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- Young & Partners, Edinburgh/Glasgow, UK

The ALLIURIS GROUP is organised as an international association under Belgian Law with its seat in Brussels.
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Summer School in Paris

The annual Alliuris Summer School is the highlight for many junior lawyers in member firms. This year, the Summer School took place from 2 July to 5 July in Paris and was organised by our French partner law firm, Farhouat, Asselineau & Associés.

Seven legal trainees from various European countries attended the two-day legal seminar covering several topics including updates on international anti-bribery laws, improving legal English skills, drafting of commercial contracts, commercial arbitration and financial assessment of companies.

The participants had many opportunities to exchange knowledge and experiences from their own local practices through the seminars. In addition, the participants visited the office of the host firm and had the opportunity to meet many of the French colleagues.

The excellent organisation of the host firm guaranteed the success of this year's Alliuris Summer School, which was described as an "unforgettable experience" by several of the participants. The three days of intensive interaction have promoted the friendship between young lawyers within the Alliuris group, many of who remain in contact and look forward to meeting each other again.

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Farthouat, Asselineau & Associés

Farthouat, Asselineau & Associés as Hosting Firm

Farthouat, Asselineau & Associés has been a member of the Alliuris group from the very beginning in 2003. The firm plays an active role in the Alliuris group especially as one of the founding members and has consistently worked with many Alliuris firms in numerous cross-border projects.

Founded in 1968, Farthouat, Asselineau & Associés has established its reputation in civil and criminal litigation for more than 30 years. Based in Paris, the firm and its team of 14 lawyers is also well known for its knowledge and work in the area of economic law, employment law, arbitration and mediation. The Parisian office especially advises public authorities and French and foreign companies such as industrial enterprises, medium and small-sized businesses, investment funds and banks.

Update on International Anti-Bribery Laws

The first conference was on international anti-bribery laws and was conducted by Mr. Stéphane de Navacelle LL.M, who is a Partner at Navacelle Avocats, Paris and an expert in the area of international anti-bribery laws. He started his seminar with the introduction of the situation in France with a review of the Organisation for Economic Co-Operation (OECD) 2012 report. The OECD report denounces limited prosecutions, absence of definite convictions of a legal person and low reactivity of France. The recommendations arising from this review include:

- Independence of the prosecution
- Increase in resources allocated to investigation, prosecutions and penalties
- Clarification of criminal responsibility of a legal person (consultant, subsidiary, sanction)

- Abolition of the principle of reciprocity of incrimination
- Making the secret defence system less restrictive
- Encourage reports to the Parquet by civil servants

Mr. de Navacelle further described the scope and implementation of anti-corruption law “The Foreign Corrupt Practices Act” and how an international investigation takes place with reference to:

- The international conventions (OECD Anti-Bribery Convention (1997), Convention of the Council of Europe on Corruption (1998), United Nations Convention against Corruption (2003)
- The Foreign Corrupt Practices Act
- The UK Bribery Act
- Other standards

Legal English Skills – Commercial Contracts

In the afternoon, Mr. Ray Rushe, solicitor with long standing legal practice and experience in teaching “anglo-saxon” law courses, conducted the legal English skills seminar.

He started his seminar by introducing the common law legal tradition to the young lawyers. The conference mainly concentrated on the laws of the UK, especially on the legal history of the UK, why common law arose and how it developed. In addition, the participants learned about the court system in the UK and the system of precedent. The second half of the conference focused on commercial contract drafting. Mr. Rushe taught the principal characteristics of the language of the common law to the group. In particular, the young lawyers learned about the vocabulary and phrases that should be used when drafting a contract.

Additionally, they learned about objective appearances of contract elements. In this connection, the group discussed the elements of offer and acceptance, when a contract is conducted and about problems, which can arise when entering into a contract. The legal English course helped the young lawyers to better understand the common law legal system which differs widely from the civil law legal tradition prevalent in continental Europe. Most of the attendants came from civil law countries, hence, the seminar helped to direct the young lawyers’ attention on linguistic differentiations and a careful use of the English language in the area of law.



Hotel Brittany

Commercial Arbitration

On the second day of the Summer School, the young lawyers took part in the commercial arbitration course taught by two experts in the areas of litigation and arbitration - T. Alexander Brabant, Partner at Heenan Blaikie, and Nicolas Boulay, Partner at Farthouat Asselineau & Associés.

The seminar started with the introduction of the rule of arbitration. Arbitration is a form of alternative dispute resolution. It is a way to settle a legal dispute out of court. The parties to the dispute transfer the legal dispute to one or even more persons by whose decision they agree to be bound. It is a resolution technique in which a third party reviews the evidence in the case and imposes a decision that is legally binding and enforceable on both sides.

Arbitration is often used for the resolution of commercial disputes, particularly in the context of international commercial transactions. The use of arbitration is also frequently employed in consumer and employment matters, where arbitration may be mandated by the terms of employment or commercial contracts.

The purpose of the conference was to understand the arbitration proceedings and the role of the lawyer in this process.

Balance Sheets / Assessment of Companies

In the last conference, Olivier Boulay, Corporate Finance Director at Danone started with the introduction of the firm Danone and its main areas. The main areas are fresh dairy products, waters, baby nutrition and medical nutrition.

He explained the key financial statements to understand what a company requires, at least by means of three documents:

- Profit and loss (P&L) statement
- Balance Sheet
- Cash Flow statement
- Other financials indicators

The P & L statement captures all the incomes and expenses of a company based on accounting rules. The Balance Sheet captures what a company has accumulated and how it has been funded over time. The Cash Flow statement captures all the ins and outs of cash. Most companies are going bankrupt for cash reasons although profitable.

He explained valuation methodologies as book value, benchmark, future flows and the main pitfalls on company valuation:

- Wrong asset value
- Hidden risks
- Wrong future value

Valuation methodologies are highly impacted by the assumptions taken and the will to close a deal. Pitfalls on asset values often occur in the valuation of tangible, intangible and current assets.

Mr. Boulay brought to forefront a consideration on whether tangible assets mean the same thing as tangible value? Which factors are important in the valuation of an asset? For buildings, essential questions involve the technological gap, quality of maintenance, standard depreciation etc. The values of a tangible asset are accounting net book value, replacement value (insurance view), value of the use and market value. The most important intangible asset of a company is its goodwill. Current assets are inventories (raw material and finished goods), trade receivables (money due by customers), short-term loans (loan granted), short-term investment (money market funds) and cash (bank account). Hidden risks can accrue from off balance-sheet commitments (purchasing contracts, guarantees and pledges, bank facilities) and risks on company sustainability (debt, purchasing and labor contracts).

One major problem is that most underlying business plans are significantly wrong. The reasons are varied and can include:

- Overestimation of synergies
- Past growth is projected on the future
- No competition reaction considered
- Inflation on costs underestimated

It was a really interesting seminar with large amounts of information and was concluded with a review of the key role played by law firms during the due diligence process.



Nicolas Boulay and Nicolas Cassart

Reflections

(Email exchange between the participants and the host firm)

It was a pleasure meeting you. Nicolas and I had much fun organizing the summer school!

I hope you had a safe trip back home and –for those who stayed for a couple of days– a nice weekend in Paris. Please feel free to contact me anytime, I would be happy to hear from you again. We keep in touch! Looking forward to hearing from you soon,

Noémie COUTROT-CIESLINSKI, Paris

It was a great pleasure for me too. I hope we will meet again and keep in touch! I would like to thank all of you for incredible four days and an unforgettable stay in Paris! Special thanks to Noemie and Nicolas and everybody at Farthouat who made this great experience possible. In short: It was great!

Beate Schüler, Vienna

It's nice to hear from you! I hope we will keep in touch and we will meet again if it's possible. Thank you Noemi and Nicolas for organizing the summer school. It was perfect! And thank all of you for those unforgettable four days! The experience was fantastic! Looking forward to hearing from you soon, All the best,

Tania Casas, Barcelona

There's nothing left to say. I can just confirm that the organisation was great, I had a beautiful time in Paris and I also think we were an amazing group. I hope we keep in touch, too. Best greetings

Antonia Herfurth, Hanover



Alliuris Academy in Paris

The City of Paris

Paris is the capital and largest city of France, at the same time a very charming city with a rich cultural life. Our wonderful hosting firm offered a wealth of culinary experiences to the young lawyers, which varied from the traditional French kitchen with Macaroons, Croissants and Brioche to the Italian and Japanese kitchen. During their free time the group had the possibility to do some sightseeing. They went with the Métro to the Eiffel Tower, walked along the Seine and climbed Montmartre to see Paris at night from the top. The guided tour of the Palais de Justice with Vincent Asselineau, Partner at Farthouat, Asselineau & Associés was extremely enlightening and inspirational.

CALENDAR 2013

01-03 Mar 2013	Board Meeting	Glasgow
06-09 June 2013	General Meeting	Bruges
02-05 July 2013	Summer School	Paris
XX Sept 2013	Work Meeting	Hanover
05 Oct 2013	Board Meeting	NN
15-17 Nov 2013	India Conference	New Delhi

Members, guests and spouses are invited to attend the meetings. Details will be forwarded and also published in www.alliuris.org.

Impressum

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La Tour Eiffel