active also after your resignation as president in 2007. Dear Francesco, what was preceding the official start of ECLA in 1983? I understand there were some preceding informal contacts between some national associations ? Which countries were involved?

F.B. *There were indeed some informal meetings since 1980, between a limited number of countries (as written in the History). The actual establishment of ECLA in 1983 was shortly after the AM&S case. I would like to stress that one of the principal goals of ECLA, as expressed by president Walter Kolvenbach, was the recognition and acceptance of the company lawyers profession in Europe: at that time, in many countries in Europe, if one excludes the UK and the Netherlands, it was not at all obvious that there was such a profession.*

Dear Bengt, *we know that in the history of ECLA two court decisions of the European Court of Justice were of paramount importance for ECLA, i.e. the A.M. & S case in 1982 (in fact acted as the source of inspiration for the formation of ECLA) and the AKZO Nobel case in 2010, both on professional legal privilege for company lawyers. Can you tell us something about the background and common aspects of these two cases, which we unfortunately both lost? And this despite the enormous efforts of our pro bono outside counsels: Maurits Domans, John Temple Lang (who even was involved in the 1982 (AM & S) case and of course Kristina Nordlander. Fortunately, they are all present today in this room.*

B.G. *I will cover the legal issues shortly and the reasons used by the ECJ for denying LP to company lawyers. The attitude of the European Commission versus legal privilege for company lawyers was generally speaking not very positive, in our point of view. However, the European Parliament had a different view. The EP even adopted in 1999 a motion in favour of LP for certain company lawyers. We all know that there were conflicting opinions in the EU –where the Parliament actually adopted a motion giving company lawyers LP protection- as suggested by ECLA. However this initiative by the Parliament did not lead to any actual LP accepted by the Commission. I nevertheless say this as it shows that ECLA is not completely alone in its wish to get LLP for company lawyers.*

Bengt, *you started a program aimed at providing ‘visible and real benefits’ for individual company lawyers. In your term also new members from Eastern Europe joined ECLA. How did you stimulate that?*

B.G. *We were using the “chain effect” – if one East European association was happy it would tell other East European associations of the benefits of joining ECLA. So we made sure that we had people from the east-west-south and north in the Executive Board, some were even heading task groups And we did visit them – Poland, Croatia, Bulgaria, Czech Rep. It made them feel involved, engaged and important.*

Francesco, *you co-organised some conferences together with ERA. Can you say something about that? How did it go?*

F.B. *Yes ECLA co-organised three conferences during my term (2007-2009) on EU law themes in Brussels. And the participants were from many European countries. Maybe it is time, after this Forum, to organise something again next year.*

And finally a question to myself. What happened during the period of the last three presidents and the present president Philippe Coen (elected in 2012)?

***H.K.** In 2010 we had the AKZO Nobel case, which we lost but there were also some positive aspects in the Court order. So, there are now rules how to deal in case there is a dispute about yes or no of LP. This may be submitted (in a closed envelop) to the Court which will then decide upon that. With our new energetic President, Philippe Coen ECLA became more open and modern and tries to have a more accessible profile in the legal world. New logo, new website and more visits to conferences of national associations and other legal organisations. We still have some miles to go, but we will certainly manage. It is as with the 'real, big' Europe. We continue to move in the right direction!!*

Click [here](#) for the **ECLA history written by Francesco Benigni**.



ECLA Presidents. From front left: Paul de Jonge (2007 - 2008), Dr. Peter Kriependorf (2010 - 2012), Georges Carle (1990 - 1992), Philippe Coen (2012 - 2014), upper row: Han Kooy (2008 - 2010), Colm Manin (1998 - 2001), Bengt Gustafson (2004 - 2007)



***ECLA General Managers.** From left: Francesco Benigni (2007 - 2009), Paul de Jonge (2009 - 2010), Petr Šmelhaus (2010 - 2013)*



ECLA BENEFIT: Careers, traditional and non-traditional, for foreign lawyers in NY

Stephan Grynwajc reports from the USA

Building up on the recent announcement of the joint initiative between ECLA and the New York University School of Law around the International Job fair, we organized on September 18, 2013, our first co-sponsored student event at the school on the theme of "Careers, traditional and non-traditional, for foreign lawyers in NY". This conference, which addressed such topics as "what are the keys to succeeding as a foreign lawyer in NY", "how can a foreign-trained lawyer find out about opportunities that call upon particular expertise in foreign and/or international law" or "how do you network "American style"", attracted more than 120 students from a number of schools (NYU, Columbia, Fordham, Cardozo, Brooklyn Law) and was extremely well received. It gave us

a chance to introduce ECLA, the partnership, and in-house careers for international LLM graduates. It was followed by a cocktail organized by NYU.

**SPECIAL ECLA RATES FOR LEGAL DEPARTMENTS TO MEET US LL.M. CANDIDATES
@ the LL.M. NYU JOB FAIR**

Get introduced to the New York International Student Interview Program (ISIP), please find attached the [Presentation brochure](#) as well as a [Special Invitation](#) for ECLA by New York University School of Law to attend the program at preferential rates for ECLA members.

Please do relay this great opportunity to the members of your respective organizations working in-house. Whether they can come from Europe in person, or have US-based colleagues from their company attend the event, or even arrange for student interviews outside of the actual event, all of which options are possible, it is not only the opportunity for us to introduce our many career options available in-house to a very talented pool of international students who would not otherwise have that opportunity, but is it also a great opportunity to be present and known as an organization on the US market since 32 law schools across the country join in the effort to promote the program to over 2,000 LLM students every year.

Indeed Stephan Grynwajc organizes regular student events for LLMs every year and many of them are very excited at the prospect of being able to meet international corporate counsels during ISIP, whether in connection with US-based opportunities, or even EU-based opportunities.in-house opportunities, whether or not these follow a first experience in the US upon completion of their LLM program.

Thank you in advance for your consideration and support. And please let me know if you have any questions on the program.



**The Inaugural Global Merger Control
Conference supported by ECLA and AFJE**

✦ **The ECLA plus: Free conference on competition merger laws in France.**

This year's Global Merger Control Conference is the inaugural event in a planned annual series of international merger-focused conferences. The conference will take place on Tuesday, October 29, from 1:30 to 6:30, followed by a cocktail reception, at Paul Hastings' Paris office, 96 Bld. Haussmann. This event features outstanding speakers, including: Bruno Lasserre (French Competition Authority President), William E. Kovacic (GWU), Willard Mwemba (COMESA), Randy Tritell (FTC), among others.

ECLA is a media partner of The Global Merger Control Conference.

You are welcome to register free of charge on line by selecting "Concurrences Invitation" [here](#). No on-site registration.



ECLA BENEFIT: UNITED NATIONS COMMISSION ON INTERNATIONAL TRADE LAW (UNCITRAL) calls for ECLA Experts

❖ **Company lawyers – experts on insolvency law - may use their expertise with ECLA on the UNCITRAL session.**



High profile company lawyers – volunteers and experts on the subject matter – are called to join the United Nations Commission on International Trade Law (UNCITRAL) Working Group V (Insolvency Law), which will hold its forty-fourth session at the Vienna International Centre, from 16 to 20 December 2013. The Working Group will hold a colloquium in the first three days of the session to (a) clarify how it will proceed with the enterprise group issues and other parts of its current mandate that have not been exhausted; and (b) consider topics for possible future work, including insolvency issues specific to micro, small and medium enterprises (MSMEs).

A copy of the colloquium program and the provisional agenda for the session (A/CN.9/WG.V/WP.116), with annotations, are available on the UNCITRAL website www.uncitral.org. All other working papers, including information relevant to the topics to be discussed at the colloquium and the Working Group session, will also be available on the UNCITRAL web site in due course.

The interested persons should submit their application through the ECLA General Manager. They are expected to represent ECLA on matters where they have expertise or international experience so as to facilitate the deliberations of the Working Group. ECLA reserves the right to decide on each application.



ECLA BENEFIT: ENJOY AN INVITATION TO REPUTED FRENCH LEGAL TROPHIES on November 28, 2013

❖ **Time to follow and re-tweet @ECLAcontact**

[Program of conference before the evening event in a prestigious Paris place.](#) Ask for your free ticket to Juliette.rogala@ecla.eu 10 free seats are pre booked for ECLA affiliates. Philippe Coen will moderate the panel on leadership and management.

Two pictures from the past French legal trophies :





ECLA AGENDA: March 7th, 2014, New York State Bar Event in Paris / Special rates for ECLA affiliate members

✦ ECLA will speak at that unique event



ECLA AGENDA: 9th Corporate Counsel Exchange 23 - 25 October, 2013, The Netherlands

✦ There are two complimentary places available for ECLA company lawyers, on a first come first served basis.



23 - 25 October, 2013, Hotels van Oranje, Noordwijk, The Netherlands

General Counsel are being pulled in a number of directions. Regulatory enforcement in Europe and internationally is intensifying, whilst pressure from the Board to do more with less is increasing. Heads of legal are looking for new ways to drive efficiencies, including redefining their relationships with external counsel to drive for more value; but there is a risk of sabotaging well-developed relationships.

Global company growth is still impacting legal strategy and compliance decisions and new regulations, such as the proposed EU data privacy changes, are adding an extra burden to an already stretched legal department.

As a General Counsel, the 9th Corporate Counsel Exchange offers you the perfect setting to network, benchmark and develop effective business strategies. This exclusive, invitation only event attended by 80 General Counsel, tackles the challenges that heads of legal face today and offers you new solutions through a series of case studies, interactive roundtables and pre-arranged, one-on-one meetings with a range of solution providers.

The expert speaker panel at the 9th Corporate Counsel Exchange includes:

- Paul van Reesch, VP Legal - Great Britain, Coca-Cola Enterprises
- Asa Ericson Hedstrom, VP Legal and Compliance, Sony Mobile
- Kimberly Phillips, Associate General Counsel Global Litigation – Strategy & Coordination, Shell
- Giorgos Rossides, Policy Officer - DG Justice | Data Protection Unit, European Commission
- Christopher Rother, Head of Group Regulatory, Competition and Antitrust, Deutsche Bahn
- Stephen Archer, Business and Economic Analyst

Confirmed solution providers include: Bird & Bird, Datacert, DocuSign, Kirkland & Ellis, KPMG, Linklaters, Recommind, SJ Berwin, Thomson Reuters and more.

If you'd like to see the draft agenda to find out more about the key themes covered at the 2013 Exchange, or would like to investigate what opportunities remain for law firms and providers to meet with the 70 General Counsel in attendance, please email: info@thelegalexchangenetwork.com or visit the website to request your invitation: <http://bit.ly/12sWWu1>



ECLA Agenda: CDR Conference in London – November 12 – 13, 2013

✦ **Join the discussion and debate in London on 12 and 13 November and gain greater insight into the issues that matter most to you and your company.**



Following the success of Commercial Dispute Resolution's (CDR) 2012 inaugural conference (view post-conference report [here](#)), CDR is pleased to invite you to two unique, interactive one day events tackling some of the most important questions faced by general counsel and private practitioners around the globe today in litigation, arbitration and mediation.

CDR is a Strategic Partner of ECLA and Mr. Jean Cattaruzza, ECLA Executive Board member and Treasurer, will pay a visit to the conference this year. Join him and meet him and other CDR experts there. Register for the conference [here](#).



UNIDROIT Principles and ICC model contracts, November 8th, 2013, Rome

❖ Conference “Innovative Solutions for the Choice of Law Governing International Contracts”

Parties engaged in the negotiation of an international contract are frequently faced with the problem of agreeing on a neutral solution when it comes to agree on the governing law. In addition to the traditional solutions, such as the choice of the law of a third country, the option of having recourse to transnational rules instead of a domestic law is receiving more and more acceptance in recent years, also thanks to the growing success of the Unidroit Principles, which offer a clear and well-balanced alternative legal framework.

The purpose of this conference is to analyse and discuss a number of contractual solutions based on the Unidroit Principles, such as in particular the "Model clauses for the use of the Unidroit Principles" adopted by Unidroit in June of this year and the choice-of-law clauses contained in several model contracts published by the International Chamber of Commerce.

Click for the [Program of the conference](#) and for the [Registration form](#).



ECLA NEWS posted regularly on Twitter: Time to follow and retweet @ECLACONTACT

❖ English and French language tweets for your information and joy.

We have improved our twitter abilities in the French language. We hope you enjoyed this. BTW, do you want some ECLA tweets are issued in your other language? Tell us more and share with us your local news. They might open the eyes of your colleagues in a different country – we all are European company lawyers sharing one twitter @ECLACONTACT.



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Petr Šmelhaus, General Manager
Tel.: +420 417 630 282
petr.smelhaus@ecla.eu
www.ecla.eu

