GARRIGUES



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Corporate and M&A
Dispute Resolution: Litigation and Arbitration
Insurance
Family Business
Agribusiness and Food
Real Estate

José María Muñoz is Professor in Commercial Law and partner in Garrigues' Commercial Law and Litigation and Arbitration Departments, having first joined in 2005. He is a specialist on corporate law, commercial contracts, and forensic and arbitration practice in these fields. In corporate law, José María is a proven expert in corporate disputes and their implications during general meetings and board meetings, and in subsequent appeals against corporate resolutions. He also has vast expertise in insurance law, a field in which he has authored numerous publications and handled significant litigation. He has participated in numerous arbitrations (as a lawyer and as an arbitrator), both domestic and international, and accumulates a wide expertise, mainly in those concerning engineering contracts and the implementation of industrial projects. As a corporate lawyer, he has advised a wide variety of operations concerning the purchase and sale of companies or assets (student residences and hotels) for both domestic and foreign clients.

Experience

José María Muñoz has been a partner at Garrigues since 2008. One year earlier, he obtained the Cátedra de Derecho Mercantil (Chair of Commercial Law) at Universidad de Oviedo after obtaining the Habilitación nacional para Catedrático de Universidad (National Qualification for University Professor) in a competitive procedure.

By his training, José María is a member of the litigation and arbitration department, being involved in a wide range of commercial litigation proceedings, combining his practice in both corporate and contract law.

In corporate law, José María is Secretary non-director for several business groups and particularly experienced in the assistance and issues of corporate bodies as well as good corporate governance, including family-owned companies. He has been advising for years in many corporate conflicts, mainly in family companies, but also in quoted companies, and has worked particularly on the rights and obligations of the directors and

on General Meeting questions. He has also been involved in numerous M&A transactions, advising both buyer and seller, as well as in the acquisition of assets, mainly real estate (student residences and hotels).

He is also a renowned expert in insurance contract and retirement plan law, as well as in insurance mediation, a subject in which he has authored many scientific publications. In this area, he has provided legal advice to several Spanish and foreign insurance companies, as well as to brokerage firms and insurance-banking operators, and assumed the management of relevant legal proceedings. He is also Director of the Spanish Insurance Journal, Spanish representative on the Board of AIDA-Europe (International Association of Insurance Law) and member of the Board of SEAIDA, and arbitrator of the Spanish Insurance Arbitration Court. One of the co-authors of the Draft Bill of the Brazilian Insurance Contract Law, and subsequently summoned by the Brazilian Congress in order to report it to the legislative committee in charge handling it (2012).

He has been counsel in several insolvency proceedings and refinancing operations. His expertise explains why he was a consultant to the Inter-American Development Bank for the reform of bankruptcy law in Guatemala (2010) and Mexico (2013).

Academic background

- Law degree from the University of Oviedo (1992) with final degree award and special mention in the National Awards for the Completion of Studies.
- Doctor in Law (1995).
- Professor of Commercial Law (1997).
- National qualification for University Professor of Commercial Law (2007).
- Professor of Commercial Law at the University of Oviedo (2007).
- Visiting researcher at the Universities of Göttingen, Heidelberg (Germany) and Leuven (Belgium).

Teaching activity

He has been linked to the University of Oviedo as a professor in different professional categories since 1993 and has held the Chair of Commercial Law since 2007, so his teaching career is now more than 30 years old. Furthermore, he has lectured more than two hundred times and has participated in many masters and courses in Spain and abroad [University of Oviedo, Santiago de Compostela, Almería, Alcalá de Henares, La Coruña, ICADE, Garrigues Study Center, Autonomous University of Barcelona, Göttingen, Heidelberg, Sao Paulo, and National University of the South (Argentina)].

Memberships

- Member 3152 of the Bar Association of Oviedo.
- Member of the Royal Asturian Academy of Jurisprudence.
- Member of AIDA (International Association of Insurance Law) and of the board of its Spanish Section (SEAIDA). For 12 years, Spanish representative on the Board of AIDA-Europe.
- Member of the Spanish Court of Insurance Arbitration.
- Member and co-chair of the Corporate Law Working Group of the FIDE Foundation (2019 to date).

- Member of the Institute of Managing Directors (until 2019).
- Member of the Instituto Brasileiro de Direito do Seguro (IBDS), by invitation.

Distinctions

Recognized in Best Lawyers (litigation and arbitration).

In the academic field, José María has received several awards:

- José María Porras 1989" Award for the work "A Pending Chapter in the History of Insurance: The Spanish Contribution to the Legal Construction of Life Insurance".
- Fermín Canella" Award 1992 granted by the University of Oviedo, to the best record in the Law Degree (1987-1992).
- Olga Menéndez" Award 1993 for the best Law Degree record.
- Honorary Mention from the Jury of the National University Education Completion Awards for students who completed their studies in the 1991-92 academic year.
- Professor Joaquín Garrigues Insurance Law Award 1996" for the best monograph on the subject in 1993-1995, from the Spanish Section of the International Association of Insurance Law (SEAIDA), for " Coinsurance".
- José María Porras" Prize 1995 for the best doctoral thesis read in any Faculty of Humanities or Economic Sciences of Spanish Universities between 1993 and 1995, from the Club of International Insurers, for "Coinsurance".
- International Scientific Prize of the International Association of Insurance Law (AIDA), for unpublished works on insurance of any nationality (2006).

Publications

He has authored more than fifty scientific publications, mainly on corporate, insurance, banking and bankruptcy law. Among others, the following are worthy of mention:

- MUÑOZ PAREDES, José María: Coinsurance, Civitas, Madrid, 1996, 500 pp.
- MUÑOZ PAREDES, José María: Board members' information rights, Aranzadi, Pamplona, 1999, 160 pp.
- MUÑOZ PLANAS, José María y MUÑOZ PAREDES, José María: Bank accounts with several holders, Civitas, Madrid, 2ª ed., 2003, 400 pages.
- MUÑOZ PAREDES, José María: New technologies in General Meetings and the Boards of Directors. Civitas. Madrid, 2006.
- MUÑOZ PAREDES, José María: Insurance Brokers, Civitas, Madrid, 2008. There is an edition in Colombia by the Pontificia Universidad Javeriana, in 2009 and Spanish second edition in 2013.
- MUÑOZ PAREDES, José María: (dir) Comment on private insurance and reinsurance distribution law, Aranzadi, Pamplona, 2023.
- MUÑOZ PLANAS, José María y MUÑOZ PAREDES, José María: “Arbitration to dispute resolutions of the General Shareholders' Meeting”, Commercial Law Journal, No. 238 (October-December 2000) and in

Studies in tribute to Prof. Fernando Sanchez Calero, Madrid, 2002.

- MUÑOZ PAREDES, José María: “Concept of entrepreneur in German law after the 1998 reform”, Commercial Law Journal, No. 241 (October-December 2001), 50 pp.
- MUÑOZ PAREDES, José María: “Insurer's right of recourse”, in Comments on the Compulsory Automobile Insurance Legislation, Barcelona, 2001.
- MUÑOZ PLANAS, José María y MUÑOZ PAREDES, José María: “Impact of the company's bankruptcy on directors' liability”, Commercial Law Journal, No. 250, pp. 1341-1383, oct. - dec. 2003.
- MUÑOZ PAREDES, José María: “Spain. National Chapter” in The European Company - all over Europe. A state-by-state account of the introduction of the European Company (Coord. Oplustil, Krzysztof / Teichmann, Christoph). Walter de Gruyter, Berlín, 2004, pp.201-230.
- MUÑOZ PAREDES, José María: “Certain issues of the insurance distribution services contracts: comment on the Resolution of the Directorate General of Insurance and Retirement Funds of November 5, 2007.”, Spanish Insurance Journal, 133-134, pp.115-126, 2008.
- MUÑOZ PAREDES, José María: “Enforced recognition of credits in The problems of the Insolvency Law (coord. Beltrán/Prendes), pp.177-192, Civitas, Madrid, 2009.
- MUÑOZ PLANAS, José María y MUÑOZ PAREDES, José María: “Notarized minutes of meetings in corporations and limited liability companies”, in Studies on Company Law and Bankruptcy Law. Tribute to Prof. García Villaverde., Madrid, 2007, II, pages. 969 a 982.
- MUÑOZ PLANAS, José María y MUÑOZ PAREDES, José María: “Formal aspects of the notice of the general meeting of corporations”, en Commercial Law on the Threshold of the 21st Century. A tribute book to Prof. Carlos Fernández-Novoa, Madrid, 2010, pages 191 to 203.
- MUÑOZ PLANAS, José María y MUÑOZ PAREDES, José María: “Arbitration in professional associations”, en Commercial Law Studies: In memory of Professor Anibal Sanchez Andres, Civitas, Pamplona, 2010, pp.991-1001.
- MUÑOZ PAREDES, José María: Comment on articles 22, 26, 35 and 36, in Monograph devoted to the Comment on the Preliminary Draft of the Insurance Contract Law, June 2010, Spanish Insurance Journal, 143-144, 2010.
- MUÑOZ PAREDES, José María: “The registration of foreign trademarks by their distributors", Proceedings of Industrial Law and Copyright Law, No.31, 2010-2011, pp.545-552.
- MUÑOZ PAREDES, José María: “Major changes for bancassurance operators in the proposals to reform insurance legislation”, Spanish Insurance Journal, 148, pp.777-784, 2011.
- MUÑOZ PAREDES, José María: The General Meeting: New and old problems, Studies on Commercial Law in honor of Professor José María Muñoz-Planas, Aranzadi, Madrid, 2011. Pp.529-548.
- MUÑOZ PAREDES, José María: “Board balance in listed companies”, Commercial Law Journal, 290, pp.213-226, 2013.
- MUÑOZ PAREDES, J.M., “Communication among parties, rescue, claim settlement and indemnity payment”, Spanish Insurance Journal, 163-164, 2015, pp.359-372.
- MUÑOZ PAREDES, J.M., “Right to compensation in cases of a change of insurance intermediary”, Spanish Insurance Journal, 161, 2015, p.7-28.

- MUÑOZ PAREDES, J.M., “The secretary of the Board following the amendment of the Capital Companies Law”, en Commercial Law Journal, No. 298, 2015.
- MUÑOZ PAREDES, J.M., “Company and Market issues related to the modification of the capital/vote proportionality principle”, The principle of proportionality between capital and voting in corporate law. Garrigues Chair's Notebooks, Vol. 4, September 2015.
- MUÑOZ PAREDES, J.M., “Mediators' liability in the Draft Bill on Distribution Law”, Spanish Insurance Journal, 171-172, 2017 (Issue devoted to the II SEAIDA National Congress "Legislation, distribution and technology in insurance and reinsurance"), pp. 361-372.
- MUÑOZ PAREDES, J.M., “The insurance brokers in the draft bill on insurance distribution”, en Girgado Perandones (dir.): The insurance contract and its distribution at a crossroads, Madrid, Aranzadi, 2018, pages 243-257.
- MUÑOZ PAREDES, J.M., “Comentários sobre o Projeto de lei de contrato de seguro do Brasil sob a perspectiva espanhola”, en Lei de contrato de seguro: solidaridade ou exclusao. VII Fórum de Direito do Seguro José Sollero Filho, Sao Paulo (Roncarati ed.), 2018, pages 57 to 73. (available in https://www.ibds.com.br/wp-content/uploads/2021/04/v.-17_VII-Forum-de-Direito-do-Seguro_Jose-Sollero-Filho.pdf)
- MUÑOZ PAREDES, J.M., “The Insurance Contract Law amendment: timeliness and scope”, in Pérez Serrabona (dir.) Insurance Law. New realities and new challenges, Madrid, Marcial Pons, 2021, pages 139 a 149 and in Libro Homenaje al prof. Rubén S. Stiglitz, Buenos Aires, 2020, pages 639 to 649.
- MUÑOZ PAREDES, J.M., Comments on articles 215 to 225 of the TR of the Bankruptcy Law (subsection 3, Specialties of the disposal of productive units and 4, Cancellation of charges)”, in PEINADO GRACIA/MUÑOZ SANJUÁN (coord.), Comments on the articles of the Consolidated Text of the Bankruptcy Law, SEPIN, 2020, II, pages 163 to 237.
- MUÑOZ PAREDES, J.M., “Concordance of the Insurance Legislation Amendments in Spain and Brazil”, in AAVV. Direito do seguro contemporaneo, Sao Paulo, Roncarati Ed., 2021. pages 107 to 117.
- MUÑOZ PAREDES, J.M., “Domestic trade and consumer and user protection”, in Sosa Wagner (coord.): Asturias: 40 years (of the Statute of Autonomy), Madrid, Ed. Reus, 2021, pages 465 to 489.
- MUÑOZ PAREDES, J.M., “The information of the Board of Directors in the corporate groups”, in AA.VV. Capital companies: their interests and conflicts of interest, Garrigues-ICADE Chair of Modernization of Corporate Law, Tirant lo Blanch, Valencia, 2022, pages 333 to 352.
- MUÑOZ PAREDES, J.M., “Again on corporate arbitration” in Corporate Law Journal, No. 66, (sept-dec 2022), pages 51 to 80.

(*) Most titles were originally published in Spanish and had been translated. For further information, see Spanish version of CV.