

The Centre – The Very First Steps

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Since I happened to be present at the first faltering steps in connection with the establishment of the Centre, I have been asked to give a short account of how it all began. That now follows.

1. Ideas and Experiences

It was 1998 and many were rightly worried about the lack of research within the main body of commercial law in Sweden, in particular within company and capital markets law. The rapid market development of the '90s within the last of these, as much as any of the others, made the need for increased knowledge and education particularly obvious.

There had been no shortage of initiatives but several of the projects that had been started up to then had, despite good intentions and promises of financial support from significant sources, never really taken off. Maybe they were overly ambitious.

At the time it so happened that two rather determined individuals, Jan Kleineman and I myself, had given a good deal of thought to the same end, namely that one ought to establish a forum in which interested practitioners could meet researchers and students who were keen to learn about the practical problems and needs of the legal profession, and where academics could meet lawyers with practical experience who were prepared to share their everyday experiences. One more person, the director of the Department of Law, Anders Victorin, was also quick to get involved, likewise the Dean of the Faculty of Law, Peter Seipel.

Jan had for some years participated in a successful project of this sort at Queen Mary University of London, where Sir Roy Goode had as early as 1980 set up the Centre for Commercial Law Studies, "an environment

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where practising commercial lawyers and those from academia could meet and exchange ideas". I myself had, in the autumn of 1993, together with Karl-Adam Bonnier, Rolf Skog and Mats Isaksson, established what we chose to call the Corporate Governance Forum within the framework of the Karl-Adam Bonnier Foundation. It was a meeting place for researchers and practitioners within the capital markets practice area in Sweden and internationally. A platform which today, more than 30 years and almost 150 seminars later, remains fully active. As legal adviser to the KK-Foundation (one of the five "Employee Fund Foundations"), I had also worked on the creation of so-called business research schools at Linköping University. I had in mind that the same model could be used also within a faculty of Law.

After a number of initial contacts, I was encouraged by Anders Victorin, who was already deeply engaged in a rewarding property law collaboration with researchers in technology and land surveyors at the Royal Institute of Technology (KTH), to set out my thoughts in a memorandum. I did so in November 1998 in a document entitled "Co-operation in legal research – an initial proposal". It was written from the perspective of a practitioner and was heavily focused on the building of bridges between the university and the legal profession. I used examples of collaborative projects of this kind at the Stockholm School of Economics, KTH and Karolinska Institutet as support for my idea, as well as a number of earlier experiences of "cross-border" legal co-operations.

Jan Kleineman for his part had long been reporting back from the activities at Queen Mary University of London and felt that something similar should be done in Sweden. He had however – according to him – been put off by reading the government report "Forsknings 2000" (Research 2000), a document which had fortunately passed me by. Jan overcame his doubts, however, and prepared a memorandum entitled "Concerning a Stockholm Centre for Commercial Law", which he called a trial balloon and a contribution to the debate. It was considerably more than that and put forward extremely good arguments for the idea of a centre and the need for the same form of cooperation in Sweden. Already here he set the tone which was later key to the development of the Centre and has been cited in subsequent histories, namely that there must "be no question of creating rigid frameworks which lead to a bureaucratic organisation and paralyse all creativity". It was therefore important not to "over-institutionalise" the activities. "I would rather," he continues, "emphasise the importance of creating a research atmosphere and fora for different forms of thinking".

2. Activities and Homework

Anyhow, on 18 March 1999 a meeting was held at the Faculty of Law at which Jan's and my memoranda were tabled and discussed. Those taking part in the meeting included not only the people named above but also my earlier colleague Wilhelm Lüning, who had a particular ambition that such a centre should have a library and documents section. Peter Melz, was of course also involved at this early stage; tax law is an integral part of almost every commercial activity.

Jan's memorandum set out the most concrete proposal and it was decided that we should continue to work along the rather ambitious lines put forward by him. The working group was expanded with the addition of Suzanne Wennberg (criminal law) and Lars Pehrson, Head of the Institute for Company and Securities Law, which was later merged with the Centre after having led a relatively quiet existence since the beginning of the '80s. It was just a question of the far-sighted founders of this institute having been a decade ahead of their time. The civil law researcher Jori Munukka became our energetic Secretary. Duties were distributed among us.

Anders Victorin and I were given the task of working on the financing questions, partly short term in order to get the project up and running, partly somewhat longer term in case it should actually get off the ground. All those involved realised that a project such as this would not be achieved overnight.

After a number of working meetings, quite a lot of homework and many external contacts, at the start of February 2000 we felt ready to sum up the situation. We decided to begin with two limited projects and gave each other the responsibility to come up with at least two suggestions.

3. Suggestions and Decisions

Among the suggestions we can note Anders Victorin's ideas – in his memorandum "Concerning an institute for commercial law (Centre for Commercial Law)" dated 7 March 2000 – for "an observatory for commercial law", a "seminar for interdisciplinary research projects" and a "group to undertake commissioned research". As a concrete – and well-chosen – example of areas of economic significance as yet unresearched, Anders named the collective agreement insurance. Anders had also – as mentioned above – been engaged in a long-term, close collaboration with KTH in the areas of real estate law and tenancy law and knew that such approaches could work well. He consid-

ered that tenancy law would be a suitable topic for the Centre. The eventual result was the Discussion Group for Tenancy Law, a big step forward within the Centre.

Already from the outset, Jan had significantly more visionary plans than the rest of us, both in terms of seeing the Centre as a sort of umbrella organisation for other institutes, existing and new, and in the sense that he was prepared to accept a rather broad interpretation of the term “commercial law”. As an example, he noted that representatives of criminal law had suggested that research focused on the economic aspects of criminal law and on certain public law questions should be included in our plans – and he supported this idea. Strong initiatives would, in Jan’s firm opinion, significantly increase the Centre’s possibilities both for collaboration with other institutions – Sveriges Riksbank, the Ministry of Justice, the Swedish Bar Association and so on – and for international co-operation. In addition, Jan felt that there could be an “educational limb”, where the Centre’s research activities could form the basis for different kinds of special courses as a part of legal professional training. He also envisaged – with strong support not least from Wilhelm – a “third limb”, a documentation centre which could provide an entirely different research service in the legal field than the traditional university library. Important international precedents for this were mentioned.

The rest of us, who had a rather more cautious view of the start-up phase and the continuation, were soon to our surprise and joy able to see that Jan, who became the Centre’s first director (the first chairman was the forceful former Justice of the Supreme Court Hans-Gunnar Solerud), was closer to being right in his predictions than any of us.

In the spring of 2000 we decided to formalise our work by carrying out a few lesser test projects. Some additional enthusiasts were added to our group, including the Law Faculty’s constant friend Hans-Gunnar Axberger (in 2003, adjunct professor in media law at the Centre), Rolf Skog, Master Gardener of contemporary Swedish Company Law, soon to be vice director of the Centre and head of its Company and Securities Law Department, and the tax law expert Roger Persson Österman, the latter bravely taking on responsibility for our finances once we in due course had any such to manage.

The Stockholm Centre for Commercial Law (Centrum för kommersiell rätt i Stockholm, SCCL or Centret) came into being at the Faculty of Law at Stockholm University on 21 September 2000. We existed!

4. Money – and More Money

During the period from the autumn of 1998 until spring 2001 we must have lived on fresh air alone, which seems to have gone very well. On 2 April 2001 I was however able to inform treasurer Persson that the foundation Stiftelsen Företagsjuridik had transferred 100,000 kronor in start-up capital to the Centre's account and the following day he was notified by Anders Victorin that a similar amount had been sent to the Centre by the foundation Stiftelsen Fakultetslitteratur. We had funds!

Anders and I had thus fulfilled the first modest part of our undertaking that we would arrange financing. Our contacts with Johan Stålhand and Jan-Mikael Bexhed had however resulted in preliminary commitments that Marianne and Marcus Wallenberg's Foundation and the foundation Skandia Livs 100 års-stiftelse would provide funding for the first years' activities. At the same time, Jan had obtained a similar promise of support from Torsten och Ragnar Söderberg's foundations. All of these preliminary offers of support were in due course fulfilled and as a result of careful stewardship of the funds and additions from other sources this lasted us significantly longer than we had dared hope. At the same time, the Centre's growth proved to be considerably more rapid than we had expected. The test project phase was soon forgotten and the Centre's activities expanded in all directions.

For just over ten exciting and formative years I was involved in different ways in what was to become, and did indeed become, the Centre. It was all great fun. It was also rather entertaining now to dig through the old files of memoranda and other notes in my basement in order to record the above.

