

## SUBJECT DETAILS

Data on the subject	
Name	International Contracts in the EU
Degree	Postgraduate in Master in International and European Business Law
Year	2018-19
Nature	Fall
ECTS Credits	3 credits
Department	Law
Area	Law
Teaching staff	Carlos Llorente

Data on the teaching staff	
Teaching staff	Carlos Llorente
e-mail	<a href="mailto:cllorente@icade.comillas.edu">cllorente@icade.comillas.edu</a>
Telephone	+34 647838935
Office	Not available
Tutoring Schedule	Upon request from students

## SPECIFIC DATA ON THE SUBJECT

Pre-requisites
None
Contribution of the degree to the professional profile
<p>Contracts are the most important legal instrument in the commercial world. International business lawyers need to have a good command of international contract law and gather general and specialized knowledge on those contracts which are directly related to international trade and transactions (sale of goods, payment instruments, guarantees, carriage of goods, etc.). The approach to this topic will be made from a EU perspective but with a worldwide orientation. Students will learn to identify and apply the relevant legislation, analyze relevant case law and be prepared to solve different legal problems in this field.</p>

## COMPETENCES TO BE IMPROVED

Skills you will gain from this course:
<b>GENERIC COMPETENCES</b>
GC 1: Analysis and synthesis abilities
GC 3: Ability to manage information
GC 7: Ability to work in an international context
GC 8: Critical appraisal skills
GC 10: Ability to develop autonomous learning skills
<b>SPECIFIC COMPETENCES</b>
SC 2 - Mastering the main relevant international treaties in the field of international trade, distinguishing between binding instrument and mere recommendations or instruments merely of an interpretive or guiding nature (soft law)
SC 4 Mastering the main rules of EU law and international law that are relevant to international business development
SC 6 - Accurately identifying the contingent risks arising from the relevant rules and establishing appropriate measures of risk avoidance or minimization

## THEMATIC AREA AND CONTENT

<b>CONTENTS DESCRIPTION</b>
<b>SESSION 1: INTRODUCTION + JURISDICTION</b>
1. INTRODUCTION TO INTERNATIONAL CONTRACTS: SIGNIFICANCE, SOURCES AND PLAYERS. - 2- JURISDICTION AND INTERNATIONAL CONTRACTS: BRUSSELS I REGULATION AND OTHER RULES
<b>SESSION 2: APPLICABLE LAW</b>
1. THE LAW APPLICABLE TO INTERNATIONAL CONTRACTS: PROBLEMS AND SOLUTIONS. - 2. ROME I REGULATION AND OTHER RULES
<b>SESSION 3: JURISDICTION + APPLICABLE LAW PROBLEM</b>
<b>SESSION 4: CISG</b>
1. CONTRACTS FOR THE SALE OF GOODS. – 2. CISG: SCOPE OF APPLICATION AND RULES
<b>SESSION 5: INCOTERMS</b>
1. CONCEPT. – 2. REGULATION: INCOTERMS 2010. – 3. AN EXPLANATION OF THE RULES AND THEIR APPLICATION TO INTERNATIONAL SALES OF GOODS
<b>SESSION 6: CISG + INCOTERMS PROBLEM</b>

<b>SESSION 7: DOCUMENTARY CREDITS AND UCP 600</b>
1. INTERNATIONAL PAYMENT INSTRUMENTS. – 2. DOCUMENTARY CREDITS AND THE UCP 600
<b>SESSION 8: URDG 758 AND OTHER INTERNATIONAL GUARANTEES</b>
1. INTERNATIONAL GUARANTEES. 2. DEMAND GUARANTEES AND THE URDG 758. - 3. COMFORT LETTERS
<b>SESSION 9: DOCUMENTARY CREDITS AND GUARANTEES PROBLEM</b>
<b>SESSION 10: AN INTRODUCTION TO THE INTERNATIONAL CARRIAGE OF GOODS. CARRIAGE OF GOODS BY SEA</b>
1. INTERNATIONAL CARRIAGE OF GOODS: PROBLEMS AND REGULATION. – 2. HAGUE-VISBY RULES. – 3. HAMBURG RULES. – 4. ROTTERDAM RULES
<b>SESSION 11: CARRIAGE OF GOODS BY ROAD</b>
1. INTERNATIONAL REGULATION. – 2. CMR: SCOPE OF APPLICATION AND RULES
<b>SESSION 12: CARRIAGE OF GOODS PROBLEM</b>

## BIBLIOGRAPHY AND RESOURCES

<b>Basic Bibliography</b>
<b>Text Books</b>
<ol style="list-style-type: none"> <li>1) Michael Bogdan, A Concise Introduction to EU Private International Law, 2<sup>nd</sup> edition, Europa Law Publishing, Groningen 2012</li> <li>2) Michael Bogdan, EU Private International Law: An ECJ Casebook, 2<sup>nd</sup> edition, Europa Law Publishing, Groningen 2012</li> <li>3) Jan Ramberg, International Commercial Transactions, Norstedts Juridik-ICC 2011</li> <li>4) Fabio Bortolotti, Drafting and Negotiating International Commercial Contracts. A Practical Guide, ICC, Paris 2008</li> <li>5) Bernard Bishop, European Union Law for International Business. An Introduction, Cambridge University Press, Cambridge 2009</li> <li>6) Indira Carr, International Trade Law, Routledge, 4<sup>rd</sup> edition (September 23, 2009)</li> </ol>
<b>Materials to be used in class</b>
<ol style="list-style-type: none"> <li>1) UNIDROIT Principles of International Commercial Contracts (2010 edition)</li> <li>2) United Nations Convention on Contracts for the International Sale of Goods (CISG)</li> <li>3) ICC Official Rules for the Interpretation of Trade Terms (INCOTERMS) (2010 revision)</li> <li>4) ICC Uniform Customs and Practice for Documentary Credits (UCP 600) (2007 revision)</li> <li>5) ICC Uniform Rules for Collections (URC 522)</li> <li>6) ICC Uniform Rules for Contract Bonds (URCB)</li> </ol>

- 7) ICC Rules for Demand Guarantees (URDG 758)
- 8) Hague-Visby Rules
- 9) Hamburg Rules
- 10) Rotterdam Rules
- 11) B/L Model Form
- 12) Convention on the Contract for the International Carriage of Goods by Road (CMR) (Geneva, 10 May 1956) and 1978 Protocol
- 13) CMR Consignment Note
- 14) Convention concerning International Carriage by Rail as amended by the Vilnius Protocol (COTIF 1999)
- 15) Convention for the Unification of Certain Rules for International Carriage by Air (Montreal 28 May 1999)
- 16) Multimodal Transport Document Model Form
- 17) EU Regulations (RBI, RRI)

#### Specific Bibliography

##### Specialized books

- 1) Schlechtriem & Schwenger, Commentary on the UN Convention on the International Sale of Goods (CISG), Oxford University Press, USA, 3<sup>rd</sup> edition (April 19, 2010)
- 2) Michael Joachim Bonell, An International Restatement of Contract Law: The UNIDROIT Principles of International Commercial Contracts, 3<sup>rd</sup> edition, Brill (March 27, 2009)
- 3) Peter Ellinger and Dora Neo, The Law and Practice of Documentary Letters of Credit, Hart Publishing (March 30, 2010)
- 4) Roeland I.V.F. Bertrams, Bank Guarantees in International Trade, 3<sup>rd</sup> revised edition (October 13, 2004)
- 5) John Wilson, Carriage of Goods by Sea, 7<sup>th</sup> edition, Longman (June 24, 2010)
- 6) Nicholas Gaskell, Regina Asariotis, and Yvonne Batz, Bills of Lading: Law and Contracts, 2<sup>nd</sup> edition, Informa (2011)
- 6) Malcolm A. Clarke, International Carriage of Goods by Road: CMR, 4<sup>th</sup> edition, Lloyds List (June 30, 2003)
- 7) Alexander von Ziegler, Stefano Zunarelli, Johan Schelin, The Rotterdam Rules 2008. Commentary to the United Nations Convention on Contracts for the International Carriage of Goods Wholly or Partly by Sea, Kluwer Law International (June 25, 2010)
- 8) Marian Hoeks, Multimodal Transport Law: The Law Applicable to Multimodal Contract for the Carriage of Goods, Kluwer Law International (March 17, 2010)

##### Web pages

- 1) [www.uncitral.org](http://www.uncitral.org)
- 2) [www.unidroit.org](http://www.unidroit.org)
- 3) [www.iccwbo.org](http://www.iccwbo.org)
- 4) [www.ohada.com](http://www.ohada.com)

- 5) [www.oas.org/dil/private\\_international\\_law.htm](http://www.oas.org/dil/private_international_law.htm)
- 6) [www.comitemaritime.org](http://www.comitemaritime.org)
- 7) [www.bimco.org](http://www.bimco.org)
- 8) [www.cisg.law.pace.edu](http://www.cisg.law.pace.edu)
- 9) [www.unilex.info](http://www.unilex.info)
- 10) [www.jus.uio.no/lm/](http://www.jus.uio.no/lm/)
- 11) [www.europa.eu](http://www.europa.eu)
- 12) [www.curia.europa.eu](http://www.curia.europa.eu)

## TEACHING METHODOLOGY

General methodological aspects of the subject
<b>Contact hours methodology: Activities</b>
This subject is composed by 30 hours of classroom time. Sessions 1, 2, 4, 5, 7, 8, 10 and 11 will be structured as lectures mixed with experiential learning. Sessions 3, 6, 9 and 12 will be devoted to the discussion and resolution of problems. Lectures will address the topic assigned to each session and will request students to read in advance the materials which may be indicated by the professor. Problem sessions will also need to be prepared in advance by students. Participation in class specifically in the problem sessions (but also in the lectures sessions) will be credited towards the final student grade in the proportion mentioned below. Some or all of the problems will need to be handed over to the professor for grading purposes.
<b>Independent study methodology: Activities</b>
Students will be requested to read in advance of each session the assigned materials and prepare the problems to be discussed. Reading, research and written skills will be needed for this purpose

SUMMARY OF STUDENT WORK HOURS			
Activity	Number of class hours	Number of independent study hours	Total number of hours
Lecture	16	25	31
Practical class	8	15	23
Debate	3,5		3.5
In class presentation			
Individual work			
Work in collaboration			
Evaluation: one minute paper			
Evaluation: class test	0,5		.5

Evaluation: exam	1	5	6
Evaluation: exam review	1		1
Others			
<b>ECTS Credits:</b>	<b>30</b>	<b>45</b>	<b>75</b>

### GRADE EVALUATION AND CRITERIA

Evaluation Activities	Competences	Indicators	Evaluation Weighting
Individual work	GC 1: Analysis and synthesis abilities GC 3: Ability to manage information GC 6: Team work skills GC 7: Ability to work in an international context GC 8: Critical appraisal skills GC 10: Ability to develop autonomous learning skills  SC 6 - Accurately identifying the contingent risks arising from the relevant rules and establishing appropriate measures of risk avoidance or minimization	Written solution to problems mentioned in the syllabus	25%
Debate	GC 1: Analysis and synthesis abilities GC 3: Ability to manage information GC 7: Ability to work in an international context GC 8: Critical appraisal skills GC 10: Ability to develop autonomous learning skills	Individual participation in class debates	5%

Evaluation: one minute paper			
Evaluation: class test	<p>GC 1: Analysis and synthesis abilities</p> <p>GC 3: Ability to manage information</p> <p>GC 6: Team work skills</p> <p>GC 7: Ability to work in an international context</p> <p>GC 8: Critical appraisal skills</p> <p>GC 10: Ability to develop autonomous learning skills</p> <p>SC 2 - Mastering the main relevant international treaties in the field of international trade, distinguishing between binding instrument and mere recommendations or instruments merely of an interpretive or guiding nature (soft law)</p> <p>SC 4 Mastering the main rules of EU law and international law that are relevant to international business development</p>	Mid-term quiz	10%
Evaluation: exam (final)	<p>SC 2 - Mastering the main relevant international treaties in the field of international trade, distinguishing between binding instrument and mere</p>	Students will be asked to solve short problems covering the syllabus	50%



	<p>recommendations or instruments merely of an interpretive or guiding nature (soft law)</p> <p>SC 4 Mastering the main rules of EU law and international law that are relevant to international business development</p> <p>SC 6 - Accurately identifying the contingent risks arising from the relevant rules and establishing appropriate measures of risk avoidance or minimization</p>		
Attendance			10%