which is conceded to decisions in the Civil Law countries, there must be reports. In no other way can the investigator learn upon what proposition of law the tribunal relied for the solution of the dispute submitted to it. By careful study the *ratio decidendi* can be extracted from the *compromis* and the award. Yet this is seldom easy. The *compromis*, save when the dispute is merely on the construction of a treaty, usually submits the problem in terms not indicating the agreed facts; and although the award invariably concludes with a clear judgment giving money, fixing a boundary, or otherwise determining the rights of the parties, the award does not always state briefly either the facts embodying the problem or the proposition of law relied upon as the major premise sustaining the decision. Thus this collection of *compromis* and awards incidentally raises many interesting questions as to the framing of headnotes embodying the doctrines to which these cases will be cited in future arguments and textbooks.

Perhaps the case of *The Carthage* (p. 352) is the one in which the award is so framed as most easily to enable the reader to extract the *ratio decidendi;* and perhaps the case of *The Manuba* (p. 326) is next to it in resemblance to an English or American reported case. Those two cases ought to be read by any one wishing to learn something about Hague procedure; for their *compromis* and awards, though brief, give an adequate picture of the sort of formality which is customary in such documents, and, besides, they deal with questions just now of practical interest, — questions of neutral commerce, contraband, right of search.

It only remains to add that, although thus far the awards at the Hague have seldom cited authorities, — as is natural enough, since they have dealt frequently with mere questions of fact and have almost never required any but the most elementary propositions of law, — and although, for the same reasons, they do not yet materially add to international law as a science, nevertheless they cannot be read without great respect for the learning and spirit underlying them, nor without a timely appreciation of these proofs that nations do recognize some rules and do submit some disputes to the test of reason.

EUGENE WAMBAUGH.

REPORT UPON UNIFORMITY OF LAWS GOVERNING THE ESTABLISHING AND REGULATION OF CORPORATIONS AND JOINT STOCK COMPANIES IN THE AMERICAN REPUBLICS. By Roscoe Pound. Pan-American Financial Conference. 1915. pp. 13.

There is need in every business community of some legal method by which associates may carry on a business undertaking with a simple method of suing and being sued, and of receiving and conveying property; without interruption to the undertaking through the death of an associate or the sale of his interest; with some provision for concentration of management and, above all, with a limitation of their liability. There is at present no uniformity in the American Republics as to this method. Commerce, says Professor Pound, is universal, but the laws regulating the instruments of commerce are local.

He outlines different systems of law, showing that the Latin-American law gives recognition to commercial partnerships as legal entities, contrary to the orthodox conception in the Anglo-American law, and stating that the Anglo-American view of incorporation as a grant by the state of an important privilege has led to regulation by the state which would be regarded as excessive in Latin America, where it is recognized that the law has simply confirmed the lay conception of a business composite unit. He further points out that in Latin America administrative bodies, rather than the courts, largely supervise such units.

He mentions five obstacles (all on the part of the United States) to the unification of the law: (1) the jealousy with which each jurisdiction guards its own legal products; (2) the increasing tendency to make law through legislators rather than judges or jurists, as legislators are even more apt than judges to restrict themselves to local considerations; (3) the sluggish progress made in obtaining uniform commercial law on other matters, such as warehouse receipts, sales, and even negotiable instruments; (4) the division of jurisdiction which commits the regulation of commerce to the federal government and the regulation of the instruments of commerce to the states; and (5) the tendency of the American business public to sneer at jurisprudence.

He mentions three conditions favorable to unification: (1) that American jurists and teachers of law are turning from the welter of decisions, and seeking unity in law; (2) that Latin-American jurists have inherited a tradition of universal law, and incline to the universal treatment of law; and (3) that the sociological movement in America is gaining strength, and that this must make for universality since it breaks from purely legal reasoning and turns to general considerations of utility, of justice, and of adaptation to human activities.

Professor Pound concludes by saying that we must not expect to move rapidly. The first step would seem to be the promotion of uniformity from within, both in Latin America and in Anglo-America. The second step must be education through scientific discussions in congresses and conventions, out of which may arise in the near future a Pan-American Conference on Uniform Commercial Legislation composed of jurists, practicing commercial lawyers, and men of affairs, which will gradually produce a scheme of Pan-American legislation on the subject.

The report is terse. The learned author has simply sketched the situation.

The reviewer ventures to suggest that, while it is improbable that the laws relating to composite business units, even in the United States, will be made uniform in the near future, if ever, it seems, on the other hand, probable that a law may be evolved regulating *one* type of a composite business unit, which could be readily understood by lawyers and business men in all the American Republics, and that at least the great commercial states would permit its citizens, at their option, to do business by such method.

EDWARD H. WARREN.

THE DOCTRINE OF CONSIDERATION. Treated historically and comparatively. By Pherozeshah N. Daruvala, LL.D. Calcutta, 1914. pp. lxvii, 622.

The scope of this book on consideration is remarkable. It includes all questions relating to the necessity of consideration in order to make valid either a promise or a transfer of property. Though it deals primarily with the law of England and her colonies, the law of all other civilized countries is in separate chapters compared with the English doctrine. It is unfortunate that the execution of the work is not equal to the scope. The author seems to have read an astonishing number of books, and he quotes liberally from them; but there is little attempt to coördinate in accurate statements of principle the author's conclusions from the many authorities which he cites. Such attempts as he makes in this direction are not very helpful. On pages 118–120 he collects more than twenty different definitions of consideration, all of which he criticises as defective "because instead of laying down a principle they try to give instances." This criticism, however, seems inapplicable to many of the definitions which not only "give instances" but profess to include all the instances where the author of the definition thinks consideration may be found. There is a confusion of terminology, however, in the definitions which Dr. Daruvala