



SELF PROGRAM 2022/2023

International Contract Law

Paul Scott-Griffiths

Course information

Number of credits: 6 credits

Contact hours: 30 hours

Hours taught per week: 3 hours

Teaching period: fall semester 2022

Course description:

This course is an overview of various laws and regulations that determine the contractual rights in an international environment.

The first part is dedicated to the general rules of contract law. Contract is important in a number of different ways. Firstly, it is a building-block on which other law subjects depend on. Contract law also exemplifies principles of law and techniques of analysis which go to the heart of any legal system. The existence and application of the law of contract have far-reaching effects on social relations and economic practice, whether the perspective is that of a large commercial company or of a consumer. Finally, the law of contract affects our daily lives and conditions the way in which business is conducted.

This course puts the focus on the essential aspects of International Contract Law and proposes rules enabling the drafting and negotiation of contracts. Numerous contract terms and examples of contracts are analysed.

Topics covered

1. Common law concepts commonly found in international contracts :
 - The formation of contracts. Offer and acceptance. Consideration. Certainty of agreement. Intention to create legal relations.
 - The content of the contract. Conditions, warranties and intermediate terms. Exemption clauses. Implied terms at common law. Collateral contracts. Statutory implied terms with regard to the quality of goods sold and goods or services supplied.
 - Vitiating factors. Mistake. Misrepresentation. Duress and undue influence.
 - Illegality and public policy. Contracts illegal at common law. Consequences of illegality. Contracts in restraint of trade
 - Capacity to contract.
 - Performance and breach. Substantial performance. Repudiation and anticipatory breach. Discharge by breach. Discharge under the doctrine of frustration
 - Remedies for breach of contract. General principles governing the assessment of damages. Remoteness of damage. Damages for non-financial loss. Mitigation. Restitutionary remedies. Liquidated damages and penalties. Specific performance.

This course is intended to provide students with a thorough knowledge of and deep insight into contract law problems and solutions in an international perspective. In the last section we look at the role of international contracts in the modern world, including a historical overview of international contracting.

2. What makes a contract “commercial” and “international”.

3. Harmonisation v. localisation of contract law. Historical tendencies and latest developments.

4. The role of organisations involved in International Contract Law development: Hague Conference on Private International Law (Hague Conference), United Nations Commission on International Trade Law (UNCITRAL), International Institute for the Unification of Private Law (UNIDROIT), International Chamber of Commerce (ICC), other regional and national organizations;

Prerequisites:

None

Course objectives:

The aims of this course are for students :

- to obtain thorough knowledge and understanding of the major concepts of international contracts law and the main differences and similarities between the world's major contract law systems;
- to become aware of typical contract clauses and understand when and why they can be used in global commercial practice;
- to develop the ability to contribute to the debate in the field of international contracts law in the international environment;
- to research, present and give answers to different contract law problems given, with reference to laws, rules and case law Understand the complexity of contract law through legislation, and treaties, and to find solutions - internationally - to enforce its obligations.

Assessment:

10% active participation in class
40% presentation
50% final exam

Attendance:

In order to participate, students must be present. Nevertheless, a maximum of 2 (two) unexcused absences will be allowed; otherwise no mark will be given. An unexcused absence at a test (final test or continuous assessment) means no credits for the course.

Bibliography:

- The Law and Practice of International Trade
- Chitty on Contracts 32nd Ed
- UN Convention on Contracts for the International Sale of Goods (CISG)
- UNIDROIT Principles of International Commercial Contracts