
CONTRACTS

PROFESSOR: **PEDRO LETAI**

DEGREE: 1st LLB+2nd DUAL BBA-LLB

ACADEMIC YEAR: 2013-2014

YEAR: 1st

1st SEMESTER 2nd SEMESTER

CATEGORY: BASIC

COMPULSORY

OPTIONAL

NO. OF CREDITS (ECTS): 6

LANGUAGE: ENGLISH

1. SUBJECT DESCRIPTION

This course provides an overview of the law of obligations, with special reference to the European common core of private law as codified in the Principles of European Contract Law (PECL) and the Draft Common Frame of Reference (DCFR), as well as the application of those to the drafting of agreements.

This course forms part of the European Module “Towards a Common Private Law of Europe,” a IE University supported by the Jean Monnet Programme of the European Commission.

2. OBJECTIVES AND SKILLS

This course aims at helping the students develop the legal conceptual framework required to understand the different sources of obligations in civil law: contractual, quasi-contractual, and non-contractual. With that framework in mind, the student will be assisted to identify the key legal elements and the different types of these categories in the different European legal systems and the unified European proposals. Likewise, the student will acquire the skills necessary to critically analyze, synthesize, draft, present, and reason on contents related to the law of obligations, with special reference to the European common core of private law.

3. CONTENT

PART I: PROLOGUE

SESSION 1
Introduction & Methodology

SESSION 2
The DCFR: Purposes, Contents, Coverage, Structure

PART II: THE FORMATION OF CONTRACTS

SESSION 3
Freedom of Contract and its Limits

SESSION 4
Contractual Capacity

SESSION 5
Formal Requirements

SESSION 6
Grounds of Invalidation: Infringement of Fundamental Principles or Mandatory Rules

SESSION 7
Vitiating Consent: Mistake, Fraud, Threats, Unfair Exploitation. Lack of Seriousness

SESSION 8
Interpretation of Contracts

SESSION 9
Representation

SESSION 10
Assignment

SESSION 11
Stipulation in Favour of a Third Party

SESSION 12
Intermediate Exam

PART III: THE PERFORMANCE OF CONTRACTS

SESSION 13
Performance and Remedies for Non-performance

SESSION 14
Termination of Contracts

SESSION 15
The Effect of Supervening Events

PART IV: UNJUSTIFIED ENRICHMENT

SESSION 16
Unjustified Enrichment

PART V: NON-CONTRACTUAL LIABILITY

SESSION 17

Non-contractual Liability Arising Out of Damage Caused to Another

SESSION 18

Liability for Others

SESSION 19

Strict Liability

SESSION 20

Invasions of the Right of Personality

SESSION 21

Intermediate Exam

PART VI: COMMON LAW CONTRACTS

SESSIONS 22 & 23

Common Law Contracts

PART VII: DRAFTING AND ANALYZING CONTRACTS

SESSIONS 24 & 25

How the Principles of Contract Law are Exemplified in Drafting

SESSIONS 26 & 27

How the Principles of Drafting are Exemplified in Contracts

SESSION 28

How to Read and Analyze a Contract

PART VIII: EPILOGUE

SESSION 29

Course Review

SESSION 30

Final Exam

4. METHODOLOGY AND ECTS WEIGHTING

4.1. TEACHING METHODOLOGY

Professor presentation and explanation of key concepts and situations: case studies and role playing, multimedia presentations, including film, will be used.

Active participation in class, case presentations, group assignments and debates are a precondition for the success of the course. Students are expected to be the leading role in the class and encouraged to demonstrate a deeper knowledge of the course topics through an independent research activity.

Written exams covering theoretical and practical issues.

This subject does not require the use of a laptop in class; nevertheless, if you want to bring your laptop, please contact your professor.

4.2. LEARNING METHODOLOGY / ECTS WEIGHTING

6 ECTS x 25 student work hours = 150 hours, divided as follows:

45 hours: lectures and class sessions, 22 of which will be devoted to practical exercises, cases, presentations and student discussion. These hours include group presentations.

80 hours: student personal learning and reflecting, including class preparation, class readings, individual and group assignments, etc.

20 hours: Exams preparation.

5 hours: Written exams.

5. EVALUATION SYSTEM

5.1. GENERAL OBSERVATIONS

Evaluation will be based on a student's attendance to the class (**always over 70%**), active participation in lessons, student discussions, student exercises and presentations, and student group presentations. Evaluation of discussions will focus on how students synthesise and analyze information from the readings and lectures.

Students not attending 70% of the classes will lose the July's retake chance.

IMPORTANT: In July's retake the maximum final score would be of 8 out of 10.

Students who are in third or fourth call should contact the teacher during the first two weeks of the course.

5.2. EVALUATION AND WEIGHTING CRITERIA

Intermediate exams: 40%

Class participation and preparations: 40%

Final Exam: 20%

6. BIBLIOGRAPHY

6.1. REFERENCE

a) Comparative law

— JAMES GORDLEY, ARTHUR TAYLOR VON MEHREN, *An Introduction to the Comparative Study of Private law: Readings, Cases, Materials* (Cambridge: Cambridge University Press, 2006).

b) European private law

— CHRISTIAN VON BAR, ERIC CLIVE, HANS SCHULTE-NÖLKE, *et al.* (eds.), *Principles, Definitions and Model Rules of European Private Law: Draft Common Frame of Reference (DCFR)*, outline edition, prepared by the Study Group on a European Civil Code (München: Sellier, 2009).

— OLE LANDO, HUGH BEALE (eds.), *Principles of European Contract Law, Parts I and II Combined and Revised* (The Hague: Kluwer Law International, 2000).

— OLE LANDO, ANDRÉ PRÜM, ERIC CLIVE, REINHARD ZIMMERMAN (eds.), *Principles of European Contract Law, Part III* (The Hague: Kluwer Law International, 2003).

c) Spanish law

— *Código Civil* (Cizur Menor: Civitas, 2011).

— LUIS DíEZ-PICAZO Y PONCE DE LEÓN, *Sistema de Derecho Civil*, vol. 2 (Cizur Menor: Civitas, 2005).

— TERESA RODRÍGUEZ DE LAS HERAS BALLELL, *Introduction to Spanish private law: facing the social and economic challenges* (Oxford: Routledge, 2010).

6.2. RECOMMENDED

a) European private law

— HUGH BEALE, DENIS TALLON, STEFAN VOGENAUER, JACOBIE W. RUTGERS, BÉNÉDICTE FAUVARQUE-COSSON, *Contract Law – Ius Commune Casebooks for the Common Law of Europe* (Oxford: Hart, 2010).

— MAURO BUSSANI, FRANZ WERRO, *European private law: a Handbook*, vol. I (Berne: Stämpfli, 2009).

b) French law

— *Code civil* (Paris: Dalloz, 2011)

— BERTRAND FAGES, *Droit des obligations* (Paris: LGDJ, 2011).

— EVA STEINER, *French Law: a Comparative Approach* (Oxford: OUP, 2010).

c) Italian law

— *Codice civile* (Milano: Giuffrè, 2011).

— ANDREA TORRENTE, PIERO SCHLESINGER, *Manuale di diritto privato* (Milano: Giuffrè, 2011).

— GUIDO ALPA, VINCENZO ZENO-ZENCOVICH, *Italian Private Law* (Oxford: Routledge, 2007).

d) German law

— *BGB* (München: Beck, 2011).

— OTHMAR JAUERNIG, *Bürgerliches Gesetzbuch* (München: Beck, 2011).

— NIGEL G. FOSTER, SATISH SULE, *German Legal System and Laws* (Oxford: OUP, 2010).

e) English law

— H. BEALE, F. FURMSTON, W. BISHOP, *Cases and Materials on Contract Law* (Oxford: OUP, 2008).

— JOHN CARTWRIGHT, *An Introduction to the English Law of Contract for the Civil Lawyer* (Oxford: Hart, 2007).

f) US law

— C.D. ROHWER, A.M. SKROCKI, *Contracts in a Nutshell* (Eagan, MN: West, 2006).

g) Roman law

— REINHARD ZIMMERMANN, *The Law of Obligations: Roman Foundations of the Civilian Tradition* (Oxford: OUP, 1996).

7. PROFESSOR'S BIO

Pedro Letai is a Professor of Law at IE Law School and IE University, teaching courses on different branches of private law. He holds a PhD from Universidad Autónoma de Madrid and both LL.Ms from IE Law School and Universidad Pontificia de Comillas, ICADE.

His primary teaching and scholarly interests are in the fields of Intellectual Property and Contracts, applying also economics to the study of law. He has published several papers and is the author of the books *Cyber Law in Spain* and *La infracción de derechos de propiedad intelectual sobre la obra musical en Internet*, which analyzes in depth the copyright infringements over the music works on the digital era. He has also published the book of poems *El gran búfalo americano*.

Prior to commencing his academic career, he practiced law at Uría Menéndez and Bufete Ramón Herмосilla.

ACADEMIC BACKGROUND

- PhD, Universidad Autónoma de Madrid
- LL.M with honours, Universidad Pontificia de Comillas-ICADE.
- LL.M, IE Law School
- Law Degree, Universidad Autónoma de Madrid

PROFESSIONAL BACKGROUND

- Lawyer at Uría Menéndez (2007-2009)
- Lawyer at Bufete Ramón Herмосilla (2005-2006)

TEACHING AND RESEARCH EXPERIENCE

- Professor of Law at IE Law School and IE University since January 2011
- Professor and speaker at numerous Intellectual Property forums and Master programs.
- Visiting Researcher at Northwestern Law School (Summer 2013)
- Visiting Scholar at Harvard Law School (Autumn 2011)
- Visiting Scholar at IViR, Institute for Information Law, University of Amsterdam (Autumn 2010)

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