



<b>Data on the subject</b>	
Full Name	EU Cross-Border Corporate and Financial Crimes
Code	E000001227
Degree	Master's in international and European Business Law (MIEBL)
Year	2023-24
Nature	Fall
ECTS Credits	1
Department	Law
Area	Law
Teaching staff	Sonia Trendafilova

<b>Data on the teaching staff</b>	
<b>Teacher</b>	
Name	Sonia Trendafilova
Department / Area	
e-mail	<a href="mailto:s.trendafilova@comillas.edu">s.trendafilova@comillas.edu</a>
Office	
Telephone	
Tutoring Schedule	Upon request from students. Open to brief personal/small groups online tutorials (as many as necessary). Preferably request by email.

## **SPECIFIC DATA ON THE SUBJECT**

<b>Framework of the subject</b>
<b>Pre-requisites</b>
Knowledge of the EU legal order and EU principles of law; basic knowledge of the structure and functioning of EU institutions. Knowledge of basic corporate criminal law notions.
<b>Contribution of the degree to the professional profile</b>
A basic knowledge of the EU corporate and financial crime legal framework is necessary for all professionals who work in business/corporate law in order for them to be capable of identifying and effectively managing corporate criminal risks.



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This course aims at providing basic notions of criminal law, internal investigations and compliance in the EU from a practical business law perspective. The topics covered are related to the main criminal risks which corporation may face, specifically, in an international context.

In particular, we will focus on:

- EU Institutions, Enforcement and International Cooperation: An introduction to the functioning of the main EU Institutions, Enforcement agencies and how they interact and cooperate in financial crime prevention.
- EU financial crime legal framework: an overview of different corporate and financial crimes in the EU, focusing on anti-corruption, anti-money laundering and international sanctions laws.
- Corporate criminal liability and compliance: Legal grounds and most common legal regimes for corporate crime liability. Compliance programmes- legal requirements for their effectiveness and adequacy.
- Internal investigations: Overview of internal investigations (main steps of the investigation process, practical tips) and their role in negotiating solutions with prosecuting authorities.

## Competences – Goals

### Competences to be developed

#### Generic Competences

- GC 1: Critical analytical skills
- GC 2: Ability to communicate orally and in writing
- GC 3: Ability to manage information
- GC 4: Problem-solving skills
- GC 6: Team work skills
- GC 7: Ability to work in an international context
- GC 8: Ability to develop independent learning skills
- GC 12: Ability to apply theoretical knowledge into practice

#### Specific Competences

- SC 4 Mastering the main rules of EU law criminal law that are relevant to international business development

## COURSE SYLLABUS AND CONTENT



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## Content

### Area 1. EU Institutions, Enforcement and international cooperation from a criminal law perspective

#### Topic 1. Introduction to criminal law in the EU, enforcement and international cooperation

1. EU Criminal law
  - 1.1. Overview
  - 1.2. The institutional framework of European criminal justice under the Lisbon Treaty
  - 1.3. Criminal Law implementing EU policies;
  - 1.4. Proportionality and subsidiarity principle
2. International cooperation within the EU in criminal matters
  - 2.1. Cooperation between national police forces
  - 2.2. Cooperation between national administrations
  - 2.3. Cooperation between national judicial authorities
3. Relevant EU institutions in international cooperation
  - 3.1. European Union Agency for Criminal Justice Cooperation (Eurojust)
  - 3.2. European Union Agency for Law Enforcement Cooperation (Europol)
  - 3.3. European Judicial Network (EJN)
4. Main prosecution and enforcement agencies
5. EU Public Prosecutor's Office (EPPO)
  - 5.1. Origins and mission
  - 5.2. Structure
  - 5.3. Legal framework
  - 5.4. Some recent cases

### AREA 2. Corporate and financial Crime in the EU

#### Topic 2. Anti-corruption

1. Overview of Anti-Bribery and Corruption laws in the EU
  - 1.1. Article 83 of the Treaty on the Functioning of the European Union
  - 1.2. Convention against corruption involving officials
  - 1.3. Framework Decision on combating corruption in the private sector
2. Different corruption- related criminal offences: definitions and applicability
3. Extraterritorial application of anti-corruption and bribery laws
4. Prosecuting and enforcement authorities
5. Some recent cross-border investigations in relation to corruption cases

#### Topic 3. Anti-money laundering



1. Overview of Anti-money laundering laws in the EU
  - 1.1. Directive (EU) 2018/1673 on combating money laundering by criminal law
  - 1.2. Other relevant pieces of legislation and guidelines
2. Regulatory vs criminal offences
3. Criminal offence and criminal activity (predicate offence)
4. Aggravating circumstances
5. Applicable sanctions
6. Extraterritorial application of anti-money laundering laws
7. Some recent cases and relevant case law

#### Topic 4. International sanctions

1. Legal grounds for sanctions in the international context
2. EU sanctions and national-specific sanctions regimes
3. Screening systems and controls
4. Sanctions governance framework
5. Sanctions alert investigations
6. Consequences of infringing EU sanctions regime
7. Some recent examples

### AREA 3. Corporate criminal liability and compliance

#### Topic 5. Corporate criminal liability

1. Overview of corporate criminal liability in the EU
  - 1.1. Origins and legal grounds for corporate criminal liability
  - 1.2. Different models of corporate criminal liability: a comparative study
  - 1.3. Corporate criminal liability vs directors' liability
2. Regulation
  - 2.1. Nature of the liability (criminal, administrative)
  - 2.2. Relevant criminal/ administrative offences
  - 2.3. Companies that may be held criminally liable
  - 2.4. Extraterritorial effect of criminal liability
3. Applicable sanctions
4. Corporate criminal liability in multinational groups
5. Successor liability
  - 5.1. Nature and legal requirements
  - 5.2. Recent cases and case study
6. Enforcement of criminal liability
7. Plea bargains, NDA and DPAs- like solutions in the EU.



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#### Topic 6. Corporate compliance

1. Corporate compliance and corporate criminal liability
2. Key elements of compliance programmes
3. The compliance function
  - 3.1. Structure
  - 3.2. Main functions and duties
  - 3.3. Civil and criminal liability of the compliance officer
4. Risk mapping
5. Code of Conduct/Ethics and other guiding principles
6. Overview of the most common internal policies and procedures
7. Investigation process
8. Disciplinary measures and incentives
9. Training and awareness
10. Case study

### **AREA 4. Internal investigations**

#### Topic 7. Internal investigations

1. Introduction
2. Types of internal investigations
3. Stages of the internal investigations
  - 3.1. Initiating an internal investigation
  - 3.2. Investigating team
  - 3.3. Scoping
  - 3.4. Planning
    - 1.1.1. Strategic decisions
    - 1.1.2. Crisis management
  - 3.5. Document review
  - 3.6. Interviewing key witnesses
  - 3.7. The final report
4. Legal privilege in internal investigations
5. Strategic decisions at the end of an internal investigation. Self- reporting
6. Cross- border internal investigations- case study
7. Notable government – led investigations: some examples

#### Topic 8. Whistleblower's protection in the EU



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1. Introduction to the Whistleblowing Directive (EU Directive 2019/1937)
2. Overview of the transposition of the Whistleblowing Directive to the national legislations of the EU states members
3. Scope of the whistleblowing protection
4. Definition of a whistleblower
5. Internal reporting channels
6. External reporting channels
7. Whistleblower's protection
8. Some recent examples – case study

## TEACHING METHODOLOGY

### General methodology of the subject

#### Contact hours methodology : Activities

The first session will be divided into two parts: in the first part, the Professor will give a lecture (more theoretical) about the topic of that day. In the second part of the class, a case study (hypothetical or a real case law) will be analysed and discussed together with the students.

The rest of the sessions will be built around a practical case study and will include open discussion, case solving and presentation from the Professor on specific topics.

The second part of the last session will be dedicated to a closed-book multiple choice exam.

Attendance at class is compulsory.

#### Outside class methodology : Activities

Every student is required to attend the teaching sessions and to do the preparatory work. The Professor will provide the students with a syllabus comprising the most relevant materials (regulations and case-law) and a concrete schedule of review for these materials. In order to follow the presentation, it is strongly recommended that the students have examined beforehand the relevant materials and case-law, as well as, where applicable, optional articles of doctrine to which the student is directed to for each session according to the bibliography provided.

For the continuous evaluation students will be required to prepare a practical exercise/ case study which afterwards will be discussed and solved in class.

## SUMMARY OF STUDENT WORK HOURS

NUMBER OF CONTACT HOURS		
Master classes	Solving practical cases	Evaluation: exam
4	5	1



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NUMBER OF INDEPENDENT WORK HOURS		
Study of master classes	Solving practical cases, short paper, and guide work	Preparation for final exam
6	6	3
ECTS CREDITS : 1 (25,00 hours)		

## GRADE EVALUATION AND CRITERIA

Evaluation Activities	Indicators	Evaluation weighting
Continuous evaluation	A take-home practical exercise/ case analysis related to a topic discussed in class, due on Class 3. More details on the assignment, as well as precise explanation and instructions as to how to complete it will be provided during Class 1.  The paperwork should be between 800 and 1000 words and will have to be submitted using Moodle's platform (Turnitin).	35 %
	Participation	5%
Final Evaluation: closed-book exam (final)	The exam is designed to prove that the student properly understands the questions, topics and materials analyzed and studied in the course.  The closed-book exam will consist of a brief case study based on a set of facts of a real case law, or a hypothetical case designed by the Professor. The students will have to provide brief answers to a small number of questions. The facts will be related to topics studied during the course.	50%



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Attendance		10%
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## **BIBLIOGRAPHY AND RESOURCES**

### **Basic Bibliography and Resources**

#### **General readings:**

The Cambridge Companion to European Criminal Law, Cambridge University Press, Print (2023)

The law review, "Anti-bribery and anti-corruption review" (2017)

Andre Klip, "European Criminal Law: An Integrative Approach (4th ed.) (2021)

Kai Ambos, "European Criminal Law" (2018)

**Specific readings:** a list of short readings organised by topics are provided before the start of each class.