

GENEVIEVE HELLERINGER

RESEARCH INTERESTS

Contract, corporate governance, law and finance, and conflict resolution.

My research draws on insights from comparative law (including French Law), economics, and psychology.

I am currently collecting and analysing experimental data for various projects relating to conflicts of interest (insider trading, framing of disclosures, efficient breach).

SELECTED PUBLICATIONS

CONTRACT AND TRANSACTIONAL LAW

Books & Edited Books

Contract Clauses [Les clauses du contrat. Essai de typologie] (LGDJ, 2012) 580 pages

- Awarded a Grand Prize from the French Academy, the Isoré Prize from Paris University Chancellery, and the *Revue des Contrats* Prize

Operating Law in a Global Context (E Elgar Publishing, 2017), 235 pages (with Jean-Sylvestre Bergé)

Towards a European Legal Culture (Modern European Law Series, Beck / Hart Publishing, 2013) (with Kai Purnhagen)

Journal articles

‘The Making of English Law Trust’ [*Le trust de droit Anglais*] (2022) JCP Notariale et Immobilière 44-27

‘Anatomy of the New French Law of Contract’ (2017) 17 European Review of Contract Law 4 1-21

‘Consumer Protection through the Behavioral Lens’ (2017) 23 Columbia Journal of European Law 607-646 (with Anne-Lise Sibony)

‘Behavioral Analysis of Law: Towards a new research field in Europe’ [*L’analyse comportementale du droit manifeste pour un nouveau champ de recherche en Europe*] (2016) 3 Revue Internationale de Droit Economique 315-338 (with Anne-Lise Sibony and Alberto Alemanno)

‘Introduction to the Behavioral Analysis of Law’ [*Brève introduction à l’analyse comportementale du droit*] (2016) 16 Recueil Dalloz 911-914 (with Anne-Lise Sibony and Alberto Alemanno)

‘Operating International Law in a Global Context: Presentation of a Three-Step Method’ (2014) 21 The Australian International Law Journal 1 -18 (with Jean-Sylvestre Bergé)

‘Fundamental Rights & French Private Law’ [*Le rayonnement des droits de l’homme et des droits fondamentaux en droit privé*] (2014) 2 Revue internationale de droit comparé 283-336 (with Kiteri Garcia)

‘Scholars and Judges: the Regulatory Style of French Private Law’ (2013) 77 Rabels Zeitschrift für ausländisches und internationales Privatrecht 345-367

'Between Contract and Tort: Schemes for Medical Malpractice' (2011) 86[3] Chicago-Kent Law Review 1125-1138

'Comment on European telecommunications licensing system' (2009) 3 The Columbia Journal of European Law 493-498

Contributions to Edited Books and Handbooks

'Transfer of Property' [*Les effets réels du contrat. Le charme discret de la continuité*] in John Cartwright, Bénédicte Fauvarque-Cosson, and Simon Whittaker (eds), *La Réécriture du Code civil. Le droit français des contrats après la réforme de 2016* (Société de législation comparée publishing, 2018) 217-238

'Transfer of Property' in John Cartwright and Simon Whittaker (eds), *The Code Napoleon Rewritten: French Contract Law after the 2016 Reforms* (Hart publishing, 2017), 207-226

'EU Consumer Law and Behavioural Sciences: Reform of Revolution' in Anne-Lise Sibony and Alberto Alemanno (eds), *Nudging Europe* (Hart, 2015), 209-233 (with Anne-Lise Sibony)

'The Influence of Human Rights and Basic Rights in Private Law' [*Quelle influence pour les droits de l'homme et les droits fondamentaux en droit privé français ?*] In Verica Trstenjak and Petra Weingerl (eds), *Ius Comparatum - Global Studies in Comparative Law*, Vol. 15 (Springer, 2015) (with Kiteri Garcia)

'Deciphering European Legal Culture: The Potential of Contract Clauses' in Geneviève Helleringer, Kai Purnhagen (eds.), *Towards a European Legal Culture* (Beck / Hart / Nomos, 2013)

'The Growing Empire of Contract Clauses' [*L'empire grandissant des clauses contractuelles*] in C. Thibierge (ed.), *La densification normative* (Dalloz, 2013), 573-586

'When Parties Set the Rules. Contractual Agreement on the Judicial Power of Construction' [*Quand les parties font leur loi. Réflexions sur la contractualisation du pouvoir judiciaire d'interprétation*] in Gregory Lewkowicz and Mikhail Xifaras (eds) *Repenser le contrat*, (Dalloz, 2009). 275-305

Case Notes and Book Reviews

Civ. 1re, 17 févr. 2016, (n°14-29.261); Civ. 1re, 1er juin 2016, no 15-13.236, 2 Revue trimestrielle de droit européen 2017 (Au-delà du code de la consommation, l'acquis européen) 336-2

Civ. 1re, 3 nov. 2016, (n° 15-20.62), 2 Revue trimestrielle de droit européen 2017 (Extension du relevé d'office des clauses abusives aux clauses illicites) 336-3

Cass. Com., 24 mai 2011 (n° 10-24869), Recueil Dalloz, 28 Sept 2011 (construction of a share parity clause in a shareholder agreement) 2315-2320

Civ. 1ere, 25 février 2010 (n° 09-12126), Semaine Juridique JCP E 23 Sept. 2010, n° 38, 1818 (validity of an arbitration clause) 20-22

Civ. 1ere, 12 juillet 2012 (n° 11-23.088), 2 Revue trimestrielle de droit européen 2013 (Avec quelle force le collier de la directive vente enserme-t-il la liberté contractuelle?) 489-493

Com. 18 janv. 2012 (n° 10-11.885), 2 Revue trimestrielle de droit européen 2012 (La culture juridique

française en matière de loyauté commerciale) 510-512

M. Hesselink, *CFR & Social justice*, (Munich, Sellier, 2008) in *Revue Trimestrielle de Droit Européen*, 2010/3

R. Schulze, *Common Frame of Reference and Existing EC Contract Law* (2nd ed., Munich, Sellier, 2009) in *Revue Trimestrielle de Droit Européen* 2010/3

Christian von Bar and Eric Clive (eds), *Principles, Definitions and Model Rules of European Private Law Draft Common Frame of Reference (DCFR)* (6 volumes, Munich, Sellier, 2009) in *Revue Trimestrielle de Droit Européen* 2010/2, 503-506

CORPORATE LAW & GOVERNANCE

Journal articles

‘Opportunity Makes the Thief. Corporate Opportunities vs. Private Profits in Comparative Perspective (US, UK, Germany and France)’ (2018) 15 *Berkeley Journal of Business Law* 1 92-153 (with Martin Gelter)

‘Do Lift Not the Corporate Veil. To Whom Directors Really Owe Their Duties’ (2015) 3 *Illinois Law Review* 1069-1118 (with Martin Gelter)

‘Conflicts of Interest in Multinational Companies’ [*Les conflits d'intérêts au sein de l'entreprise multinationale*] (2013) 56 *Archives de philosophie du droit* 131-151

‘Officers and Corporate Opportunities’ [*Le dirigeant à l'épreuve des opportunités d'affaires*] (2012) *Recueil Dalloz* 1560-1566

Contributions to Edited Books and Handbooks

‘Divided Loyalty: Exceptions are the Rule’ in A Andhov and Saul Omarova (eds), *Hidden Fallacies in Corporate Law and Financial Regulation* (expected 2022)

‘The Hardening of Corporate ESG’ in K Alexander and M Siri (eds), *Sustainable Finance, Corporate Law and Corporate Governance* (OUP, expected 2023) (with C Skinner)

‘Related-Party Transactions in France. A Critical Assessment’ in Lucas Enriques and Tobias Troeger (eds), *The Law and Finance of Related Party Transactions* (Cambridge University Press, 2019)

‘Conflicts of Interest: Compliance and Culture’ in Danny Busch, Guido Ferrarini, Gerard van Solinge (eds), *Corporate Governance of Financial Institutions. Law, Conduct and Culture* (OUP, 2019) (with Christina Skinner)

‘Fiduciary Duties in Civil Law Jurisdictions’ in Paul Miller, Robert Sitkoff (ed), *Oxford Handbook on Fiduciary Duties* (OUP, 2019) 583-602.

‘Corporate Opportunities in the US and in the UK: How differences in enforcement explain differences in substantive fiduciary duties’ in Andrew Gold (ed), *Research Handbook on Fiduciary Duties* (E Elgar Publishing, 2018) (with Martin Gelter)

‘Constituency Directors and Corporate Fiduciary Duties’ in Andrew Gold (ed.), *Philosophical Foundation of Fiduciary Duties* (Oxford University Press, 2014), 302-320 (with Martin Gelter)

Edited Book / Special Issue

‘Centros at 20: Regulatory Arbitrage and Beyond’ 20 *European Business Organization Law Review* 399, 2019 (with Horst Eidenmüller, Luca Enriques, and Kristin van Zwieten)

Covid-19 and Business Law (Beck Hart Nomos, 2020) (with Horst Eidenmueller, Luca Enriques, and Kristin van Zwieten)

Case Notes

Cass. Com., 8 janv. 2011 (n° 09-69831), Bull. Joly Sociétés, 2011, n°225 (enforcement of a promise to contribute)

Civ. 1ere, 6 mai 2010 (n° 09-66969), Recueil Dalloz 21 Oct. 2010, n° 36 (exclusion from a non-profit association) 2413 – 2419

LAW AND FINANCE

Journal articles

‘Shedding Light on EU Financial Regulators: A Sociological and Psychological Perspective’ (2017) 40[1] *Hastings International and Comparative Law Review* 69-121 (with Giuliano Castellano)

‘The Single Resolution Mechanism: new challenges’ [Le mécanisme de Résolution Unique : de la nécessité aux défis] (2015) 2015-1 *Revue Internationale des Services Financiers / International Journal for Financial Services* 80-86 (with Philippe Allard)

‘ECB and Insolvent Credit Institutions’ [*Le rôle de la banque centrale européenne dans la prévention des défaillances des établissements de crédit*] (2014) 1 *International Journal for Financial Services* 61-67 (with Philippe Allard)

‘Single Resolution Mechanism: Approval of the Council’ [*Mécanisme de résolution unique (MRU) : accord du Conseil*] (2014) 2 *International Journal for Financial Services* 73-74 (with Philippe Allard)

‘Resolution of Credit Institutions: the New European Regime’ [*Redressement et résolution des établissements de crédit : adoption du régime européen de résolution des établissements de crédit*] (2014) 3 *International Journal of Financial Services* 55-57 (with Philippe Allard)

‘European Banking Union: the Council agrees on a single resolution mechanism’ [*Union Bancaire : accord du conseil sur le mécanisme de résolution unique*] (2014) 2 *International Review of Financial Services* 72-73

Contributions to Edited Books and Handbooks

‘EU vs Greenwashing: The Birth Pangs of Transparency, Comparability, Cooperation and Leadership’ in A Engert et alii (eds), *Law & Transition to a Net-0 Carbon economy* (Beck Nomos, 2021)

‘Cross-sectoral approach to “know your customer” requirements’ in Danny Busch and Veerle Colaert (eds), *Cross-sectoral financial regulation* (Hart, 2020) (with D. Busch and V Colaert)

‘Consumer Finance 3.0. Behavioural insights, Big Data and Digital Technologies’ in N Aggarwal, H Eidenmueller, L Enriques, J Payne and K van Zwieten (ed), *The Law of Autonomous Systems* (Beck Nomos, 2019) 51

‘A Behavioural Perspective on Consumer Finance’ in Hans-Wolfgang Micklitz, Anne-Lise Sibony, Fabrizio Esposito (eds), *Research Methods in Consumer Law: A Handbook (Handbooks of Research Methods in Law Series)*, (E Elgar Publishing, 2019) 334-356

‘Sharing, Ranking, Matching, and Pricing: A Socio-Psychological Approach to Financial Regulators’ in Emiliós Avgouleas & David C. Donald (eds.), *The Political Economy of Financial Regulation* (Cambridge University Press, 2019) (with Giuliano Castellano) 160-188

‘Market Abuse in the UK’ [*Le contentieux des abus de marché au Royaume-Uni*] in A. Reygobellet (ed.) *Réformer le contentieux des abus de marché*, (2016) (with J Serres)

‘Designing Disclosures: Testing the Efficacy of Disclosure in Retail Investment Advice’ in Klaus Mathis (ed.), *Anthology of Nudging* (Springer, 2016)

‘Retail investors and Disclaimers’ in Klaus Mathis (ed.), *Behavioural Law and Economics* (Springer, 2015), 193-210

Case Notes

Banque & Droit, 2013-2017, more than 70 case notes on issues of contract law or liability in a selection of cases decided by the French Court of Cassation in the field of banking law.

DISPUTE RESOLUTION

Journal articles

‘Behavioral Analysis of Law: Towards a new research field in Europe’ [*L’analyse comportementale du droit manifeste pour un nouveau champ de recherche en Europe*] (2016) 3 *Revue Internationale de Droit Economique* 315-338 (with Anne-Lise Sibony and Alberto Alemanno)

‘Operating the Law in a Global Context: the Multidimensional Comparison’ (2015) *R. Fac. Dir. Univ. São.* 513-543

Contributions to Edited Books and Handbooks

‘Arbitration and Psychology. Bias, Self-insight in Judgement and the Arbitrator’s Impartiality’ in Tony Cole (ed), *The Roles of Psychology in International Arbitration* (Kluwer, 2017), 45-74 (with Peter Ayton)

‘Cause Lawyering Involving Corporate Social Responsibility’ [*Le contentieux à forte charge symbolique - le cas de la responsabilité sociale des entreprises*] in Antoine Masson and Viviane de Beaufort (eds), *Les procès orchestrés* (Larcier, 2011)

Case Notes

Civ. 1ere, 25 février 2010 (n° 09-12126), *Semaine Juridique JCP E* 23 Sept. 2010, n° 38, 1818 (validity of an arbitration clause) 20-22

WORKING PAPER (EXPERIMENTAL DATA ANALYSIS)

‘Trust Me, I Have a Conflict of Interest! Testing the Efficacy of Disclosure in Retail Investment Advice’ (2016) Oxford Legal Studies Research Paper No. 14/2016. Available at SSRN: <https://ssrn.com/abstract=2755734>

‘Lawyers, Thou Shall not Lie – An Experimental Study on Negotiation and Deception’

SELECTED ACADEMIC CONFERENCES AND TALKS

Sienna University, European Sustainable Finance Workshop, 28 October 2022. Paper: ‘The Hardening of ESG’ (with C Skinner)

‘English Trust and French *Fiducie*, a comparative perspective’ University Paris-Saclay, 7 July 2022, Paris Paper: ‘La fiducie est-elle à la hauteur?’

IECL Workshop, 14 October 2021, Oxford. Paper: ‘Self-Dealing: The Duty of Loyalty Comes in Various Flavours’

Cornell University and Copenhagen University, Fallacies in Corporate Law, 25 November 2021, online. Paper: ‘Divided Duties of Loyalty’

The Hebrew University of Jerusalem - Behavioural Ethics Meets Corporate Governance: Paradigm Shift? (18-20 May 2021, Jerusalem and online). Paper: ‘A Tale of Two Loyalties’

Commercial Dimensions in the IECL Workshop, British-European Relations Post-Brexit: A Legal Kaleidoscope (21 September 2020 online). Paper: ‘Commercial and Financial services’

Uehiro Centre for Practical Ethics, Oxford University (9 October 2019). Paper: ‘Law, Cultures and Ethics’

Comparative Corporate Governance, Fordham Law School, New York (27-28 September 2019). Paper: Duty of Loyalty of the Board: Self-Dealing and Corporate Opportunities

Workshop Paris I University and Max Planck Institute for International and Comparative Law Hamburg. Paris July 6 2019). Paper: “Raison d’être. Peanuts, Revolution or New Capitalism”

Experimental Methods in Legal Studies workshop, ETH Zurich New York (15-16 March 2019). Paper: ‘Lawyers, Thou Shall not Lie- An Experimental Study on Negotiation and Deception’

Fiduciary Duties, Hong Kong (14-15 December 2018) (call for paper). Paper: “Compliance and Fiduciary Law”

III Oxford Symposium on Comparative International Commercial Arbitration, Oxford University, Wolfson College (16 November 2018). Paper: “Impact of artificial intelligence on arbitration”

Common Principles in Financial Regulation, Amsterdam (15-16 October 2018). Paper: “Know Your Customer” (with V Colaert and D Busch)

Roundtable on Loyalty Shares, ECGI, Brussels (19 June 2018). Paper: ‘Loyalty Shares in France’

Comparative Law & Economics Forum, Amsterdam (14-17 June 2018). Paper: ‘Navigating Conflicts of Interests in Retail Investment: from Fiduciary Duties to Culture? (US, UK and France)

The New York Convention and EU Law, Christ Church College Oxford (March 23 2018). Paper: ‘Enforcement of International Commercial Settlements’

Experimental Methods in Legal Studies workshop, Columbia Law School (9-10 March 2018). Paper: ‘Entering and Exiting a Contractual Relationship: Form, Content and Reasons’

International working group on corporate governance of financial institutions: Law, Conduct & Culture, Amsterdam (25-26 Jan 2018). Paper: ‘Conflicts of interests: Compliance and Culture’

Fiduciary Law: Chartering the Field, Harvard Law School, Cambridge, MA (10-11 November, 2017). Paper: ‘Fiduciary Duties in Continental Europe’

Annual conference of the European Association of Law and Economics (EALE), London, UK 14-16 Sept 2017. Paper: ‘Corporate Opportunities and Private Interests: a Comparative Perspective’

European University Institute, Florence, 13-14 July 2017. Theories of Choice. The Social Science and the Law of Individual, Collective and Organisational Decision Making. Paper: ‘Decision Making in Organised Public Governance and Networks: General Approach and Illustration from EU Regulation’

WINK the Nudge, Utrecht, 24-25 June 2017. Paper: ‘Nudges and Conflicts of Interest’

Leuven university, Feb 5-6, 2017. Common Principles of Financial Regulation. Paper: ‘Common Principles of Conflicts of Interest Regulation’

Université Paris 2 Panthéon-Assas, Laboratoire de sociologie juridique, Flexibles Notions, 10 November 2016. Paper: ‘Approche comportementale du droit de la responsabilité’

ASFEE (Association Française des Economistes Expérimentalistes), ESSEC Business School, June 19, 2016. Paper: ‘Trust Me, I Have a Conflict of Interest!’

‘The Political Economy of Financial Regulation’ to be held on 2-4 June 2016 at The Chinese University of Hong Kong, Hong Kong. Paper: ‘Shedding Light on EU Financial Regulators: A Sociological and Psychological Perspective’

Warwick Law School, May 13, 2016. Paper: ‘Regulators in Crisis’

Oxford Law Faculty, Law & Economics of Mandatory Disclosures, St Hugh’s College, April 8, 2016. Paper: ‘Psychological Insights on Mandatory Disclosures’

Amsterdam University, June 29-July 1, 2015, 5th International Association of Consumer Law Conference, ‘Trust Me, I Have a Conflict of Interest! Testing the Efficacy of Disclosure in Retail Investment’

Oxford, June 19, 2015, Trust And Empirical Evidence In Law Making and Legal Process (organiser of the conference). Papers ‘Trust Me, I Have a Conflict of Interest! Financial advisor and disclosures’ and ‘A Comprehensive Design for Legal Research: Methods, Perspectives, and Progression’ (with R Perry)

London Business School, May 1-3, 2015, Inequality, Trust and Ethics: Insights from Economics and Behavioral Ethics. Paper ‘The Investor’s Dilemma’

Nudging in Europe, Lucerne, April 17, 2015, paper: ‘Designing Disclosures: Testing the Efficacy of Disclosure in Retail Investment Advice’

American Society of Comparative Law, Younger Comparativists Committee Workshop On Comparative Business And Financial Law, Davis University, California, November 7-8, 2014. Paper (with Martin Gelter) ‘Opportunity Makes a Thief ‘Opportunity Makes a Thief. Corporate Opportunities as Legal Transplant and Convergence in Corporate Law’

Law + Market Behavior, Notre Dame Law School Workshop, London, July 25, 2014. Paper: ‘Trust Me, I Have

a Conflict of Interest!'

King's College London, School of law, June 12-13, 2014, Moral Values and Private Law III. Paper
'Deterministic brains and responsibility'

Behavioural Law and Economics, Lucerne, April 2014. Paper: 'Disclosures in Consumer Finance'

Association of American Law Schools, New York, January 2014. Paper: 'The Loyalty of Directors,
Comparative Perspectives'

Nudging Europe, Liege, December 2013. Paper: 'Nudges and Consumer Law'

L'entreprise dans tous ses états, colloque annuel, Archives de philosophie du droit, Paris, September 201. Paper:
'Les conflits d'intérêts'

Chicago De Paul University, Philosophical foundations of Law, 15-16 July 2013. Paper: 'The duty of loyalty
of board members'

Towards a European Legal Culture, Oxford, December, 2012. Paper: 'Contract terms and legal cultures'

Max Planck Institute, Hamburg, June 2012. Paper: 'Judges and Scholars in France'

Université Paris I Panthéon-Sorbonne and Université Libre Bruxelles, 5 May 2008, Repenser le contrat. Paper:
'La contractualisation du pouvoir du juge'