



Syllabus
Responsible Business Conduct
Fall Semester 2025

The module Responsible Business Conduct is part of the Master of Law UZH and consists of the course with the same name. The course will be held on Wednesday from 10:15 to 12:00 in room RAI-J-031, commencing on 17 September 2025. The course is taught by Prof Christine Kaufmann and Ron Popper.

Course description

The course will concentrate on the existing and emerging regulations pertaining to responsible business conduct. Following an introductory section that will cover the fundamental instruments in the field of responsible business conduct, including the OECD Guidelines for Multinational Enterprises on Responsible Business Conduct, we will proceed to examine the interactions of business with society in various fields, including human rights and climate change. Furthermore, we will discuss how to conduct business responsibly through risk-based due diligence.

The course will adopt a seminar-style format. It is expected that students will participate actively in discussions and to give presentations.

Literature

BANTEKAS ILLIAS / STEIN MICHAEL ASHLEY (eds.), *The Cambridge Companion to Business and Human Rights Law*, Cambridge 2021

BAUMANN-PAULY DOROTHÉE / NOLAN JUSTINE (eds.), *Business and Human Rights: From Principles to Practice*, London 2016

DEVA SURYA / BIRCHALL DAVID (eds.), *Research Handbook on Human Rights and Business*, Cheltenham 2020

MCCORQUODALE ROBERT, *Business and Human Rights*, Oxford 2024

MUCHLINSKI PETER, *Advanced Introduction to Business and Human Rights*, Cheltenham 2022

MUCHLINSKI PETER, *Multinational Enterprises and the Law*, 3rd ed., Oxford 2021

RUGGIE JOHN, *Just Business: Multinational Corporations and Human Rights*, New York 2013

Course requirements

Attendance is mandatory and active participation is expected. Students will be required to give a short group presentation during the course, which will contribute to the final grade. At the end of the semester an exam (oral or written) will take place and will constitute a portion of the final grade, too. Further details regarding the course requirements will be provided in the first class.

Course administration

Course materials will be uploaded on the platform Moodle via the following link:

<https://moodle-app2.let.ethz.ch/course/view.php?id=13357>

The password will be provided in the first class. Further information can be found on Moodle and on the website of Prof. Kaufmann: www.ivr.uzh.ch/kaufmann.

Please make yourself acquainted with the specific programme and the documents uploaded on the website before the first class. In case you have questions, don't hesitate to reach out to Serge Biggoer, the assistant in charge at the chair of Prof. Kaufmann (Lst.kaufmann@ius.uzh.ch)

Please make yourself acquainted with the specific programmes and documents uploaded on the website before the first class.

If you have questions, the assistants of the chair are available during the usual office hours:

Rämistrasse 74/5, 8001 Zürich, RAI-G-169/179

Lst.kaufmann@rwi.uzh.ch / +41 (0)44 634 48 65

See detailed lecture plan and reading list on the following pages.

Detailed Lecture Plan

| Date | Topic | Reading Assignments |
|--------------|--|---|
| 17 September | <p>Introduction to Responsible Business Conduct (RBC)</p> | <p><i>Instructions on reading assignments will be given in the first class. All reading assignments are subject to change.</i></p> <p>Mandatory reading:</p> <ul style="list-style-type: none"> • UN Guiding Principles on Business and Human Rights • MCCORQUODALE, Business and Human Rights, Chapters 1&2, pp. 1-30; or <ul style="list-style-type: none"> ○ MUCHLINSKI, Advanced Introduction to Business and Human Rights, Chapters 1&2, pp. 1-46 or ○ BANTEKAS, Business and Human Rights: Foundations and Linkages, in: BANTEKAS/STEIN (eds.), The Cambridge Companion to Business and Human Rights Law, pp. 1-21 or ○ RUGGIE, Just Business, pp. XV-80 or ○ WETTSTEIN, The history of ‘business and human rights’ and its relationship with corporate social responsibility, in: DEVA/BIRCHALL (eds.), Research Handbook on Human Rights and Business, pp. 23-45 • MUCHLINSKI, Multinational Enterprises and the Law, Chapter 1: Getting to Know Multinationals, pp. 3-41 • FRIEDMAN, The Social Responsibility of Business is to Increase its Profits, The New York Times Magazine, 13 September 1970. <p>Further reading (optional):</p> <p><i>BAUMANN-PAULY/TRABELSI, The Business Case for Human Rights: Irrelevant or Indispensable?, in: BANTEKAS/STEIN (eds.), The Cambridge Companion to Business and Human Rights Law, pp. 115-144</i></p> <p><i>KAUFMANN/NIEUWENKAMP, Human rights is an integral part of responsible business conduct, Blog on RBC and UDHR, 2018</i></p> <p><i>PORTER/KRAMER, Creating Shared Value, in: LENSSEN/SMITH (eds.), Managing Sustainable Business, Dordrecht 2019, S. 323-346</i></p> |

| Date | Topic | Reading Assignments |
|--------------|---------------------------------|--|
| 24 September | RBC in International Law | <p>Mandatory reading:</p> <ul style="list-style-type: none"> • UN Guiding Principles 1-10 • MCCORQUODALE, <i>Business and Human Rights</i>, Chapter 3, pp. 31-47; or <ul style="list-style-type: none"> ○ NOLAN ET AL., Chapter 2: Regulatory framework and Guiding Principles, in: BAUMANN-PAULY/NOLAN (eds.), <i>Business and Human Rights – From Principle to Practice</i>, pp. 31-76 or ○ MUCHLINSKI, <i>Advanced Introduction to Business and Human Rights</i>, Chapters 3&4, pp. 47-93 • MUCHLINSKI, <i>Multinational Enterprises and the Law</i>, Chapter 3: Regulating Multinationals, pp. 80-117 • MUCHLINSKI, <i>Multinational Enterprises and the Law</i>, Chapter 14: Human Rights, pp. 555-605 <p>Documents:</p> <ul style="list-style-type: none"> • Read the National Action Plan on business and human rights (NAP) of your home country • UN Global Compact: The Ten Principles of the UN Global Compact • FAQs about the UNGPs • Updated Revised Draft Treaty on Business and Human Rights <p>Further reading:</p> <p><i>BANTEKAS, Towards a UN Business and Human Rights Treaty, in: BANTEKAS/STEIN (eds.), The Cambridge Companion to Business and Human Rights Law, pp. 583-610</i></p> <p><i>CANTÙ RIVERA, National Action Plans on Business and Human Rights: Progress or Mirage?, Business and Human Rights Journal (2019), pp. 1-25</i></p> <p><i>MCCORQUODALE, Business and Human Rights, Chapter 4, pp. 48-80</i></p> |

| Date | Topic | Reading Assignments |
|-----------|---|--|
| 1 October | <p>OECD Guidelines for Multinational Enterprises on Responsible Business Conduct</p> | <p>Mandatory reading:</p> <ul style="list-style-type: none"> • OECD Guidelines for Multinational Enterprises on Responsible Business Conduct (2023), with particular attention to pp. 1-20, 25-27; 56-74 • OECD Due Diligence Guidance for Responsible Business Conduct, with particular attention to pp. 9-19 • BUHMANN KARIN, Confronting challenges to substantive remedy for victims: Opportunities for OECD NCPs under a due diligence regime involving civil liability, <i>Business and Human Rights Journal</i> 8 (2023), pp. 403-426 • RASCHE, The UN Global Compact and the OECD Guidelines for Multinational Enterprises and Their Enforcement Mechanisms, in: BANTEKAS/STEIN (eds.), <i>The Cambridge Companion to Business and Human Rights Law</i>, pp. 195-214 <p>Cases:</p> <ul style="list-style-type: none"> • Canadian NCP, China Gold International Resources Corp. Ltd. • Dutch NCP, Former employees of Bralima vs. Bralima and Heineken <p>Further reading:</p> <p><i>BLANPAIN, The OECD Guidelines for Multinational Enterprises – The Badger Case, Journal of the Royal Society of Arts, 1978.</i></p> <p>KAUFMANN, National Contact Points and Access to Remedy under the UNGP – Why Two Can Make a Dream so Real, in BONUCCI/KESSEDJIAN (eds.), <i>40 Ans des lignes directives de l’OCDE pour les entreprises multinationales / 40 Years of the OECD Guidelines for Multinational Enterprises, 2018</i>, pp- 175-184.</p> |

| Date | Topic | Reading Assignments |
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| 8 October | Global Supply Chains and Due Diligence | <p>Mandatory reading:</p> <ul style="list-style-type: none"> • UN Guiding Principles 11-24 • OECD Due Diligence Guidance for RBC, pp. 9-35 • MCCORQUODALE, Business and Human Rights, Chapter 5, pp. 81-123, or <ul style="list-style-type: none"> ○ MUCHLINSKI, Advanced Introduction to Business and Human Rights, Chapter 5, pp. 94-118, or ○ TAYLOR, Human rights due diligence in theory and practice, in: Deva/Birchall (eds.), Research Handbook on Human Rights and Business, pp. 88-107. <p>Cases:</p> <ul style="list-style-type: none"> • Swiss NCP, Society for Threatened Peoples v. BKW Group <p>Documents:</p> <ul style="list-style-type: none"> • General Comment No. 24 (2017) on State obligations under the ICESCR (E/C.12/GC/24) • UN Working Group report on human rights and due diligence in practice, A/73/163 • UNDP Heightened Human Rights Due Diligence for Business in Conflict-Affected Contexts <p>Further reading:</p> <p><i>MCCORQUODALE/SMIT/NEELY/BROOKS, Human Rights Due Diligence in Law and Practice: Good Practices and Challenges for Business Enterprises, Business and Human Rights Journal, Vol. 2(2) 2017, pp. 195-224</i></p> <p><i>SALCITO/WIELGA, What does Human Rights Due Diligence for Business Relationships Really Look Like on the Ground?, Business and Human Rights Journal, Vol. 3(1) 2018, pp. 113-121</i></p> <p><i>OECD, Is there a role for Blockchain in Responsible Supply Chains?, Paris 2019</i></p> <p><i>NOLAN/FRISHLING, Human rights due diligence and the (over) reliance on social auditing, in: DEVA/BIRCHALL (eds.), Research Handbook on Human Rights and Business, pp. 108-129.</i></p> |

| Date | Topic | Reading Assignments |
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| 15 October | Access to Remedy (1/2) | <p>Mandatory reading:</p> <ul style="list-style-type: none"> • UN GUIDING PRINCIPLES 25-31 • MCCORQUODALE, Business and Human Rights, Chapter 6, pp. 124-156; or <ul style="list-style-type: none"> ○ MUCHLINSKI, Advanced Introduction to Business and Human Rights, Chapter 6, pp. 119-147, or ○ ZADEK ET AL., Chapter 6: Accountability and remedy, in: BAUMANN-PAULY/NOLAN (eds.), Business and Human Rights – From Principle to Practice, pp. 239-298 • MARES, Liability within corporate groups: parent companies' accountability for subsidiary human rights abuses, in: DEVA/BIRCHALL (eds.), Research Handbook on Human Rights and Business, pp. 446-470 <p>Cases:</p> <ul style="list-style-type: none"> • United States Supreme Court, <i>Kiobel v Royal Dutch Petroleum Co</i>, 133 S. Ct. 1659 (2013) • UK Supreme Court, <i>Okpabi v Shell</i> [2021] UKSC 3 • Norway NCP, <i>CSJA vs. Telenor</i>, Final Statement, 29 August 2022 • Norway NCP, <i>SOMO on behalf of 474 CSOs in Myanmar vs. Telenor ASA</i> (ongoing) <ul style="list-style-type: none"> ○ Initial Assessment, 27 September 2021 ○ Memorandum of Understanding, 15 July 2022 |

| Date | Topic | Reading Assignments |
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| 22 October | Access to Remedy (2/2) | <p>Mandatory reading:</p> <ul style="list-style-type: none"> • OECD GUIDELINES FOR MNEs ON RBC (2023), pp. 56-74 • VAN HUIJSTEE/WILDE-RAMSING, Remedy is the reason: non-judicial grievance mechanisms and access to remedy, in: DEVA/BIRCHALL (eds.), Research Handbook on Human Rights and Business, pp. 471-491 • CANTÚ RIVERA, National human rights institutions and their (extended) role in the business and human rights field, in: Deva/Birchall (eds.), Research Handbook on Human Rights and Business, pp. 492-512 • LEVINE/CASTLES, The Use of International Arbitration Tribunals for Business and Human Rights Disputes, in Bantekas/Stein (eds.), The Cambridge Companion to Business and Human Rights Law, Chapter 19, pp. 428-454 <p>Documents:</p> <ul style="list-style-type: none"> • The Hague Rules on Business and Human Rights Arbitration • ICSID Convention <p>Further reading:</p> <p><i>BAAIJ, The Potential of Arbitration as Effective Remedy in Business and Human Rights: Will the Hague Rules be Enough?, BHRJ 7(2022), pp. 271-290</i></p> |
| 29 October | No class | |
| 5 November | RBC in the Garment and Footwear Sector | <p>Mandatory reading:</p> <ul style="list-style-type: none"> • The International Accord on Health and Safety in the Textile and Garment Industry (formerly Bangladesh Accord) • OECD Due Diligence Guidance for Responsible Supply Chains in the Garment and Footwear Sector • JASTRAM/SCHNEIDER, Sustainable Fashion – Governance and New Management Approaches, Cham 2018, pp. 3-8, 11-24, 41-50. |

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| | | <p>Cases:</p> <ul style="list-style-type: none"> • Canada, Ontario Superior Court of Justice: Loblaws Companies Ltd., Loblaws Inc.; Joe Fresh Apparel Canada Inc. • Germany, Regional Court Dortmund, Baldia Factory Fire As v. KiK • German NCP, ECCHR et al v. TÜV Rheinland AG • Danish NCP, PWT Group’s role in the Rana Plaza collapse • Italian NCP, Ali Enterprise Factory Fire Affectees Assoc v. RINA S.p.A |
| 12 November | RBC in EU and National Law (1/2) | <p>Mandatory reading:</p> <ul style="list-style-type: none"> • MCCORQUODALE, Business and Human Rights, Chapter 7, pp. 157-175 • COSSART/CHAPLIER/BEAU DE LOMENIE, The French Law on Duty of Care: A Historic Step Towards Making Globalization Work for All, Business and Human Rights Journal, 2 (2017), pp. 317-323 • BUENO/KAUFMANN, The Swiss Human Rights Due Diligence Legislation: Between Law and Politics, Business and Human Rights Journal, Vol. 6(3) 2021, pp. 542-549 |
| 19 November | RBC in EU and National Law (2/2) | <p>Documents:</p> <ul style="list-style-type: none"> • UK Modern Slavery Act • Australia Modern Slavery Act • French Loi relative au devoir de vigilance des sociétés mères et des entreprises donneuses d’ordre • German Supply Chain Due Diligence Act (Lieferkettensorgfaltspflichtengesetz) • Norway Transparency Act and 2025 Review • Switzerland: <ul style="list-style-type: none"> ○ Art. 964a-c and 964j-l Code of Obligations ○ Ordinance on Due Diligence and Transparency in relation to Minerals and Metals from Conflict-Affected Areas and Child Labour (DDTrO) ○ Ordinance on Reporting on Climate Issues • European Union: <ul style="list-style-type: none"> ○ EU Corporate Sustainability Due Diligence 2024/1760 |

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|-------------|---|---|
| | | <ul style="list-style-type: none"> ○ EU Corporate Sustainability Reporting Directive 2022/2464 ○ Omnibus package ○ EU Forced Labour Regulation 2024/3015 ● US Uyghur Act <p>Further reading:</p> <p>CASSEL, <i>State jurisdiction over transnational business activity affecting human rights</i>, in: DEVA/BIRCHALL (eds.), <i>Research Handbook on Human Rights and Business</i>, pp. 198-222</p> <p>MARTIN, <i>The use of disclosure-based regulation to advance the state's duty to protect</i>, in: DEVA/BIRCHALL (eds.), <i>Research Handbook on Human Rights and Business</i>, pp.176-197</p> <p>KRAJEWSKI/TONSTAD/WOHLTMANN, <i>Mandatory Human Rights Due Diligence in Germany and Norway: Stepping, or Striding, in the Same Direction?</i>, <i>Business and Human Rights Journal</i>, Vol. 6(3) 2021, pp. 550-558</p> |
| 26 November | UN Forum on Business and Human Rights (Geneva) | (Optional) Participation at the UN Forum on Business and Human Rights in Geneva. Information will be given in class. |
| 3 December | RBC and Mega-Sporting Events | <p>Mandatory reading:</p> <ul style="list-style-type: none"> ● AMIS, <i>Mega-Sporting Events and Human Rights – A Time for More Teamwork?</i>, <i>Business and Human Rights Journal</i>, 2 (2017), pp. 135-141 ● ISHIDA/WADA, <i>The Implementation of the UN Guiding Principles into Daily Business Operations and the 2020 Tokyo Olympic and Paralympic Games</i>, <i>Business and Human Rights Journal</i>, 2 (2017), pp. 143-148 ● SPALDING, <i>The Governance Legacy of Mega-Sporting Events: A Golden Opportunity to Promote Human Rights</i>, <i>Commentary, IHRB</i>, 7 December 2018 ● <i>Mega Sporting Events/IHRB, The Mega-Sporting Event Lifecycle – Embedding Human Rights from Vision to Legacy</i>, Report, 27 April 2018 |

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|-------------|-------------------------------------|--|
| 10 December | RBC and Climate Change (1/2) | <p>Mandatory reading:</p> <ul style="list-style-type: none"> • OECD GUIDELINES FOR MNEs ON RBC (2023), Chapter VI. Environment, pp. 33-38 • MUCHLINSKI, Multinational Enterprises and the Law, Chapter 15: Environmental Issues, pp. 606-648 • OLAWUYI, Corporate Accountability for the Natural Environment and Climate Change, in: BANTEKAS/STEIN (eds.), The Cambridge Companion to Business and Human Rights Law, pp. 234-259 • WEBER/HÖSLI, Corporate Climate Responsibility – The Rise of a New Governance Issue, sui generis 2021, pp. 83-92 |
| 17 December | RBC and Climate Change (2/2) | <p>Documents:</p> <ul style="list-style-type: none"> • Paris Agreement on Climate Change • UN Working Group on BHR, Information Note on Climate Change and the Guiding Principles on Business and Human Rights, June 2023 <p>Cases:</p> <ul style="list-style-type: none"> • Netherlands, Milieudefensie et al. v. Royal Dutch Shell: <ul style="list-style-type: none"> ○ Judgement Court of Appeals ○ Appeal by Mileudefenise to Supreme Court (summary) • Switzerland, Pari Fishermen v. Holcim (ongoing) <p>Further reading:</p> <p><i>Van Asselt Harro, The Private Life of the ICJ Advisory Opinion on Climate Change, Völkerrechtsblog 15.08.2025</i></p> |