

**City University of Hong Kong
Course Syllabus**

**offered by School of Law
with effect from Semester A in 2018 /2019**

Part I Course Overview

Course Title: Commercial Contracts

Course Code: LW5303

Course Duration: One Semester

Credit Units: 3

Level: P5

Medium of Instruction: English

Medium of Assessment: English

Prerequisites:
(Course Code and Title) Nil

Precursors:
(Course Code and Title) Nil

Equivalent Courses:
(Course Code and Title) Nil

Exclusive Courses:
(Course Code and Title) Nil

Part II Course Details

1. Abstract

The aim of this course is to provide to non-exempt postgraduate degree students (i.e., generally those without a formal legal background, legal degree or legal qualifications) an intensive introduction to the theory and principles of contract law and its practical application in the commercial context. Active participation, preparation and diligence in class as well as for assessment tasks is important in order for students to master the course materials and progress to higher level courses in the LLMArbDR programme. Students are expected to meet the 70% minimum attendance requirement in order to fully achieve the course intended learning objectives.

2. Course Intended Learning Outcomes (CILOs)

(CILOs state what the student is expected to be able to do at the end of the course according to a given standard of performance.)

No.	CILOs	Weighting (if applicable)	Discovery-enriched curriculum related learning outcomes (please tick where appropriate)		
			A1	A2	A3
1.	Demonstrate an attitude of discovery and curiosity as related to relevant legal rules pertaining to the theory and practical application of contract law to commercial settings.	Nil	✓	✓	✓
2.	Acquire the necessary skills and abilities in order to conduct the following: <ul style="list-style-type: none"> ▪ Find and understand relevant legal theories and principles related to contract law in commercial settings. ▪ Understand and apply relevant cases in contract law to solve commercial-related problems. ▪ Assess practical problems and identify where potential disputes may arise and how contract law principles may apply to resolve the problems. ▪ Conducting legal research independently in relation to contractual disputes. 	Nil	✓	✓	✓
3.	Accomplish and present written evidence of the following to demonstrate acquisition of required skills and abilities: <ul style="list-style-type: none"> ▪ Case summary of a relevant contract law case discussed during the course. ▪ Written analysis of a commercial contract-related problem scenario using a prescribed format. This is in the form of the coursework assignment. ▪ IRAC based analysis of contractual disputes in a commercial setting. This is essentially the final examination. 	Nil	✓	✓	✓

- A1: *Attitude*
 Develop an attitude of discovery/innovation/creativity, as demonstrated by students possessing a strong sense of curiosity, asking questions actively, challenging assumptions or engaging in inquiry together with teachers.
- A2: *Ability*
 Develop the ability/skill needed to discover/innovate/create, as demonstrated by students possessing critical thinking skills to assess ideas, acquiring research skills, synthesizing knowledge across disciplines or applying academic knowledge to self-life problems.
- A3: *Accomplishments*
 Demonstrate accomplishment of discovery/innovation/creativity through producing /constructing creative works/new artefacts, effective solutions to real-life problems or new processes.

3. Teaching and Learning Activities (TLAs)

(TLAs designed to facilitate students' achievement of the CILOs.)

TLA	Brief Description	CILO No.				Hours/week (if applicable)
		1	2	3	4	
Lectures	Explanation of the main features of contract law	✓	✓	✓		3
Tutorials	More practical work and application of what has been learnt at the lectures					

4. Assessment Tasks/Activities (ATs)

(ATs are designed to assess how well the students achieve the CILOs.)

Assessment Tasks/Activities	CILO No.				Weighting	Remarks
	1	2	3	4		
Continuous Assessment: <u>50%</u>						
Written Coursework	✓	✓	✓	✓	50%	See below
Examination (2 hours)	✓	✓	✓	✓	50%	See below
Examination: <u>50%</u> (duration:2 hours)					100%	

Remarks: A student must obtain a minimum mark of 40% in **both** continuous assessment and examination **and** an overall aggregate mark of 40% in the course in order to pass this course. Students must meet the attendance requirement of 70% for the above course. If a student fails to fulfil a 70% attendance requirement, their coursework will not be marked and they will not be allowed to take the final examination unless there is strong and documented justification. The School may accept deviation of the proposed minimum attendance requirement if students have justifiable grounds.

5. Assessment Rubrics

(Grading of student achievements is based on student performance in assessment tasks/activities with the following rubrics.)

Assessment Task	Criterion	Excellent (A+, A, A-)	Good (B+, B, B-)	Fair (C+, C, C-)	Marginal (D)	Failure (F)
1. Coursework	Demonstration of ability to identify issues, current trends and practices.	Strong evidence of original thinking; good organization, capacity to analyse and synthesize; superior grasp of subject matter; evidence of extensive knowledge base.	Evidence of grasp of subject, some evidence of critical capacity and analytic ability; reasonable understanding of issues; evidence of familiarity with literature.	Student who is profiting from the university experience; understanding of the subject; ability to develop solutions to simple problems in the material.	Sufficient familiarity with the subject matter to enable the student to progress without repeating the course.	Little evidence of familiarity with the subject matter; weakness in critical and analytic skills; limited, or irrelevant use of literature.
2. Examination	Demonstration of ability to identify issues, current trends and practices.	Strong evidence of original thinking; good organization, capacity to analyse and synthesize; superior grasp of subject matter; evidence of extensive knowledge base.	Evidence of grasp of subject, some evidence of critical capacity and analytic ability; reasonable understanding of issues; evidence of familiarity with literature.	Student who is profiting from the university experience; understanding of the subject; ability to develop solutions to simple problems in the material.	Sufficient familiarity with the subject matter to enable the student to progress without repeating the course.	Little evidence of familiarity with the subject matter; weakness in critical and analytic skills; limited, or irrelevant use of literature.

Part III Other Information (more details can be provided separately in the teaching plan)

1. Keyword Syllabus

An overview of the principles of contract law; Formation; Defective contracts; Content and interpretation of contracts; Discharge of contract; Remedies and sale of goods contract as an example of commercial contract.

Detailed Syllabus

The following is a detailed syllabus for the course. Please note that syllabus may change, where and when necessary, to accommodate the course objectives.

- 1) An overview of the principle: the Nature and theory of contract law; the influences upon contract law in Hong Kong; and the validity of the classical theory of contract in the contemporary commercial context.
- 2) Formation: the classical analysis of agreement, intention, consideration, capacity, formality, contracts *Uberrimae fidei*, standard forms and the battle of the forms, with an emphasis upon the issues which actually tend to be litigated in the contemporary commercial relationships, including the current reform on the traditional notions and consideration.
- 3) Defective contracts: Mistake; capacity; undue influence; illegality; misrepresentation; economical duress; unconscionability; void, voidable and unenforceable contracts but with an emphasis upon the more important topics in practical terms, such as undue influence and misrepresentation.
- 4) Content & interpretation of contract: Expressed and implied terms, classification of terms, exemption clauses and the standard form, the Control of Exemption Clauses Ordinance, the importance of providing for flexibility in long term contractual relationships.
- 5) Discharge of contract: By agreement, performance, breach or frustration; enforcement and remedies.
- 6) Remedies: Damages for breach, measures of damages, equitable remedies: specific performance, injunction & rectification, remedies in the law of restitution.
- 7) Formation of a sale of goods contract, and the rights and obligations of the parties.

2. Reading List

2.1 Books

Text and reference books

- McKendrick, Contract Law 11th ed (Palgrave Macmillan. 2015)
- Catherine Elliott and Frances Quinn, Contract Law (Pearson Longman)
- Edwin Peel, The Law of Contract (Sweet & Maxwell)
- Ryan Murry, Contract Law (Sweet & Maxwell)

Case book

- Ewan McKendrick, Contract Law: Text, Cases and Materials, 7th ed (Oxford University Press, 2016)

2.2 Online Resources

1.	http://www.legislation.gov.hk/eng/index.htm
2.	http://www.judiciary.gov.hk/en/legal_ref/judgments.htm
3.	http://www.publications.parliament.uk/pa/ld/ldjudgmt.htm
4.	http://www.bailii.org/
5.	http://www.hklii.org/