of the CISG. In general, the grade of uniformity is considered as satisfactory, although an even more intensified consideration of foreign authorities would be desirable. It would be difficult for anyone to disagree.

Given the broad general theme (methodology of the CISG), it was arguably unavoidable that the book contains certain parallelisms, such as repeated references to the drafting history of the Convention, to the fact that there is excellent access to CISG material, or to the necessity of adapting law school curricula as to encompass International Commercial Sales Law. It is also noticeable that, in order to illustrate a gap or the need for a modern and coherent interpretation of the Convention, 'classic problem zones' such as the lack of provisions on standard terms, or the Convention's silence on electronic communication, are referred to in many of the contributions, which may cause the reader a certain fatigue. Instead, one could have thought of addressing methodological issues in relation to specific provisions or to specific questions arising under the Convention in order to avoid a recycling of the same old examples. On an editorial note, errata such as '*éstablishment*' instead of '*établissement*' as the French word of 'place of business' (p. 362) should not appear in the print version, especially if the misspelt word is used to make an important argument.

These are details. Of course, the advantages of the book surpass its little weaknesses by far. All in all, the combination of contributions reviewing the status quo and contributions exploring new trails render reading enjoyable and the volume very recommendable for any CISG library.

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Mads Andenas, Sylvia Diaz Alabart, Sir Basil Markesinis, Hans Micklitz & Nello Pasquini (Eds.), Liber Amicorum Guido Alpa – Private Law Beyond the National Systems, British Institute of International and Comparative Law (2007), xii+1112 pp. (ISBN: 978-1-905221-28-8).

This volume, honoring the scholarship of Guido Alpa, Professor of Civil Law at the University of Rome 'La Sapienza' and a leading scholar of private and commercial law, contains 54 contributions made by distinguished scholars. The contributions, arranged in alphabetical order, address a wide variety of subjects of national, European and comparative law, which can be divided into the following categories: 1) Harmonization and unification of European private law; 2) European conflict of laws; 3) European and national company law; 4) national and international economic law; 5) reform and drafting projects of national civil codes; 6) national and comparative family law and succession; 7) comparative aspects of contract law; 8) comparative aspects of consumer protection; 9) products liability; 10) tort and insurance; 11) lawyers' ethics; 12) arbitration; 13) legal theory.

The subjects range from "Two Kinds of Justice: Human and Divine" (Sir Basil Markesinis) to "Arbitration in Denmark: The Parties' Influence on a Danish Arbitration Case" (Eric Werlauff), and from "Competition Law, Contracts and Fairness (David Gerber) to "Horizontal Liability in Secondary EC Law: Also a Critique of ECJ Case Law on remedies for Compensation in Product Liability, Non-Discrimination, and Intellectual Property Law" (Norbert Reich). The contributions are mostly in English, but there are also some in French, German, Italian and Spanish. The legal systems discussed in the contributions are not only those of the Member States of the European Union but also those of Argentine, Brazil, Canada, Israel and South Africa.

The sheer number of contributions makes it impossible to do justice to all in this context. This review focuses on some contributions, of special interest to European law scholars, in that they address the major legal developments that have taken place in Europe in recent years.

The EC Commission's "Common Frame of Reference" (CFR) project, undertaken by the Study Group on a European Civil Code and the Research Group on EC Private Law (Acquis Group),[1] and, in particular, the harmonization of European contract law, have been addressed by several authors (Jürgen Basedow, Hugh Beale, Hugh Collins, Bénédicte Fauvarque-Cosson, Martijn W. Hesselink, Ole Lando, Hector MacQueen, Hans-W. Micklitz, J. Michael Rainer, Jerzy Rajski and Stephen Weatherill). Their contributions shed much light on the development of the concept of the CFR and its underlying principles. Thus, for example, they provide an explanation for the choice of the authors of the Draft CFR to take the fragmentary rules of the EC Directives in the field of consumer protection, which are limited to specific situations, and turn them into rules of much more general applicability.[2] By discussing the rules prevailing in the legal systems of the EC Member States, the authors provide an overview of the choice of terms and concepts adopted by the Draft CFR authors, as well as the meaning and intended application of the concept of "good faith" (cf. especially Lando and MacQueen).

Jürgen Basedow's "Conflict of Laws and the Harmonization of Substantive Private Law in the European Union" identifies the different types of Community conflict rules. Basedow emphasizes that, unlike national conflict of law rules which are always linked to the substantive policies pursued by national private law, Community conflict rules may also be adopted in areas where no substantive Community law exists, as is the case, e.g., with the Rome I and Rome II Regulations. In the latter case the Community sets rules without pursuing any interest of its own. Furthermore, the approximation of the private law of

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[1] *See* Ch. v. Bar, E. Clive, H. Schulte-Nölke (Eds.) and H. Beale, J. Herre, J. Huet, M. Storme, S. Swann, P. Varul, A. Veneziano and F. Zoll, Principles, Definitions and Model Rules of European Private Law – Draft Common Frame of Reference (DCFR) – Outline Edition (2009).

[2] For a criticism of this choice for its far-reaching restriction of party autonomy also in situations and under conditions which do not warrant such restrictions, *cf.* H. Eidenmüller, F. Faust, H. C. Grigoleit, N. Jansen, G. Wagner & R. Zimmermann, *The Common Frame of Reference for European Private Law – Policy Choices and Codification Problems*, 28 Oxford Journal of Legal Studies 659, at 693ff. (2008).

the Member States by Directives has created more, rather than less, need for conflict rules, especially where Member States have been allowed to choose between different options regarding the implementation, or where the Directive only provides for minimum harmonization. Since the Directives only harmonize specific matters, recourse to national laws of the Member States becomes inevitable as soon as general principles are needed to decide the many questions not addressed by the Directives. The "Common Frame of Reference", addressed in more detail in other contributions, may be expected to provide the missing general principles of Community law, which will provide the basis for future interpretation of Community secondary legislation. Finally, although goods and services may be offered in the internal market on the basis of the country of origin principle, none the less, since private international law has been excluded from the operation of this principle, it remains to be decided in any case whether the ordinary choice of law rules apply or whether those are superseded by the country of origin principle.

Mads Andenas and Klaus J. Hopt address major issues of business organization in the European Union. Andenas analyzes the process of harmonization of European company law along the lines of the requirements imposed by the free movement of goods and of capital within the Internal Market. Arguably, the American model whereby each US State maintains its own company law may not serve so well the needs of persons carrying out business in the European Union. At the same time, the harmonization efforts encounter serious difficulties as well as criticism, due in part to the 'salami' process which involves the harmonization of limited topics, leaving closely related ones unaffected, as well as to the fundamental differences among the legal systems of the Members States and the concepts of subsidiarity and proportionality which have an inhibiting effect on this process.

Hopt's contribution addresses the all important issue of modernizing the board of directors. The author considers the different measures which such a reform may adopt. A good reform cannot be achieved by a one-size-fits-all measure. Also, the risk of politicians acting in the wake of scandals should be avoided. It is pertinently emphasized that, although a principle-based approach and ex post judicial review are, in theory, capable of providing businesses with flexibility while targeting the problems which arise in an optimal manner. In practice, however, such control presupposes the existence of a highly qualified judiciary, the establishment of which may require many years of legal and system reform. The contribution further emphasizes the important role of the independent directors (including the problems encountered in Member States in implementing the EC Commission recommendation in this matter) and considers three acute board reform problems: directors' remuneration, responsibility of board members for financial statements and the option of allowing companies to choose between one-tier and two-tier boards.

The strength of this volume lies in the high quality of the contributions and in the very topical and interesting matters with which the authors have chosen to engage. Very few Libri Amicorum are dedicated to a specific subject-matter. Mostly, they include an assortment of subjects over which the editors have little control. None the less, depending upon the quality of the contributions, these

books may provide a very enriching source of scholarly insights. This book is a very fine representative of this genre, an asset to any library that wishes to expand its comparative and European law collection.

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