

PhD seminar on Companies and Markets 2019

Business: Law, Policies and Theory

Reading list

For Day 1

Inger-Johanne Sand:

Sand, Inger-Johanne, 'Environmental Law in the age of the Anthropocene', in Philippopoulos-Mihalopoulos, Andreas and Brooks, Victoria (eds), *Research Methods in Environmental Law: A Handbook* (Cheltenham: Edward Elgar, 2017), pp. 396-415. Circulated only to participants at PhD Seminar 2019, do not circulate further or cite without contacting the author (pdf). – 20 pages.

Recommended additional reading:

Tuori, Kaarlo, 'Transnational Law: On legal hybrids and perspectivism' in Maduro, Miguel, Tuori Kaarlo and Sankari, Suvi (eds) *Transnational Law: Rethinking European Law and Legal Thinking* (Cambridge: Cambridge University Press, 2014), pp. 11-57. Available at https://www.cambridge.org/core/services/aop-cambridge-core/content/view/935C46F46ED8973AC0B28C2DDC22975A/9781139236041c1_p11-58_CBO.pdf/transnational_law.pdf. – 48 pages.

For Day 2

Beate Sjøfjell:

Sjøfjell, Beate and Anker-Sørensen, Linn, 'The Duties of the Board and Corporate Social Responsibility (CSR)', in Hanne Birkmose, Mette Neville & Karsten Engsig Sørensen (eds.), *Boards of directors in European companies – reshaping and harmonising their organisation and duties*, Kluwer Law International, 2013. Available at SSRN: <https://ssrn.com/abstract=2322680> – 42 pages.

Jukka Mähönen:

Schmidt, Jessica, 'The Mobility Aspects of the EU Commission's Company Law Package: Or – 'The Good, the Bad and the Ugly'', *European Company Law Journal*, 16 (2019) 1, pp. 13-17. Available at <http://www.kluwerlawonline.com/document.php?id=EUCL2019003>. – 5 pages.

Recommended additional reading:

European Commission, Proposal for a Directive of the European Parliament and of the Council amending Directive (EU) 2017/1132 as regards cross-border conversions, mergers and divisions, COM(2018) 241 final. Available at <https://eur-lex.europa.eu/legal-content/EN/TXT/?uri=COM%3A2018%3A241%3AFIN>. – 88 pages.

María Jesús Muñoz-Torres:

Escrig-Olmedo, Elena, Fernández-Izquierdo, María Ángeles, Ferrero-Ferrero, Idoya, Rivera-Lirio, Juana María and Muñoz-Torres, Mará Jesús, ‘Rating the raters: Evaluating how ESG rating agencies integrate sustainability principles’, *Sustainability*, 11 (2019) 3, 915. Available at <https://www.mdpi.com/2071-1050/11/3/915>. - 16 pages.

Recommended additional reading:

Muñoz-Torres, María Jesús, Fernández-Izquierdo, María Ángeles, Rivera-Lirio, Juana María, Ferrero-Ferrero, Idoya, Escrig-Olmedo, Elena, Gisbert-Navarro, José Vicente and Marullo, María Chiara, ‘An assessment tool to integrate sustainability principles into the global supply chain’, *Sustainability*, 10 (2018) 2, 535. Available at <https://www.mdpi.com/2071-1050/10/2/535>. - 20 pages.

Jay Cullen:

Cullen, Jay, ‘After ‘HLEG’: EU Banks, Climate Change Abatement and the Precautionary Principle’, *Cambridge Yearbook of European Legal Studies*, 20 (2018), pp. 61–87. Available at SSRN: https://papers.ssrn.com/sol3/papers.cfm?abstract_id=3327138 . – 27 pages.

Recommended additional reading:

Cullen, Jay and Mähönen, Jukka, ‘Taming Unsustainable Finance: The Perils of Modern Risk Management’, in Sjøfjell, Beate and Bruner, Christopher (eds), *Cambridge Handbook of Corporate Law, Corporate Governance and Sustainability* (Cambridge: Cambridge University Press, 2019 forthcoming). Circulated only to participants at PhD Seminar 2019, do not circulate further or cite without contacting the author (pdf). – 32 pages.

Alfonso Martínez-Echevarría:

Martínez-Echevarría, Alfonso, ‘The mutual influence between cross-border merger and common merger regimes in Spanish law’, in Papadopoulos, Thomas (ed.), *Cross-border Mergers Directive: EU perspectives and national experiences* (Springer, 2019 forthcoming). Circulated only to participants at PhD Seminar 2019, do not circulate further or cite without contacting the author (pdf). – 32 pages.

Recommended additional reading:

Davies, Paul L. and Worthington, Sarah, *Gower and Davies’ Principles of Modern Company Law* (London: Sweet & Maxwell, 2012), pp. 1117-1123. – 23 pages.

For Day 3

Hanne Søndergaard Birkmose:

'A Consolidated Nordic Governance Model' in Per Lekvall (ed.), *The Nordic Corporate Governance Model* (Stockholm: SNS Förlag, 2014), pp. 52-93. Available at https://www.sns.se/wp-content/uploads/2016/08/the_nordic_corporate_governance_model_1.pdf. - 42 pages.

Lau Hansen, Jesper, 'The Role of Shareholders in Public Companies in the Nordic Countries', in Holger Fleischer, Holger Fleischer, Jesper Lau Hansen, Wolf-Georg Ringe (eds) *German and Nordic Perspectives on Company Law and Capital Markets Law* (Tübingen: Mohr Siebeck, 2015), s. 81-110. Circulated only to participants at PhD Seminar 2019, do not circulate further or cite without contacting the author (pdf). – 30 pages.

Marte Eidsand Kjørven:

Marte Eidsand Kjørven, 'Who Pays When Things Go Wrong? Online Financial Fraud and Consumer Protection in Scandinavia and Europe', *European Business Law Review*, 2019 forthcoming. Circulated only to participants at PhD Seminar 2019, do not circulate further or cite without contacting the author (pdf). – 41 pages.

Jaakko Salminen:

Salminen, Jaakko and Rajavuori, Mikko, 'Transnational sustainability laws and the regulation of global value chains: Comparison and a framework for analysis', *Maastricht Journal of European and Comparative Law*, 2019, forthcoming. Circulated only to participants at PhD Seminar 2019, do not circulate further or cite without contacting the author (pdf). – 37 pages.

Siri Granum Carson:

Carson, Siri Granum, 'The corporate legitimacy matrix – A framework to analyze complex business-society relations', *Philosophy of Management*, 18 (2019) 2, 169-187. Available at <https://link.springer.com/article/10.1007/s40926-018-0099-9>. – 19 pages.

Recommended additional reading:

Strand, Robert and Freeman, R. Edward, 'Scandinavian cooperative advantage: The theory and practice of stakeholder engagement in Scandinavia', *Journal of Business Ethics*, 127 (1), 65-85. Available at <https://link.springer.com/article/10.1007/s10551-013-1792-1>. – 65 pages

Donaldson, Thomas and Dunfee, Thomas W., 'Toward a unified conception of business ethics: Integrative social contracts theory', *Academy of Management Review*, 19 (1994) 2, pp. 252-284. Available at https://www.jstor.org/stable/258705?seq=1#metadata_info_tab_contents. – 33 pages

Suchman, Mark C., 'Managing legitimacy: Strategic and institutional approaches', *Academy of Management Review*, 20 (1995) 3, pp. 571-610. Available at https://www.jstor.org/stable/258788?seq=1#metadata_info_tab_contents. – 40 pages

Steen Thomsen and Rasmus Feldthusen:

Thomsen, Steen, 'The Nordic Corporate Governance Model', *Management and Organization Review*, 12 (2016) 1, pp. 189-204. Available at <http://dx.doi.org/10.1017/mor.2015.55> - 16 pages.

Recommended additional reading:

Thomsen, Steen, Poulsen, Thomas, Børsting, Christa and Kuhn, Johan, 'Industrial foundations as long term owners', *Corporate Governance An International Journal*, 26 (2018) 3, pp. 180-196. Available <https://doi.org/10.1111/corg.12236>. – 17 pages.

International Labour Organization, *Resilience in a downturn: The power of financial cooperatives* (Geneva: International Labour Office, 2013). Available at https://www.ilo.org/empent/Publications/WCMS_207768/lang--en/index.htm. - 65 pages.

Heidi Rapp Nilsen:

Rapp Nilsen, Heidi, Sjøfjell, Beate and Richardson, Benjamin J., 'The Norwegian Government Pension Fund Global. Risk Based Versus Ethical Investments', *The Quarterly Journal of Economic Research*, 2019, forthcoming. Circulated only to participants at PhD Seminar 2019, do not circulate further or cite without contacting the author (pdf). -18 pages.

For Day 4

Carol Liao:

Manesh, Mohsen, 'Introducing the Totally Unnecessary Benefit LLC', *North Carolina Law Review*, 97 (2019), pp. 646-672 (pages 646-669 only, which is the Part II: The Policy Case Against Statutory Benefit Entities). Available at <https://scholarship.law.unc.edu/cgi/viewcontent.cgi?article=6715&context=nclr>. - 24 pages.

Rasmus Feldthusen:

Hansmann, Henry B., 'The Role of Nonprofit Enterprise', *The Yale Law Journal*, 89 (1980) 5, pp. 835-901. Available at https://digitalcommons.law.yale.edu/fss_papers/5048/?utm_source=digitalcommons.law.yale.edu%2Ffss_papers%2F5048&utm_medium=PDF&utm_campaign=PDFCoverPages. – 67 pages.

Beate Sjøfjell:

Sjåfjell, Beate and Taylor, Mark B., 'Clash of Norms: Shareholder Primacy vs. Sustainable Corporate Purpose', *International and Comparative Corporate Law Journal*, 13 (2019) 3, pp. 40-66. Available at SSRN: <https://ssrn.com/abstract=3444050> or <http://dx.doi.org/10.2139/ssrn.3444050> - 29 pages.

Recommended additional reading:

Sjåfjell, Beate and Johnston, Andrew and Anker-Sørensen, Linn and Millon, David K., 'Shareholder Primacy: The Main Barrier to Sustainable Companies' in Sjåfjell, Beate and Richardson, Benjamin J. (eds), *Company Law and Sustainability: Legal Barriers and Opportunities* (Cambridge University Press, 2015). Available at SSRN: <https://ssrn.com/abstract=2664544> – 69 pages.

For Day 5

Linn Anker Sørensen:

Anker-Sørensen, Linn, 'Financial Engineering as an Alternative Veil for the Corporate Group', *European Company Law*, 13 (2016) 2016, pp. 156-166. Available at SSRN: <https://ssrn.com/abstract=2729112> – 10 pages.

Beate Sjåfjell:

Sjåfjell, Beate, 'Redefining Agency Theory to Internalize Environmental Product Externalities. A Tentative Proposal Based on Life-Cycle Thinking', in Eléonore Maitre-Ekern, Carl Dalhammar and Hans Christian Bugge (eds), *Preventing Environmental Damage from Products: An Analysis of the Policy and Regulatory Framework in Europe* (Cambridge: Cambridge University Press, 2018), Chapter 5. Available at SSRN: <https://ssrn.com/abstract=3031788> – 20 pages.

Jukka Mähönen:

Hansmann, Henry, 'All Firms are Cooperatives – And so are Governments', *Journal of Entrepreneurial and Organizational Diversity*, 2 (2013) 2, pp. 1-10. Available at SSRN: https://papers.ssrn.com/sol3/papers.cfm?abstract_id=2385882. – 10 pages.

Recommended additional reading:

Thompson, Spencer, 'Worker Cooperatives in the Theory of the Firm: Marx and Veblen on Technological Determinism', *Journal of Economic Issues*, 50 (2016) 4, pp. 913-939 Available at <https://doi.org/10.1080/00213624.2016.1249743>. – 27 pages.