Centre for Law & Public Policy

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The challenge of regional integration and incorporation of regional normative instruments, in Cameroon's bilingual and bi jural context:

The case for a national process for translation of regional normative laws, and a specialized Centre for the study of regional business law, in English.

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Executive Summary:

1. As a contribution to resolving some of the concerns raised by legal practitioners working in Cameroon's regions which use English as the primary working language, this paper calls for a permanent institutional process for the translation of normative legal texts adopted by or emanating from sub-regional bodies Cameroon belongs to, and which are applicable in the country. It also makes the case for a Centre dedicated to teaching, research, publication, jurisprudential (case-law) analysis, and support to the drafting and translation of legal norms, in English, on regional business law and regional legal instruments to which Cameroon is signatory. The proposed Centre could be hosted by a Law Faculty within a University in an English-speaking / Common Law jurisdiction in Cameroon, where legal practitioners and litigants primarily use English as the language of expression.

2. The paper provides background on the impact of regional integration on Cameroon's legal environment. This process, which is characterized by Cameroon's participation in a number of sub-regional groupings of States in the Central and West African region, is a key driver of the reception of legal instruments of regional community law, which regulate areas such as business law, banking law, insurance law, maritime law, and aviation law. Since these regional groupings do not often have the same language composition as Cameroon (which has French and English as official languages), these regional instruments render access to the law difficult for English speakers in the country. They complicate the task of Cameroon's government which on the one hand, needs to modernize its legal framework to meet up with regional and global normative developments by signing on to these instruments, and on the other hand, has to comply with its constitutional principle of bilingualism which requires that legal texts be available in both official languages. Short of successfully advocating for English to become a working language of all these various sub-regional groupings – which will not be an easy task – the country has to reflect on mitigating measures which enable it reconcile these two imperatives. Unlike laws emanating from Cameroon's Parliament and national regulatory instruments which are generally immediately available in both official languages, texts emanating from regional institutions are not necessarily available – even several years after their adoption – in English.

Problem Statement:

3. The recent demands by Common Law practitioners in Cameroon, which have resulted in a strike by lawyers in the North West and South West regions, have highlighted the problem of inaccessibility in English (or the lack of high quality English translations) of a number of treaties signed, and regulatory instruments adopted, within the framework of regional bodies of which Cameroon is a member. These include non-exhaustively: (i) the OHADA treaty on business law (governing amongst others areas: company law, commercial law, securities and secured transactions, bankruptcy and corporate re-organizations, summary proceedings for debt collection, and commercial arbitration), (ii) COBAC / UMAC regulations governing most aspects of banking law and regulation, such as CEMAC Regulation No. 02/03/CEMAC/UMAC/CM of 4 April 2003 governing negotiable instruments in finance and banking (legal rules on the use of cheques, bills of exchange, promissory notes, debit cards, and offences related thereto), and (iii) other CEMAC instruments which regulate aspects of economic activity, such as the CEMAC regional Merchant

Shipping (Maritime Law) Code revised in 2012, and the CEMAC Civil Aviation Code of July 2012.

4. The legal practitioners highlighted other problems related to Common Law practice in Cameroon, namely: (i) the handling of appeals from Common Law courts to Cameroon's Supreme Court, (ii) the need for specialized training in Common Law for Magistrates at the National Magistracy School, and (iii) problems resulting from the assignment of Magistrates without Common Law knowledge to Prosecutors' offices and the Bench in the North West and South West regions. A number of measures to resolve these concerns have recently been announced within the framework of Cameroon's national-level policies on judicial training and organization. This paper does not further examine those reforms; rather it confines itself to examining the separate issue of how Cameroon's trajectory of participation in (sub)-regional bodies within the framework of regional integration in Central and West Africa, contributes to the increasing reception into national law of legal and regulatory standards shared by Francophone African countries. It proposes measures to accompany this regionalization of norms, adapting it to Cameroon's unique constitutional bilingualism, and mitigating its impact on Cameroon's dual judicial systems.[1]

Regional Integration: driving the importation of regional normative law and regulations

5. Simply expressed, regional integration refers to the process by which States, through legally-binding international agreements, agree upon common regulation of a number of areas which would otherwise fall within their respective national sovereign authority. Reflecting the factors which drive such integration, the process usually results in monetary, customs, or economic unions, in which States agree to common management of their monetary policy, customs and tariffs, the removal of national barriers to trade (such as free movement of labour, goods, and services), and the common regulation of aspects of the economy (such as competition policy). While analysis of the benefits of regional integration is beyond this paper, it suffices to say that for most African countries, regional integration is intended to avoid fragmentation of regional markets (into small countries), and to achieve efficiencies by pooling expertise and resources to regulate increasingly complex areas of economic activity (such as banking, insurance, and financial markets), hence enabling those countries to participate better in an increasingly competitive global environment. There is also agreement among legal practitioners and development actors that increased regionalization of norms (such as through OHADA) is inherently positive for participating States: it enables them accede to modern, up-to-date legal frameworks that improve the business climate, and – through judicial bodies like the OHADA Common Court of Justice and Arbitration – introduce a supranational rule of law element to the critical field of business law, one previously blighted by unpredictable national judicial decision-making.

6. The State of Cameroon's participation in regional integration processes began as early as the 1960s (Cameroon signed the treaty establishing the Central African Economic and Customs

[1] A number of observations and proposals made in the present paper have been evoked over the years by legal practitioners, academics, and specialized legal translators working in Cameroon's primarily English-speaking regions. See: Martha Simo Tumnde, *The applicability of the OHADA treaty in Cameroon: Problems and prospects,* Annales de la Faculté des Sciences Juridiques et Politiques, Université de Dschang, Tome 6, 2002, p. 23; Justin Melong, *Implementation of OHADA laws in a bilingual and bijural context: Cameroon as a case in point*, Revue de l'ERSUMA No.2, Mars 2013.

Union, UDEAC, in 1964). Since the 1990s however, in response to the severe economic crisis that rocked African economies in the 1980s, the scope and ambition of regional integration efforts have widened exponentially. Illustratively, in the early 1990s the following critical areas became the subject of regional normative law: (i) *business law* (through the OHADA Port-Louis Treaty on harmonization of business law signed in 1993), (ii) *banking law and regulations* (through the 1990 Convention establishing the Central African Banking Commission, COBAC and the 1992 Convention on the Harmonization of Banking Sector regulation in Central Africa), and (iii) *insurance law and regulation* (through the 1992 Treaty establishing a common regulator for the insurance industry in Francophone Africa, CIMA and its annexed substantive Insurance Code).

7. The table below provides a non-exhaustive snapshot of some critical economic sectors in Cameroon which draw on regional treaties and commitments for both substantive law and regulatory mechanisms. It indicates the official language(s) of these bodies' member States, to highlight the impact of this regionalization of norms.

OHADA	**OAPI**	**CIMA**	**COBAC**	**COSUMAF**	**GABAC**	**(LANG.)**
Most aspects of Business Law (see list: para. 3 above)	Intellectual Property law (trademarks, patents, copyright)	Insurance law & regulation of insurance companies	Banking law & regulation of the banking sector	Oversight of financial markets (issuance of stocks, bonds)	Regional anti-money laundering framework & task-force	Official Language(s)
Benin	Benin	Benin				French
Burkina Faso	Burkina Faso	Burkina Faso				French
Cameroon	**Cameroon**	**Cameroon**	**Cameroon**	**Cameroon**	**Cameroon**	**French, English**
Central African Rep.	Central African Rep.	Central African Rep.	Central African Rep.	Central African Rep.	Central African Rep.	French
Comoros	Comoros	Comoros *(not yet ratified)*				French, Arabic, Comorian
Rep. of Congo		Rep. of Congo	Rep. of Congo	Rep. of Congo	Rep. of Congo	French
D.R. Congo						French
Côte d'Ivoire	Côte d'Ivoire	Côte d'Ivoire				French
Equat. Guinea	Equat. Guinea	Equat. Guinea	Equat. Guinea	Equat. Guinea	Equat. Guinea	Spanish, French, Portuguese
Gabon	Gabon	Gabon	Gabon	Gabon	Gabon	French
Rep of Guinea	Rep of Guinea					French
Guinea-Bissau	Guinea-Bissau	Guinea-Bissau				Portuguese
Mali	Mali	Mali				French
	Mauritania					Arabic
Niger	Niger	Niger				French
Senegal	Senegal	Senegal				French
Chad	Chad	Chad	Chad	Chad	Chad	French, Arabic
Togo	Togo	Togo				French

8. Some observations can be made on these sub-regional bodies to which Cameroon belongs, which have an increasing role in producing normative law and regulating critical aspects of economic and business relations in parts of Central and West Africa. Firstly, these groupings bring together in the majority, *States having French as their official language*. Some States whose official language is not French, such as Guinea-Bissau (Portuguese) and Mauritania (Arabic) in practice resort to it for purposes of their participation in regional bodies. The experience of Equatorial Guinea is also noteworthy. In September 1997, in order to reduce its isolation in a predominantly Francophone CEMAC sub-region, its Parliament adopted French as a second official language: this has become the country's working language in Central African sub-regional institutions.

9. Secondly, some of these sub-regional groupings, such as OHADA, have made modest efforts to address the multi-lingual nature of their constituent States. Whereas Article 42 of the initial 1993 Port-Louis Treaty establishing OHADA provided tersely that 'French is the working language of OHADA', the revised OHADA Quebec treaty adopted 15 years later (in 2008) provides in Article 42 that 'the working languages of OHADA are French, English, Spanish, and Portuguese'. The provision however adds that: 'Prior to their translation into the other languages, the [OHADA] laws already published in French are fully in force. In the event of a dispute as to meaning between the different translations, the French version shall be authentic'.

10. In the recent debates in Cameroon, it has been pointed out that Cameroon's authorities have in the past, attempted to ensure English translations of OHADA laws were available before their promulgation at national level. Putting aside momentarily the issue of the quality of translations provided, it is trite to say that the above approach is justified, from both a constitutional and a policy perspective. Considering a French-only law enforceable against English-using litigants (in advance of a future translation) is a potential violation of the basic right of equal access to justice. It is important to note that for Cameroon's legal practitioners for whom English is the primary working language (as for their French-speaking counterparts), the received regional norms effectively repealed or set aside existing legal instruments which were available to them, including received foreign law (such as the Companies Act and Ordinance) or national laws (such as national legislation regulating compulsory automobile insurance). In other instances, the regional standards establish new norms in areas which had not been exhaustively legislated upon. The understanding that applicable regional legal norms should be made available in English is now, in the main, shared across Cameroon's legal community.

11. For Cameroon, regional integration, which entails reception of regional normative law and regulations, has implications of a broad nature. Cameroon's long-term economic and development vision, encapsulated in its Growth and Employment Strategy Paper, GESP which constitutes the framework for Government action for the period 2010 – 2020, includes regional integration and diversification of Cameroon's trade partners, as one of five strategies for economic growth. In a sequenced approach, the GESP envisages: (i) *regional integration* in the CEMAC zone, and *diversification* of Cameroon's trade relationships to include: (ii) ECCAS (Economic Community of Central African States), notably the DR Congo and Angola, (iii) economic relations with Nigeria, (iv) further extending to West, Southern, East, and North Africa, (v) trade relations with Europe and North America, and (vi) trade with large emerging economies in Latin America and

Asia.[2] It can thus be assumed that Cameroon will continue to deepen its regional integration process, including the reception of normative laws and regulations. This paper does not examine the question of the criteria for choosing regional integration and harmonization mechanisms: it suffices to say though, that except for alliances and integration driven by immutable factors such as geography, Cameroon may well need to review these criteria, to ensure they reflect its dual language heritage and national systems.

Translation of laws and treaties: an important, but not conclusive step in ensuring access to the law

12. Given the language issues inherent in Cameroon's sub-regional groupings which develop normative law, an important first step would be that the Government of Cameroon establishes a **permanent institutional process at national level, to ensure the translation into English of regional normative instruments**. Through a coordinated effort of the Ministries of External Relations, Economy and Regional Planning, and Justice, a dedicated and well-resourced translation unit could be put in place in order to ensure translation (for the State of Cameroon) of major regional normative texts. *An illustrative list of regional instruments which enunciate important legal principles applicable in Cameroon, for which an official English translation is hard to find, is presented as an annex at the end of this paper.* [3]

13. There is also a need to review the arrangements by which regional normative instruments incorporated into national law are published. The Constitution provides that the official languages shall be English and French, both languages having the same status (Section 1.3), that laws passed by Parliament have to be published in the Official Gazette in English and French (Section 31.3); and that treaties override national law 'following their publication', but neither specifies whether such publication should be in the Official Gazette, nor whether it should be in both languages (Section 45).[4] Treaties are however listed among the instruments that require publication in the Official Gazette, per Section 1 of Decree No. 77/14 of 06 January 1977 governing publication of texts in the Official Gazette. Paragraph 5 of the Prime Ministerial Circular N° 001/CAB/PM of 16 August 1991 on bilingualism in public and semi-public entities in Cameroon (which is at present the most comprehensive text on this subject) states that: 'all treaties and agreements signed between Cameroon and foreign States, persons, or organisations, should, upon their signature, or as soon as possible thereafter, be rendered into English and French, and should include a provision indicating that both versions shall be equally authentic'.

14. It should be noted that beyond *treaties* themselves, certain key texts adopted by way of regulations (*règlements*) within sub-regional bodies – such as the CEMAC regulations/Codes governing negotiable instruments in finance and banking, commercial shipping, and civil aviation – are sufficiently normative in nature to warrant their being translated and available in both official

[2] See: Government of Cameroon: *Growth and Employment Strategy Paper* (Reference Framework for Government Action over the period 2010 – 2020), August 2009, at: (https://www.imf.org/external/pubs/ft/scr/2010/cr10257. pdf)

[3] To illustrate the delicate nature of this issue, a Court in the primarily English-speaking part of Cameroon rendered a decision in the year 2000 (before English had been incorporated as a working language of OHADA) to the effect that a treaty that was basically only in French suffered from self-exclusion from the primarily English-speaking regions of Cameroon. See: *Akiangan Fombin Sebastian v. Foto Joseph and Others*, Suit HCK/3/96/2000, (unreported).

[4] It is worth noting that some sub-regional bodies have their own Official Gazettes, such as the CEMAC Community Official Gazette, where its instruments and regulations – sometimes of a normative nature – are published in order to come into force.

languages. Under current arrangements, some instruments adopted by sub-regional bodies can become law in Cameroon, without fulfilling what is required of laws adopted by Cameroon's own Parliament, namely that they be published in both official languages in the Official Gazette (per Section 31.3 of the Constitution). It is also unfortunate that the OHADA treaty does not permit any reservations to be formulated by signatory States (Art 54). (Unless specifically forbidden by a treaty, such reservations are usually permissible under international law governing treaties, namely Art. 19 to 23 of the Vienna Convention on the Law of Treaties, 1969). Given that under Section 1.3 of the Constitution both official languages have the same status, it would have been wise for Cameroon while ratifying the OHADA treaty, to express a reservation on Article 42, which provides that prior to their translation into the other languages, OHADA texts already published in French are fully in force, and that in the event of a dispute as to meaning between the different translations, the French version shall be authentic. Such a reservation would have accommodated Cameroon's specific position on this provision, namely: that the texts become enforceable in Cameroon when both the English and French versions are available; and that *with respect to Cameroon*, the two versions are equally authentic (this latter position can be inferred from the Prime Ministerial circular of 1991).

15. A consensus has emerged on the imperative need to ensure that regional laws and regulations (such as the OHADA laws) applicable in Cameroon are available in English. It is worth examining briefly how these texts are translated. With specific reference to their rendering from French into English for use in jurisdictions applying the Common Law, it is questionable whether the sole exercise of translation (i.e. expressing the sense of words or text from French to English), when not conducted by professionals highly-experienced in the use of such texts in the destination language, would ever suffice.

16. Substantive OHADA law derives from several sources which are 'neutral' (such as texts from the United Nations Commission on International Trade Law)[5], and cannot be traced as belonging to one legal tradition or another. That said the influence of the French language and the romano-germanic or civil law tradition is inevitable given the composition of its member States. Many substantive legal concepts and legal procedures that OHADA's drafters enact, have a Common Law equivalent, or a legal concept or procedure that most closely resembles it, or which they specifically *deviate or abrogate from*. The task required to make OHADA laws comprehensible in a jurisdiction with Common Law foundations, is not only to render their words into layman's English: it is to find the English legal term closest in meaning to what the drafters intended. (Illustratively, 'summary proceedings for debt collection' may be a more appropriate rendering than 'simplified procedure for debt recovery', since the notion of a 'summary proceeding' is well known in English law as one through which a person seeks an immediate Court order or injunction, for instance to obtain payment of a debt that is certain, of a fixed amount, and due).[6]

[5] See: http://www.uncitral.org/uncitral/en/about_us.html.

[6] For an analysis of similar challenges in the providing specialized legal translations of OHADA texts, see: Justin Melong, *Implementation of OHADA laws in a bilingual and bijural context: Cameroon as a case in point*, Revue de l'ERSUMA No.2, Mars 2013. Available online at: (http://revue.ersuma.org/no-2-mars-2013/etudes-21/Implementation-of-Ohada-laws-in-a).

Difficulty accessing supplementary resources on regional and community law in English

17. It should also be noted that the *enactment* of a law (and its subsequent rendering into another language) is a necessary, but not a sufficient condition to ensure it is actually understood. While it comes into being through its enactment or promulgation, a law actually lives through how it is *applied, interpreted, and adjudicated upon,* (by regulatory bodies, Courts, or other adjudicators such as arbitration panels), *and subjected to doctrinal analysis* (by legal experts, eminent jurists, and academics). It is in these latter respects that the reception of regional normative law and regulations – from primarily Francophone sub-regional standard-setting bodies – poses the most significant challenge to the English-language speaker and Common Law practitioner within the Central and West African sub-region.

18. In most of the sub-regional bodies responsible for development of legal norms, not only the production of these norms, but their subsequent application, interpretation, and adjudication by the sub-regional judicial or regulatory bodies is substantially conducted in French. Using OHADA for illustrative purposes, the overwhelming use of French in the application, interpretation, adjudication, and doctrinal treatment of OHADA is revealed by a cursory examination of (a) access to OHADA case-law or jurisprudence, from the OHADA Common Court of Justice and Arbitration located in Abidjan, as well as from higher-level national courts of Member States, (b) access to doctrinal works (scholarly publications, text-books, horn-books) on OHADA law, (c) the availability of professional development and learning opportunities including seminars, conferences, lawyer training programs, University Masters-level programs dedicated to OHADA law, and (d) the number of permanent national Forums, Clubs, University Chairs / Institutes bringing together practitioners, jurists, academics and students, around OHADA law.

- **Case-law and jurisprudence:** Case-law constitutes a source for understanding how a body of law is applied in practice. Faced with real-world factual situations, Courts and adjudicators provide through case-law, guidance as to what specific provisions of laws mean. As a supra-national and sub-regional law, OHADA case-law is being produced not only by the CCJA established to hear final appeals from the national level on OHADA cases, but also by higher-level national courts which interpret the Uniform Acts' provisions. This case-law is widely available online, and publicized in an online repository run by the OHADA Secretariat (http://www.ohada.com/ jurisprudence.html). The CCJA's decisions (rendered in French) are not translated into other languages. Obviously, decisions emanating from Member States' courts are published in their original languages.

- **Doctrinal works:** While Courts and arbitration panels help clarify aspects of the law by deciding specific cases, the academic works of scholars, eminent jurists, and other practitioners make a contribution to understanding laws. With the distance required from specific litigation, and not being limited to the issues raised in a given case, academic works can dedicate substantial attention to how multiple courts have decided a given issue under OHADA law (such as enforcement of judgments through seizure and sale of property by judgment creditors). A cursory look at the pace, scope, breadth, and number of scholarly and doctrinal publications on OHADA law reveals a large, and widening disparity between French and the other working languages, including English. Key books from private publishers which annotate aspects of OHADA law (such as by appending relevant case-law on specific provisions), or which provide legal commentary, such as the

Code Vert and the *Code Bleu*, are presently only available in French. A look at existing bibliographies of published works in the field leads to the same conclusion.[7]

- **Education, professional development, and networking opportunities on OHADA:** As a logical consequence of language combinations within its operative space (Guinea-Bissau: 1.7 million; Equatorial Guinea: 1 million, and the English-speaking regions of Cameroon: approximately 4 to 5 million, in a 240 million-inhabitant predominantly French-speaking OHADA space), the preponderance of educational, learning, and networking opportunities on OHADA gravitate towards the French language. Myriad conferences, seminars, colloquia, and book-launches are taking place, elucidating aspects of OHADA law and strengthening supra-national links between its practitioners: from Dakar to Ndjamena, Lomé to Lubumbashi, as well as in Paris and Brussels – with the vast majority being in French. Specialty Masters' and graduate degree programs on OHADA Law are offered at the *Université Protestante du Congo* in Kinshasa, as well as jointly by the *Université Panthéon-Assas Paris II*, and *Université Paris 13 Nord*. The development of professional affinity groupings on OHADA law among law students, graduate researchers, lecturers, legal practitioners, experts in the related fields of tax and accounting, is burgeoning across Member States (usually referred to as *Cercles* or *Clubs* OHADA). These constitute an indispensable tool in creating inter-generational interest in the subject matter.

19. While the above assessment may appear like an unstoppable avalanche, putting into doubt the very ability to practice business law, or other areas regulated by regional normative texts, in the English language, this options paper next makes the case that it is possible to create better bridges between English-language practitioners and these regionally-developed norms.

Transforming Challenge into Opportunity: preserving Cameroon's legal and linguistic uniqueness, while strengthening the interface between regional legal norms and English users nationally, regionally, and globally.

20. Drawing from the adage that behind every challenge lies an opportunity, this paper makes the argument that it is a worthwhile investment to support sustained and permanent teaching and study, research, case-law analysis, scholarly writing, and contribution to the drafting and translation, of regional legal norms (including but not limited to OHADA) *in English*, for at least two reasons. Firstly, from a national stand-point of sovereignty and inclusion, Cameroon – a bilingual State harbouring a bi-jural legal system – has a vested interest in ensuring legal and regulatory frameworks applicable in the country are accessible to all its citizens (and foreign investors) in the country's official languages.

21. In addition to its international obligations (citizens have a right of equal access to justice), there is also a practical benefit to be derived from the country's dual legal and language systems (official languages). As Cameroon prepares to engage more actively in regional integration and intra-African trade, and to compete in a global environment, it must exploit all assets that make it

[7] *See*: http://www.ohada.com/actualite/2952/parution-de-l-edition-2016-du-code-vert-ohada-traite-et-actes-uniformes-commentes-et-annotes.html; http://www.ohada.com/actualite/2233/publication-du-code-bleu-ohada.html; http://www.ohada.com/content/newsletters/3002/catalogue-lgdj-ouvrages-ohada.pdf.

unique. Globalization is a race towards specialization, with each country using its natural resources, culture, demography, human skill base, and technological abilities to its advantage. Cameroon's potential 'gateway' role between mainly French-speaking West/Central Africa and English speaking East/Southern Africa does not only depend on its geographic position; it rests on its bilingual work-force (including in the service and legal sector) and its dual systems.

22. Secondly, while integration and the resulting regionalization of legal norms and regulations is intended to spur intra-regional and intra-African trade, the actual and potential principal trading partners of Cameroon and its sub-regional groupings needs to be considered. Demand for legal services tends to follow business transactions, so the origin of trading partners is an indicator of language needs in business legal transactions. In 2015, Cameroon's principal export destinations were the Netherlands (16.3%), India (15.6%), and China (12.5%). Its principal import and sourcing countries were China (19.4%), Nigeria (12.1%), and France (10.3%).[8] Going further afield to the West African UEMOA countries (all of whom are OHADA, CIMA, and OAPI members), data on their principal trading partners also reveals a mixed slate of export and import destinations, with North America, Asia, and other BRICS countries being key trading partners.[9]

23. Inquiries into sources of foreign direct investment (FDI) in Cameroon and the sub-region will likely reveal similar patterns, underscoring the fact that OHADA and similar regional groupings are not just trading amongst themselves, but need a window to the world beyond. Practitioners in international commercial transactions know that a large number of parties elect for English law, in contractual choice-of-law clauses, including for purposes of arbitration and dispute resolution. Within the OHADA / West and Central African regional space, it is well-known that predominantly French-speaking firms painstakingly ensure to have English-speaking and Common Law practising lawyers on their staff, to facilitate communication with their global clients and referring law firms. Cameroon's premier law firms are all bilingual / bi-jural practices. The idea is not to pit Common Law against romano-germanic law systems for any supposed inherent superiority of either, but as a country with expertise on both, to use them for optimal benefit.

The Proposal

24. In order to overcome the challenges and take advantage of the opportunities identified above, the core of the proposal consists in establishing, within a Law Faculty in a primarily English-speaking University in Cameroon, a Centre or Institute dedicated to teaching, study, research, scholarly publication, and contribution to drafting and translation of norms, *in English*, on regional business law and other legal norms deriving from the regional integration process. Some proposed features of the Centre or Institute, which can be developed in further detail subsequently, include:

- **Public vs. Private Institution:** the sovereign nature of the issues raised by inaccessibility of regional legal norms to a part of the population would argue for public / State authorities, and tax-payer funds, to cater for the Centre. At the same time, the nature of its focus areas (business law, and often novel and cutting edge areas of regional regulatory law) and the likely demand for its services (formal education, publications, professional

[8] Data from *Société Générale* bank on Cameroon's external trading partners in 2015. *See*: https://import-export.societegenerale.fr/fr/trouvez-votre-marche/fiche-pays/cameroun/presentation-commerce.
[9] *See*, Banque Centrale de l'Afrique de l'Ouest, *Rapport sur le Commerce Extérieur de l'UEMOA en 2014* (http://www.bceao.int/IMG/pdf/rapport_sur_le_commerce_exterieur_de_l_uemoa_en_2014.pdf).

development programs) mean that the Centre could feasibly be self-sustaining on a private, business model. While there are now many private higher education institutions, it should be borne in mind that State owned universities are the primary provider of legal education: and this presents the advantage of having an existing Law department or Faculty to which the Centre could be attached. It will be important to balance: (a) the important *public service function* that the Centre will play, by rendering entire areas of law accessible to an otherwise under-served population in Cameroon's regions which use English as a first language, *and* (b) its potential, if harnessed, to become an elite training ground in business law and regional law, which will attract candidates from other regions of Cameroon (whatever their language background), and from other countries.

- **Autonomy and Structure to achieve its objectives:** If on a public model, its multi-dimensional mandate as both an academic and practitioner Centre, and its peculiar role in serving strategic national interests (which are national inclusiveness, and international competiveness, as discussed above) must be taken into account. It should be afforded the autonomy, leadership, staff composition, and methods of work that emphatically allow it to function with only its founding charter and context (including protests over the inaccessibility of regional law to a part of the population) in mind.

- **Core Mandate:** The Centre should pursue a program of: (i) studies and teaching (preferably in the form of a graduate level, LL.M. program on Regional Business Law & Community Law), (ii) publications: to elucidate in English upon elements of received regional laws, including and in particular, how they modify the Common Law and previously applicable statutory instruments, (iii) access to law and normative development: by participating with central institutions, such as the OHADA Secretariat and the CEMAC Commission in the process of development and/or translation of norms such as Uniform Acts and other regulations, in English. This may include permanent capacity to convene English-language legal practitioners, academics, and experts to contribute during the drafting of norms-in-development, or to serve as a reference group to advise and ensure quality control in the translation and rendering of regional instruments into English, (iv) case-law and jurisprudence analysis: ensuring the progressive availability of relevant case-law (such as OHADA's) in English; (v) professional development courses: provide opportunities for in-service learning by practitioners on regional normative law, through conferences and seminars.

- **Potential LL.M. Course Offerings:** A graduate-level program at the Centre could, with an appropriate blend of Common Law foundations, and elements of received regional law (OHADA, CIMA, CEMAC, OAPI), provide course offerings *such as* the following (which are significantly impacted by regional law), taught at an appropriately advanced Masters LL.M. level: (i) Corporations or Company Law, (ii) Corporate Re-organizations, Insolvency & Bankruptcy Law; (iii) Tax Law; (iv) Intellectual property law; (v) International Economic law (WTO rules, tariff regimes, EPAs); (vi) International trade law; (vii) commercial law; (viii) the Law of regional organizations (CEMAC, ECCAS, AU); (ix) Insurance law and regulation; (x) Banking law and regulation; (xi) International arbitration law; (xii) Secured transactions; (xiii) the law of securities and financial markets.

- **Staffing and composition:** Considering the very applied and practice-oriented nature of its subjects of focus, the Centre should, for its programs, draw substantially on legal practitioners with actual experience working on these various areas of regional law. Considering the remuneration levels for legal practitioners working in these highly-competitive fields, it should develop multiple incentives (a circle of friendly law firms, distinctive honours for practitioners with academic service) to enable it attract and retain expert teaching talent. While dedicated to improving English-language access, it should also draw on bilingual regional law experts who can facilitate the bridging process, and encourage its staff and students to increase their chances of multi-jurisdictional practice by improving their professional French.

- **Funding:** Several revenue streams are possible for such a Centre: (i) State funding, (ii) fees from students and participants in professional development programs, (iii) the sale of English-language publications, text-books, and other practitioner materials in its subject areas, (iv) possible grants from cooperation agreements with sub-regional norm-setting bodies (OHADA, CIMA, CEMAC, OAPI) whose legal and regulatory norms, jurisprudence, and practice, the Centre will help to render and make accessible in English, and (v) other grants and donations, such as from law firms participating in recruitment from the Centre.

ANNEX: Selected regional normative instruments for which an official English version could not be found (the page lengths are estimated based on available French language versions):

1. Revised Treaty establishing the *Communauté Economique et Monétaire de l'Afrique Centrale*, CEMAC (Economic and Monetary Community of Central African States) of 25 June 2008 – 19 pp

2. Convention organizing the CEMAC Court of Justice, adopted 5 July 1996 – 8 pp, and the Rules of Procedure of the Judicial Bench of the CEMAC Court of Justice, adopted by Supplementary Act No. 4/00/CEMAC-041-CCE-CJ-02 of 14 December 2000 – 12 pp

3. Convention establishing the Central African Banking Commission (COBAC), 1990 – 8 pp, and the Convention on the Harmonization of Banking Sector regulation in Central Africa, 1992 – 20 pp

4. CEMAC/UMAC Regulation No. 02/03/CEMAC/UMAC/CM of 4 April 2003 governing negotiable instruments in finance and banking (cheques, bills of exchange, promissory notes, payment debit/credit cards) – 72 pp

5. CEMAC/UMAC Regulation No. 01/11-CEMAC/UMAC/CM of 18 September 2011 regulating activities pertaining to the issuance of electronic money (i.e. monetary value that is stored electronically on receipt of funds, and which is used for making payment transactions) – 10 pp

6. Merchant or Commercial Shipping (Maritime Law) Code for CEMAC Member States, adopted in 2012 – 206 pp

7. Civil Aviation Code for CEMAC Member States, adopted in 2012 – 83 pp.