

LAW FACULTY

I. SUBJECT DETAILS

Data on the subject	
Name	Comparative Contract Law and International Contracts
Degree	Grado en Derecho y Diploma en Derecho de los Negocios (E-1 N) Grado en Derecho y Diploma en International Legal Studies (E-1 I)
Year	Fourth year, first term (E-1 N); Fourth year, second term (E-1 I)
Type	Semester course
ECTS Credits	4.5 ECTS
Department	Private Law
Area (-s)	Civil Law and Private International Law
Teacher (-s)	Prof. Dr. Carlos Llorente Gómez de Segura, Attorney-at-Law

Data on the teaching staff	
Teacher	Prof. Dr. Carlos Llorente Gómez de Segura
Group	All groups
e-mail	cilgds@yahoo.es
Office	

Contribution of the degree to the professional profile
<p>The subject «Comparative Contract Law and International Contracts» deals, on the one hand, with the Law of Contracts in the European Union and in the USA from a comparative point of view. It is examined how the classical General Theory of the Contract of the Civil codes is affected in all Europe by the Consumer Protection Law, namely: Standard-form Contracts and Unfair Terms, Unfair business-to-consumer commercial practices, the sales of consumer goods and associated guarantees and liability for defective products. There are also some fields that are studied more specifically. Tensions between the Common Frame of Reference and the Principles of European Contract Law and the breaking of the Contract Law in B2B contracts and B2C contracts. All these analysis will be done, afterwards, comparing European and American legislation and systems. On the other hand, this subject deals with the different legal problems that arise out of International contracts in a comparative perspective, examined on a jurisprudential basis, considering in this way particular contracts: choice of court agreements and arbitration clauses; choice of law clauses and incorporation by reference of a non-State body of law or international convention; recognition and enforcement of foreign judgments in contract disputes.</p>

II. COMPETENCES TO BE DEVELOPED

Generic Competences
Instrumental
Knowledge of a second language (English)
Specific competences of the subject
Conceptual
Gaining a broad overview of the different systems of contract law, particularly from the civil law and common law perspective
Understanding the legal implications of international contracts, both from a general and particular dimension
Procedural
Familiarizing with the comparative law method
Professional
Properly appraising an international contract considering the choice of law and jurisdiction

III. TOPIC AREAS AND CONTENT

Area 1: COMPARATIVE CONTRACT LAW
Topic 1: Introduction to Comparative Law
Comparative law: Concept. Classes. Goals. Method.
Topic 2: Legal families. An Introduction to the Anglo-American Legal System
Legal systems around the world. Civil law. Common Law. Mixed jurisdictions. Basic elements of the Anglo-American Legal system.
Topic 3: Unification of Contract Law in Europe and Beyond
Developments. Different approaches. Principles of European Contract Law. Draft Common Frame of Reference. UNIDROIT Principles on international commercial contracts. The role of the new Lex Mercatoria.
Topic 4: Comparative contract law: Relevant Issues
Notion of contract. Types of contracts. Formation of contracts: offer and acceptance; cause and consideration; good faith. Terms of contracts. Effects of contracts: performance and damages; non-performance; third-party consequences
Area 2: INTERNATIONAL CONTRACTS
Topic 1: Choice of law
The law applicable to international contracts. Sources. Rome I Regulation: scope of application; rules of application; party autonomy; law applicable in the absence of choice; law applicable to specific

contracts; mandatory provisions; law applicable to specific legal issues. Other European Union rules. Special legal instruments regulating contracts.

Topic 2: Jurisdiction

Dispute resolution methods: an overview. Jurisdiction. Sources. Brussels I Regulation. Exclusive jurisdiction. Prorogation of jurisdiction. Defendant's domicile. Special jurisdiction (articles 5.1 and 6). Jurisdiction in matter relating to insurance, consumer contracts and individual contracts of employment. Other contracts (distance and electronic). Jurisdiction rules in specific international instruments. Spanish law.

IV. BIBLIOGRAPHY AND RESOURCES

Basic Bibliography

Text books

- M. Bogdan, Concise Introduction to EU Private International Law, Europa Law Publishing, Groningen 2012
- Toni M. Fine, An Introduction to the Anglo-American Legal System, Thomson-Aranzadi, Cizur Menor 2007

Chapters of books

- C. Llorente Gómez de Segura, "Enseñanza de la comparación de sistemas jurídicos" in: AAVV, Enseñar Derecho en el Siglo XXI. Una Guía Práctica sobre el Grado en Derecho, Thomson Reuters-Aranzadi, Cizur Menor 2009, p. 285 ff.

Articles

- B. Fauvarque-Cosson, The rise of Comparative Law: A Challenge for Legal Education in Europe, Walter van Gerven Lectures (7), Europa Law Publishing, Groningen 2007

Additional Bibliography

Text books

- U. Magnus ad P. Mankowski (eds.), Brussels I Regulation, 2nd Revised Edition, Sellier, München 2011
- F. Ferrari and S. Leible (eds.), Rome I Regulation: The Law Applicable to Contractual Obligations in Europe, Sellier, München 2010
- Study Group on a European Civil Code and Research Group on EC Private Law (Acquis Group), Draft Common Frame of Reference (DCFR). Outline edition, Sellier, München 2009
- Study Group on a European Civil Code and Research Group on EC Private Law (Acquis Group), Draft Common Frame of Reference (DCFR). Full edition, Sellier, München 2009
- E. dell'Aquila and L. dell'Aquila, Introducción a la comparación jurídica, PPU, Barcelona 2007
- M. Reimann and R. Zimmermann, The Oxford Handbook of Comparative Law, OUP Oxford (16 Nov 2006)
- O. Lando, C. Prüm and R. Zimmermann, Principles of European Contract Law, Part III, Kluwer, The Hague 2003
- O. Lando and H. Beale, Principles of European Contract Law. Parts I and II, Kluwer, The Hague 2000
- H. Beale, A. Hartkamp, H. Kötz and D. Tallon (eds.), Cases, Materials and Text on Contract Law,

Hart Publishing, Oxford 2002 - K. Zweigert and H. Kötz, An Introduction to Comparative Law, Clarendon Press, 3 rd edition, Oxford 1998
Chapters of books
- A.T. von Mehren and P.L. Murray, "Comparative Perspectives on American Contract Law", in: A.T. von Mehren and P.L. Murray, Law in the United States, 2 nd edition, Cambridge University Press, Cambridge 2007, p. 71 ff. - E. Allan Farnsworth, "Comparative Contract Law" in: M. Reimann and R. Zimmermann, The Oxford Handbook of Comparative Law, OUP Oxford (16 Nov 2006), p. 899 ff. - M. Reimann, "Comparative Law and Private International Law" in M. Reimann and R. Zimmermann, The Oxford Handbook of Comparative Law, OUP Oxford (16 Nov 2006), p. 1363 ff.
Articles
- O. Lando, "The European Principles in an Integrated World", (2005) I European Review of Contract Law, No. 1, p. 3 ff.
Websites
http://europa.eu http://eur-lex.europa.eu http://curia.europa.eu http://www.unidroit.org http://www.uncitral.org http://www.supremecourt.gov http://frontpage.cbs.dk/law/commission_on_european_contract_law http://www.accademiagiurprivatistieuropei.it http://www.sgecc.net http://eu-consumer-law.org http://www.law-net.eu http://www.common-core.org http://www.secola.org http://www.mpipriv.de http://www.cisg.law.pace.edu
Notes
Students will need to take class notes when applicable

V. TEACHING METHODOLOGY

Contact hours methodology: Activities
Classes will include a combination of lectures, practical classes (case-method and/or problem-oriented), debates and presentations by students. Students are expected to attend the sessions duly prepared. Attendance to class will be measured towards the final course grade in the manner explained below.

Independent study methodology: Activities

Out of the classroom, students will be expected to read the materials assigned by the Professor and prepare the cases and/or problems that will be debated in class. The Professor will provide students with information and instructions regarding to how read and prepare those materials and/or activities to be developed in class.

Students are expected to prepare two (2) practical exercises to be handed in and discussed in class. One exercise will deal with the part related to comparative contract law and the second one with international contracts. These exercises will be measured towards the final course grade in the manner explained below.

VI. SUMMARY OF STUDENT WORK HOURS

SUMMARY OF STUDENT WORK HOURS			
Activity	Number of contact hours	Number of independent study hours	Total number of hours
Lecture	25	25	50
Practical class	10	12	22
Debate	8	10,5	18,5
Evaluation: exam	1	20	21
Evaluation: exam review	1		1
ECTS Credits:	45	67,5	112,5

VII. GRADE EVALUATION AND CRITERIA

Evaluation Activities	Competences	Indicators	Evaluation Weighting
Cases	All competences will be evaluated	Identification of problems and proposal of solutions related to the comparison of contract rules and to international contracts	30%
Debate	All competences will be evaluated	Communication skills	10%
Evaluation: Exam	All competences will be evaluated	Understanding of essential concepts of the course	60%

Grades
<p>- The final course grade (100%) will be made up of:</p> <p>a) 60% will come out of one exam (closed book) which will be made up of a combination of theoretical and practical questions addressing the generic and specific competences. The exam will last 1 hour</p> <p>b) 30% will come out of the two practices the students will have to prepare in writing (15% each)</p> <p>c) 10% will come out of the student active and meaningful participation in class, particularly on debates and class presentations</p> <p>- Comillas students participating in the Erasmus program will be graded 100% on the basis of the exam</p> <p>- Students taking the extraordinary exam will be graded (100%) on the basis of the exam</p>