

One of the few graduate schools that “nurtures global leaders” in business law

The contradiction of citing globalization while there are few places to study in “English.”

I first discovered this problem in 2013 when I joined the faculty at the Graduate School of International Corporate Strategy (Hitotsubashi ICS) and heard that “In Tokyo, there is not a single graduate school where students can study business law in English.” The mission of the Hitotsubashi ICS business law department, where I am a faculty member, is to provide legal education aimed at integrating advanced theory and practice for working professionals and to nurture business law specialists who can respond to the needs of a globalized business world. Nevertheless, I was honestly surprised that in the capital city of Japan, which is home to a large number of global companies, there were no graduate schools where students could study business law in English. As corporate management becomes more global and more complex, business law will also continue to change. If you cannot understand business law in English, you cannot grasp these changes in real time. Students enter our department hoping to obtain advanced knowledge of business law and use it in their work, so from the very beginning I wanted to meet those expectations by “conducting corporate governance classes in English.”

Classes in the business law department are generally conducted in Japanese, but for my classes we have a rule that only English can be used. This includes not only lectures but also discussions. We also ask students to write reports and give presentations in English. The students are free to choose their own theme, and there are no particular restrictions on writing reports with reference to their daily business activities or cases they encountered in the past. This is because one of the learn-

ing objectives is to gain familiarity and experience with English. These efforts led to success, and in 2014 we began accepting international students under exchange agreements and offering more classes in English. In 2016 we began to offer a full set of six English courses per semester, or twelve courses per academic year.

The important thing is gaining “confidence.” In my opinion, the quality that many Japanese businesspeople lack is not “ability” but “courage.” If only they had the courage to use English, they could be more active globally. I am convinced that this is the case.

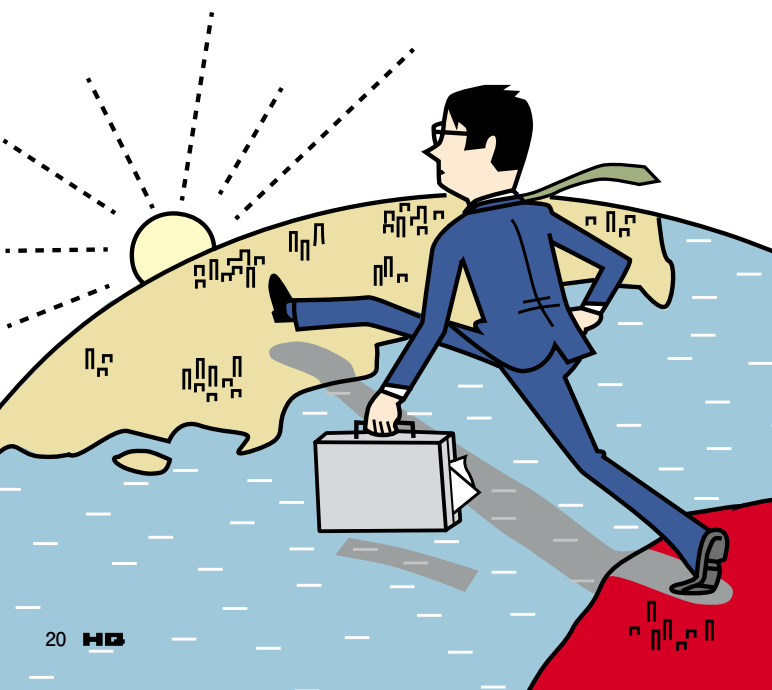
In addition to conducting classes in English, I am focusing on the aspect of “output” (practice). No matter how much time you spend studying advanced theory in class, it all means very little if you cannot apply your knowledge in the real world of business. I worked in business for 17 years as a lawyer in the United States before becoming an academic. During that time, I realized just how important it is to integrate theory and practice. I specialize in “corporate governance,” which involves establishing laws that regulate how companies are directed and controlled. The courses that I teach include International Contract Drafting, which focuses on preparing international contracts; Introduction to American Business Law, where students study the basic elements of American commercial law; Comparative Legal Studies on Corporate Governance, where students compare key examples of corporate governance systems established by the major global players; and Introduction to Japanese Business Law, which teaches exchange students about Japanese commercial law.

In class, I make sure that students have plenty of time to focus on “output” (practice). For example, I have them refer to cases that they have actually experienced in their work to answer questions such as “When making investments in China and Indonesia, how do the contractual details and government notification procedures differ?”

Attaining a global standard in business law while also studying specialized content in English is twice as hard for students who work at companies during the day. However, there is no doubt that this two-year period where students engage in the intensive study of advanced theory and practice in English will benefit them greatly in the future.

Our students satisfy the need for “specialists within companies.”

The business law department nurtures “business law specialists within companies,” and many of our current students work in the legal departments of companies. We have a diverse group of students, and not all of them were undergraduate law majors; in addition, some work



for corporate planning departments, some are public servants, and some are newspaper reporters.

The students are also dispersed across various industries such as finance, manufacturing, government, education, information/telecommunications, and trade. Moreover, now that the system for teaching classes in English is established, we expect to welcome an even wider range of students, including lawyers who have already passed the bar in Japan.

Students achieve a practical mastery of business law as they consider how to deal with the various issues they encounter in their own business activities, and they come to study with the strong motivation that what they learn will be useful in their work. Each class goes beyond the boundaries of industry and occupation and provides an environment for lively discussion.

As society becomes more complex, businesses of all sizes face an urgent need to construct systems that can support their various activities from a legal perspective. Businesses now need to deal with legal issues in all departments—not only in those departments engaged in developing products that involve intellectual property laws or in handling contracts with external partners—including personnel and general affairs. If companies are not well versed in international business law and therefore cannot expand their overseas business activities, then they have an urgent need to globalize their legal capabilities.

Courses in the business law department specialize in business law and respond directly to such current needs of businesses through classes in subjects such as corporation law, economic law, and intellectual property law.

The need to build “bridges” of excellence connecting Japan and other countries through business law

Japan undoubtedly lags behind the rest of the world in terms of the globalization of corporations’ capabilities in business law. This is a problem that I am constantly aware of.

One can think of many reasons why this situation has developed. For example, in the past Japanese companies could manage their business based solely on the strength of their domestic operations. In fact, that took all of their effort. Even when companies decided to expand overseas, they simply established representative offices, and it was rare to find overseas departments having equal importance with other departments at company headquarters. In other words, Japan went through a period where there was no need for legal capabilities that met global standards. Moreover, it appears that universities did not offer programs for producing specialists in global

business law, perhaps because too many people thought that “the study of law equals academic study to pass the national bar examination.” As a result, a clear gap in expert knowledge developed between business organizations and outside legal specialists such as internationally oriented lawyers.

Now that the proportion of profit generated overseas has increased and there is a greater need for speedy management decisions, global business law specialists within companies play an essential role in supporting global efforts. Companies must now be experiencing this. Expectations will continue to increase for people who can solve problems using their expertise and efficient communication skills while acting as a bridge between corporate managers and external lawyers and even between Japan and the world.

Amid globalization, how can we use business law to combine the special conditions and methods of one’s own country with those of others? I feel a need to supply society with more outstanding individuals who demonstrate this kind of ability. Accordingly, the business law department is working to develop new educational programs that will help our students reach a higher level. One example is the effort we are making to enhance exchange programs with law schools located abroad. After all, we are charged with the mission of “nurturing global individuals.” As a Hitotsubashi ICS faculty member, I keep this mission firmly in mind. (Interview)



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Graduated from Boston University (BA) in 1974 and Harvard Law School in 1977 (JD). Professor Aronson worked for Hill, Betts & Nash LLP and Hughes Hubbard & Reed LLP, as a Senior Fulbright Research Scholar at the University of Tokyo, a research associate at Columbia Law School, a visiting professor at the University of Michigan Law School, visiting associate professor at Tokyo University, professor at Creighton University School of Law, visiting scholar at the Bank of Japan Institute for Monetary and Economics Studies, and Senior Fulbright Research Scholar at Waseda University Faculty of Law. In July 2013, he assumed his current position as a professor in the Hitotsubashi University Graduate School of International Corporate Strategy. He specializes in comparative research on corporate governance, the legal profession, and capital markets. His current works include being co-editor of a textbook entitled *Corporate Governance in Asia: A Comparative Perspective* (Cambridge University Press, forthcoming) and co-author of a casebook entitled *An Introduction to American Law* (3rd ed., Carolina Academic Press, forthcoming).