



Marie-Noëlle Zen-Ruffinen

Of Counsel

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Languages

French, English, Italian, German

Expertise

Marie-Noëlle Zen-Ruffinen has extensive knowledge and experience in corporate law and corporate governance. Recent experience includes in particular the review, as a member of an expert panel, of the governance of a large group (circa 100'000 FTE), the setting up of a family governance, the review of the remuneration structure and policy and the employment contracts for members of the management.

Corporate / M&A Banking, Finance & Regulatory ESG Real Estate

Career

- 2023** Of Counsel, Niederer Kraft Frey, Geneva
- 2022** Vice-Chair of the Swiss Board Institute
- Since 2020** Member of the Board of Directors of Ina Invest Holding AG (Chair of the nomination and compensation committee, Member of the investment committee)
- Since 2018** Member of the Board of Directors of Banco Santander International SA (Vice-Chair since 2021, Member of the audit and risk committee and Member of the compensation committee)
- Since 2016** Member of the Board of Directors of the Baloise Group (Member of the strategy and governance committee and Vice-Chair of the audit committee)
- 2014-2021** Chair of the Swiss Board Institute (Vice-Chair 2011-2013, Co-founder 2011)
- 2012-2022** Of Counsel, Swiss law firm, Geneva
- Since 2009** Professor of Corporate Law and Competition Law, School of Economics and Management, University of Geneva
- 2008 – 2012** Partner, Swiss law firm, Geneva

Education

- 2016 Finance for Senior Executives, Harvard Business School
- 2008 Swiss Advanced Certificate in Trust Management, Geneva
- 2007 PhD in Law (Dr. iur.), University of Fribourg, summa cum laude
- 2002 Admitted to the Bar, Attorney-at-law
- 2000 Master of Law (lic. iur.), University of Fribourg, summa cum laude
- 1999 Master of Arts (lic. phil.), Philosophy (Ethics), University of Fribourg, summa cum laude

Professional Memberships

- Member of the Panel of Experts of SWIPRA Services, Zürich
- Vice-Chair of the Patronage Committee of the Barry Foundation, Martigny
- Member of the Jury of the Women's Board Award, Switzerland, Zürich
- Member of the Board of Management of the Swiss Institute of Directors, St-Gall

Publications

- Marie-Noëlle Zen-Ruffinen, Jérôme Guex, L'augmentation de capital dans la société anonyme (art. 650 à 653i CO), Tercier/Amstutz/Trigo Trindade (éd.), Code des obligations II - Commentaire Romand, 3rd ed., Geneva et al. 2023
- Marie-Noëlle Zen-Ruffinen, Phidias Ferrari, Le contrat de prêt, in: Sylvain Marchand/Christine Chappuis/Laurent Hirsch (éd.), Contrats commerciaux en droit suisse, 2nd ed., Geneva et al. 2023
- Marie-Noëlle Zen-Ruffinen, Silvio Venturi, Le contrat de vente mobilière (art. 184-215 CO et art. 222-225 CO), in: Luc Thévenoz/Franz Werro (éd.), Commentaire romand du Code des obligations I, 3rd ed., Geneva et al. 2021
- Marie-Noëlle Zen-Ruffinen, Clarisse von Wunschheim, Die Rolle des Verwaltungsrats in Zeiten der COVID-19 Pandemie, in: Schweizerische Juristen-Zeitung (SJZ) online, April 2020
- Marie-Noëlle Zen-Ruffinen, Roland Müller and Jérôme Monnier, Guide pratique du conseil d'administration: Outils et modèles pour une gestion efficace, Zurich et al. 2018
- Marie-Noëlle Zen-Ruffinen, Marc Bauen, Le conseil d'administration 2nd ed., Geneva et al. 2017
- Marie-Noëlle Zen-Ruffinen, Pascal Favre, Best efforts clauses in Swiss law, in: Concerto arbitral en trois mouvements pour Pierre Tercier, Mélanges en l'honneur du Professeur Pierre Tercier, Geneva et al. 2013
- Marie-Noëlle Zen-Ruffinen, Transferring real estate into trust, in: STEP Journal, 2011
- Marie-Noëlle Zen-Ruffinen, Indemnité pour la clientèle: bonne affaire pour les distributeurs?, in: Rita Trigo Trindade/Henry Peter/Christian Bovet (éd.), Economie Environnement Ethique, De la responsabilité sociale et sociétale, Liber Amicorum Anne Petitpierre-Sauvain, Geneva et al. 2009, p. 423 ss
- Marie-Noëlle Zen-Ruffinen, Lex Koller et Trusts, in: AJP/PJA 9/2009 1123 ss
- Marie-Noëlle Zen-Ruffinen, La résiliation pour justes motifs des contrats de durée, thèse Fribourg 2007

NIEDERER KRAFT FREY

- Marie-Noëlle Zen-Ruffinen, Marc Bauen, Gion Jegher, Boris Wenger, Merger Law/Loi sur la fusion/Fusionsgesetz/Legge sulla fusione, Geneva et al. 2005
- Marie-Noëlle Zen-Ruffinen, Andrea Raschèr, Marc Bauen, Yves Fischer, Cultural Property Transfer/Transfert des biens culturels/Trasferimento dei beni culturale/Kulturgütertransfer, Geneva et al. 2005