UNIVERSITÀ
DEGLI STUDI DI MILANO-BICOCCA

COURSE SYLLABUS

Eu Commercial Law

2425-1-F7702M037

Learning objectives

Ø Knowledge and comprehension:

The students will acquire an adequate knowledge of the EU legal order and they will be able to understand the mechanisms provided in such legal order for the implementation of the fundamental freedoms and communitarian politics.

Ø Capability to use both knowledge and comprehension

At the end of the course the students will be able to use their notions in order to understand both the development of the EU law and the relations between such law and the domestic legal order.

Ø Independency of judgment

The attainment of an independency of judgment by the students who will attend this course will flow from the analysis, during the lessons, of a number of practical cases, on which the students will be called to give their assessments.

Ø Communicative Abilities

During the lessons, the students will be required to interact both with one another and with the professor, with the aim of increasing their communicative abilities.

Ø Learning Skills

The students' learning skills will be spurred through a continuous exchange of views with the professor, through the opportunity to listen to and interact with experts and officers of the European institutions and through the suggestion by the teacher of explanatory documents concerning the different subjects that will be studied.

Contents

In the first part of the course the most relevant features of the EU legal order will be examined. It will follow an analysis of the rights and obligations of the undertakings that decide to operate in a different EU Country, both through the opening of a branch or of a subsidiary and through the mere supply of goods and services from the Country of origin. During the course, the consequences of the freedom of movement of goods, people and capital and the economic and monetary union will also be examined and, at the end, the rules on competition law and State Aid will be analyzed as well.

Detailed program

1. EU legal order:

1.1 Preliminary notions on the EU legal order. European Parliament, European Council, Council, Commission, European Court of Justice and European Central Bank. The acts of European Union. The European Union citizenship (Articles 1-19 TEU; 1-25, 223-284, 288 and 326-334 TFEU).

1.2 Enhanced cooperation (Article 20 TEU and Articles 326-334 TFEU). Foreign and security policy (Articles 21-30, 42 TEU).

1.3 Withdrawal from the European Union (article 50 TEU).

1.4 Relation between domestic law and the EU law: EU and italian jurisprudence on the matter: cases 6/64, 106/77 and 42/17. The rulings of the Constitutional Court 7/3/64, n. 14 and 8/6/84, n. 170

2. Domestic market: freedom of movement of goods (Articles 26-37 TFEU): jurisprudence of the ECJ on the matter: cases 120/78, 178/84 and 90/86.

2.1 Tariff union. Prohibition of trade restrictions. Exceptions to the freedom of movement of goods. In particular: the trade in cultural heritage.

2.2 Common Agricultural Policy: the special regulations provided for agriculture (Articles 38-44 TFEU). The quality trademarks.

3. Freedom of movement for workers (Articles 45-48).

4. Right of Establishment and free circulation of services (art. 49-62 TFEU): jurisprudence of the ECJ on the matter: cases 2/74, 33/74 and 107/83.

4.1 Self-employed people.

4.2 European Company Law.

4.2.1 Reciprocal recognition and the rules for foreign companies within the European Union; the rights of establishment and free supply of services (Articles 54 e 62 TFEU).

4.2.2 Harmonization of the company law and the right of establishment: directives on companies, EEIG (European Economic Interest Grouping) and the “Societas Europaea”.

4.2.3 Companies formed abroad (Articles 2507-2510 Italian Civil Code).

5. Freedom of movement of capital and freedom in payments (Articles 63-66 TFEU). The economic and monetary Union (Articles 119, 120, 127, 128 TFEU):

5.1 Rules provided by the Treaty of Rome for the movement of capital and payments and subsequent amendments: cases 283/80; 286/82 and 26/83.

5.2 Economic and monetary policy.

6. Competition rules and rules for State aid within the EU (Articles 101-109 TFEU):

6.1 Agreements between undertakings; abuse of a dominant position. Case 6/72.

6.2 Application of competition rules to companies controlled by the public authorities. Commission Directive 2006/111/EC.

6.3 Regulation on the control over concentrations: an introduction (Regulation (EC) No. 139/2004).

6.4 State Aid.

6.5 Relation between EU competition law and domestic competition law.

7. EU response to Coronavirus:

7.1 Solidarity clause (Article 222 TFEU). Civil Protection (Article 196 TFEU). Environmental policy (Articles 191-193 TFEU).

7.2 Next Generation EU.

Prerequisites

Public Law

Teaching methods

Lessons and seminars

Assessment methods

written test / oral examination

Textbooks and Reading Materials

Adam-Tizzano, *Lineamenti di diritto dell'Unione europea*, IV ediz., Torino, Giappichelli, 2022: pp. 3-165; pp.

193-330; pp. 311-442.

The texts of the Treaty on European Union (TEU) and of the Treaty on the Functioning of the European Union (TFEU) can be printed from the official website of the European Union.

Those texts are also published in:

B. Nascimbene, *Unione europea Trattati*, Turin, Giappichelli, 2020.

The exam can be alternatively prepared on the text: A. Santa Maria, *European Economic Law*, fourth edition, Wolters Kluwer, Kluwer Law International, The Netherlands, 2018, chapters 1, 2, 4 e 6.

Semester

Second semester

Teaching language

Italian

Sustainable Development Goals

GOOD HEALTH AND WELL-BEING | QUALITY EDUCATION | PEACE, JUSTICE AND STRONG INSTITUTIONS