

To All Members

At their respective institutions

CALL FOR PAPERS

Dear Colleagues,

the Executive Board of the Association has resolved to devote the XVII Annual Conference of the Association, to be held in Rome on **27–28 February 2026**, to the theme: **“Commercial Law from a European Perspective: Between Overregulation and Deregulation, Mandatory Rules and Private Autonomy, Harmonisation and Flexibility.”**

As in previous editions, the aim—and indeed our hope—is to foster broad participation in the conference proceedings by scholars from across the various fields of our discipline. To this end, we have selected a theme that, while sufficiently defined, is deliberately broad and cross-cutting, thereby lending itself to multiple interpretations and analytical approaches and opening up to diverse perspectives of legal reasoning and inquiry.

To assist in the formulation of proposals, we have again prepared and are herewith enclosing a brief outline that provides a purely indicative list of potential topics for public discussion, subdivided by major areas of commercial law. These are intended as suggestions for developing individual papers. As in previous years, the conference will be organised around a Call for Papers, open to all scholars—members by vocation—of our scientific community, across all levels and sectors in which it is structured.

The purpose of this Call for Papers, as in past editions, is to invite the submission of scholarly contributions suitable for public discussion. Submissions must therefore be analytical and critical in nature, rather than merely descriptive—except to the extent strictly necessary to define the topic or refer to recent legislative developments. Papers should preferably be unpublished, or of very recent publication, and must be consistent with the thematic framework of the conference. Contributions still in draft form, not yet finalised for publication but which raise significant and timely issues apt to stimulate academic discussion, are also welcome.

Papers must be no longer than 25–30 standard pages, and should be submitted by **12 December 2025** as an email attachment to the following addresses:

- *consigliodirettivo@orizzontideldirittocommerciale.it*;
- *segretario@orizzontideldirittocommerciale.it*.

As in previous years, submissions must be preceded by an abstract, to be sent to the same email addresses **by 8 September 2025**. The abstract should provide a concise yet precise outline of the topic the author intends to develop, as well as an indication of the main arguments to be addressed, with explicit reference to the connection with the general theme of the conference.

We would like to stress that, in light of the organisational complexity involved in a conference structured around a Call for Papers and the presentation/discussion format of individual papers, and in view of the need to finalise and circulate the programme at least one month before the event, the above deadlines cannot be extended under any circumstances. The Executive Board of the Association will communicate, within 15 days of the abstract submission deadline, whether the proposed topic has been accepted. Notification regarding the acceptance of the final paper will follow thereafter. We kindly invite you to save the following deadlines in your calendars:

8 September 2025 – deadline for abstract submission

12 December 2025 – deadline for full paper submission

As previously announced during our February meeting, the conference will take place on **27 and 28 February 2026**, and will once again be generously hosted by the Department of Economics of Roma Tre University.

Depending on the number of accepted submissions, the conference will be structured—as in previous editions—into multiple thematic sessions, each based on the discussion of individual papers between the author/speaker and a designated discussant, selected among the experts in the relevant subject area.

We sincerely hope for broad and enthusiastic participation in this initiative and extend our warmest regards along with our best wishes for your ongoing academic work.

Rome, 22 May 2025

THE EXECUTIVE BOARD

Massimo Bianca, Antonio Cetra, Marco Cian, Eva Desana, Roberto Pennisi, Nicola Rocco di Torrepadula, Laura Schiuma, Giuliana Scognamiglio, Giovanni Strampelli

Commercial Law from a European Perspective: Between Overregulation and Deregulation, Mandatory Rules and Private Autonomy, Harmonisation and Flexibility

The topic chosen for the Association's 2026 Conference draws inspiration from the extensive debate that has unfolded—at political, institutional, academic and other levels—among European policymakers and legal scholars regarding the key issues summarised schematically below. The European Union [see “*A Competitiveness Compass for the EU*”, published by the European Commission in its Communication of 29 January 2025, No. 30, COM (2025) 30 final] must regain competitiveness in comparison with other legal systems and geopolitical areas, by strongly encouraging innovation and, in general, removing obstacles—also of a regulatory nature—to its development. This recovery of competitiveness also requires a significant effort from lawmakers and legal scholars, aimed at promoting, across the various branches of economic and market law: a streamlining of regulation (on the premise that this may be a case where “less is more”), simplification of legal frameworks and reduction of compliance costs for businesses, flexibility of legal institutions and their openness to uses not originally envisaged, a substantial broadening of the scope for private, contractual and corporate autonomy, the search for a new balance between mandatory and default rules, the relaxation of legal burdens and obligations that are not demonstrably necessary to the pursuit of core human interests and values, the overcoming—or at least attenuation—of inconsistencies among the legal systems of different Member States, which hamper the free movement of goods and capital, and the aspiration towards the creation of a “European Commercial Code,” also known as the “*28th regime*.”

This Call for Papers aims to invite the academic community to take up the intellectual challenge raised by the above-mentioned European Commission documents, and to participate—critically and attentively—in the ongoing debate, both through critical analyses of the current legal landscape and through concrete proposals to address identified problems. Contributions may thus take the form of papers adopting a positive law perspective, assessing how systemic constraints and private autonomy are reconciled within specific legal contexts; or papers of a legal-policy orientation, advancing reform proposals in response to identified issues within specific areas or institutions of commercial law.

The Commission itself has identified the legal sectors and institutions that should be most affected by this reforming and simplifying momentum. These include all matters relating to business law, with particular focus on innovative enterprises and SMEs, corporate law—both for companies financed through private equity and venture capital (so-called “closely held companies”) and those funded via capital markets—, insolvency law, and sustainability law (including, as is well known, non-financial reporting obligations, the taxonomy regulation, and the so-called “due diligence” directive). The sustainability framework involves numerous issues related to corporate law and group structures, business accounting, and competition law. Other relevant sectors include public procurement, the legal regulation of artificial intelligence—whose development is regarded as key to competitiveness and thus requires a stable and shared legal framework. Although not expressly mentioned in the EU documents cited above, the following areas are also certainly pertinent to the stated objectives of

simplification and harmonisation: data protection regulation, intellectual property law (including copyright), and competition law.

By way of example only, the following thematic areas may serve as starting points for further analysis and debate:

- **Financial Markets and Banking, Digital Finance and Governance of “Public” Companies**
 - Incentives for listing and simplification of the applicable legal framework for listed companies. Should less burdensome disclosure obligations and more flexible governance and financing rules be envisaged?
 - Regulation of asset management between retail investor protection and company financing. Access of non-professional investors to private equity funds.
 - Disclosure obligations of listed companies: balancing the need for complete information to protect investors and ensure market efficiency with the risk of information overload.
 - Revisions to the Prospectus Regulation and market abuse rules introduced by the Listing Act.
 - Growth markets.
 - Governance of listed companies as a factor of competitiveness and capital market development. Proportionality and efficiency criteria: the role of self-regulation.
 - The Banking Union and its current incompleteness: what further steps are needed?
 - Critical issues in the current EU framework on “bank recovery and resolution” and reform perspectives.
 - Digital innovation in finance and the Pilot Regime: the joint CONSOB/AMF proposal of 9 April 2025 for a more flexible regulatory framework.
- **Sustainability Law**
 - Due diligence for sustainability in the CSDDD Directive.
 - Public and private enforcement.
 - Are companies burdened with too many obligations?
 - How do regulatory differences across geopolitical areas impact competitiveness? Is a common denominator achievable?
 - Is a rethinking necessary? Directive (EU) 2025/794 (“Stop the clock”) and the proposed “Omnibus” Directive.
 - Sustainable finance and disclosure duties: reducing corporate burdens versus investor information needs.
- **Corporate Models: Seeking Flexibility and Harmonisation**

- A retreat from the current harmonised framework?
- The need to eliminate divergences identified at the European level?
- The need to design harmonised legal forms more flexible than those currently governed by Directive (EU) 2017/1132.
- Legal forms and participatory financing; venture capital and its peculiar clauses between shareholders' agreements and quasi-corporate arrangements.
- Corporate law and the scope of mandatory rules.
- Does the principle of the typification of company forms still hold?
- Corporate law and flexibility: a comparative look at experiences from other European and non-European countries.

- **Freedom of Enterprise and the Protection of “Third-Party” Interests**

- Social utility.
- Environmental protection.
- Social responsibility.
- Employee participation in corporate governance.
- The role of the enterprise and the role of the State.
- The enterprise as a “political” actor?
- Cross-border effectiveness of sustainability regulations.
- Multinational enterprises and regulatory arbitrage.

- **Insolvency and Crisis Regulation**

- Crisis and insolvency tools under the Italian Business Crisis and Insolvency Code: rigid or flexible framework? Is there room for atypical mechanisms?
- Negotiations leading to restructuring plans: negotiated crisis resolution and similar European models.
- Are there mandatory rules in the current legal framework governing crisis resolution instruments?
- Liquidation and restructuring proceedings: legal constraints and non-derogable principles applicable to each.
- Is there, at national and EU level, a legislative preference for “business continuity”?
- Equal treatment of creditors: is this principle still valid?
- The problem of selective restructuring.
- Articles 2740 and 2741 of the Italian Civil Code and potential derogations.
- Expansion of limited liability (cf. recent French legislation on the sole proprietor) and the uncertain protection of creditors.
- The European harmonisation of insolvency law: is it a feasible goal? Where do we stand?
- The directive on preventive restructuring frameworks and its implementation in Member States.

- The proposed directive of 7 October 2022, the Council's position of 29 November 2024 (16283/24), and future prospects for harmonising insolvency regimes.
- State intervention in business crisis resolution (notably through extraordinary administration): still a relevant issue?

- **Competition Law and Market Regulation**

- The proposed new EU Commission Guidelines on mergers.
- Proposed changes to the block exemption regulation for technology transfer agreements and related guidelines.
- Impacts of the implementation of the Digital Markets Act (DMA).
- Crisis cartels.
- Sustainability agreements.
- The prohibition of greenwashing (cf. Directive 2024/825/EU).
- Golden power rules: an obstacle to capital mobility?
- The review of the Guidelines on the application of Article 102 TFEU to exclusionary conduct of dominant undertakings.

- **Intellectual Property**

- Intellectual property and rules that enhance its monopolistic aspects.
- Rules governing collective and certification marks, protected designations under Italian law and the EU Regulation of 18 October 2023 (on the protection of geographical indications for craft and industrial products): redundancy and regulatory overlap.
- Protection of intellectual property rights as a driver of innovation, enterprise performance and, in the aggregate, European competitiveness and economic growth (see: EUIPO Report, *Intellectual Property Rights and Firm Performance in the European Union*, January 2025).
- Mass exploitation of creative works through new technologies and fair remuneration for creators.
- Exceptions and limitations to copyright.
- The “European Action Plan on Intellectual Property” [COM (2020) 760 final]: what has been done and what still remains to be done?