



# CAPILANO UNIVERSITY

COURSE OUTLINE		
<b>TERM:</b> Fall 2023	<b>COURSE NO:</b> LAW 301	
<b>INSTRUCTOR:</b>	<b>COURSE TITLE:</b> Contracts II	
<b>OFFICE:</b> <b>LOCAL:</b> <b>E-MAIL:</b> @capilanou.ca	<b>SECTION NO(S):</b>	<b>CREDITS:</b> 3.0
<b>OFFICE HOURS:</b>		
<b>COURSE WEBSITE:</b>		

Capilano University acknowledges with respect the Liłwat7úl (Lil'wat), x̣ṃəθḳẉəỵəm (Musqueam), shíshálh (Sechelt), Ṣḳẉx̣ẉú7mesh (Squamish), and Səlílwətaʔ/Selilwitulh (Tseil-Waututh) people on whose territories our campuses are located.

## COURSE FORMAT

Three hours of class time, plus an additional hour delivered through on-line or other activities for a 15-week semester, which includes two weeks for final exams.

## COURSE PREREQUISITES

LAW 300

## CALENDAR DESCRIPTION

Students will continue the examination of contract law by developing and applying analytical strategies to resolve practical problems through the integration of case law and statutes, considering a number of issues such as misrepresentation, interpretation, mistake and remedies.

## REQUIRED TEXTS AND/OR RESOURCES

- Stephanie Ben-Ishai & David R Percy, eds, *Contracts: Cases and Commentaries*, 10th ed (Toronto: Thomson Reuters, 2018)
- Legislation (*Business Practices and Consumer Protection Act*, SBC 2004, c 2, *Sale of Goods Act*, RSBC 1996, c 410, etc.)
- Other legislation, instructors' supplemental materials, and case law posted to e-Learn.

## Recommended Texts

- SM Waddams, *The Law of Contracts*, 6th ed (Toronto: Canada Law Book, 2010).
- John D McCamus, *The Law of Contracts*, 2d ed (Toronto: Irwin Law, 2012).
- Angela Swan, *Canadian Contract Law*, 3d ed (Markham: LexisNexis Canada, 2012).
- GHL Fridman, *The Law of Contract*, 6th ed (Toronto: Carswell, 2011).
- Michael P Furmston, *Cheshire, Fifoot & Furmston's Law of Contract*, 16th ed (Oxford University Press: Oxford, 2012).
- Bruce MacDougall, *Introduction to Contracts*, 2d ed (Markham: LexisNexis Canada, 2012).

- Robert Duxbury, *Nutshells: Contract Law*, 9th ed (London: Sweet & Maxwell, 2012).
- SM Waddams, *The Law of Damages*, 5th ed (Toronto: Canada Law Book, 2012).

## COURSE STUDENT LEARNING OUTCOMES

### General Outcomes:

To continue an examination of contract law through the study of case law and statutes, considering a number of issues such as privity of contract, contingent agreements, misrepresentation, interpretation, mistake, frustration and remedies.

### On successful completion of this course, students will be able to do the following:

- effectively describe and explain the common-law and statutory rules, principles and exceptions,
- research the common-law and statutory rules, principles and exceptions,
- apply the common-law and statutory rules, principles and exceptions to factual situations similar to those facing clients of law firms in the following areas:
  - privity of contract,
  - contingent agreements,
  - misrepresentation,
  - standard form contracts and exclusion clauses,
  - mistake,
  - frustration, and
  - remedies

## COURSE CONTENT

WEEK	CONTENT
1	<b>PRIVITY OF CONTRACT</b> —Introduction —History of Privity and Third Party Beneficiaries —Ways in Which a Third Party May Acquire a Benefit
2	<b>CONTINGENT AGREEMENTS</b> —Introduction — Intention, Certainty and Consideration —Reciprocal Subsidiary Obligations —Unilateral Waiver
3 – 6	<b>MISREPRESENTATION</b> —Introduction —Misrepresentation and Rescission —Representations and Terms —Statutory Reform —Concurrent Liability in Contract and Tort —Parol Evidence Rule —Classification of Terms —Discharge by Performance or Breach
7	<b>MID-TERM EXAM</b>

WEEK	CONTENT
8 – 9	<b>STANDARD FORM CONTRACTS AND EXCLUSION CLAUSES</b> – Introduction – Implied Terms – General Principles of Contractual Interpretation – Control of Standard Form Contracts and Exclusion Clauses
10 – 11	<b>MISTAKE</b> – Introduction – Both Parties Mistakenly Believe They Are in Agreement – Mistakes as to Terms – Agreements Made Under Mistaken Assumptions – Mistaken Identity – Documents Mistakenly Signed: <i>Non Est Factum</i> – Rectification
12	<b>FRUSTRATION</b> – Introduction – Development and Application of the Doctrine – A Restatement – Self-Induced Frustration – <i>Force Majeure</i> Clauses – Effect of Frustration
13	<b>REMEDIES</b> <i>[– Damages: Introduction, The Interests Protected and The Boundaries of Recovery (Selected Topics) – Review Materials from Contracts I]</i> – Damages: The Boundaries of Recovery (cont) – Equitable Remedies
14 – 15	<b>FINAL EXAM PERIOD: Final Exam</b>

### EVALUATION PROFILE

Legal Memo	30%
Midterm Exam	35%
Final Exam	35%
<b>TOTAL</b>	<b>100%</b>

### GRADING PROFILE

A+ = 90-100	B+ = 77-79	C+ = 67-69	D = 50-59
A = 85-89	B = 73-76	C = 63-66	F = 0-49
A- = 80-84	B- = 70-72	C- = 60-62	

**Incomplete Grades**

Grades of Incomplete "I" are assigned only in exceptional circumstances when a student requests extra time to complete their coursework. Such agreements are made only at the request of the student, who is responsible to determine from the instructor the outstanding requirements of the course.

**Late Assignments**

Assignments are due at the beginning of the class on the due date listed. If you anticipate handing in an assignment late, please consult with your instructor beforehand.

**Missed Exams/Quizzes/Labs etc.**

Make-up exams, quizzes and/or tests are given at the discretion of the instructor. They are generally given only in medical emergencies or severe personal crises. Some missed labs or other activities may not be able to be accommodated. Please consult with your instructor.

\*\*\* Accommodations can be made to honour community needs and traditional practices.

**Attendance**

Students are expected to attend all classes and associated activities.

**English Usage**

Students are expected to proofread all written work for any grammatical, spelling and stylistic errors. Instructors may deduct marks for incorrect grammar and spelling in written assignments.

**Electronic Devices**

Students may use electronic devices during class for note taking only.

**On-line Communication**

Outside of the classroom, instructors will (if necessary) communicate with students using either their official Capilano University email or eLearn; please check both regularly. Official communication between Capilano University and students is delivered to students' Capilano University email addresses only.

**UNIVERSITY OPERATIONAL DETAILS****Tools for Success**

Many services are available to support student success for Capilano University students. A central navigation point for all services can be found at: <https://www.capilanou.ca/student-services/>

**Capilano University Security: download the [CapU Mobile Safety App](#)**

**Policy Statement (S2009-06)**

Capilano University has policies on Academic Appeals (including appeal of final grade), Student Conduct, Academic Integrity, Academic Probation and other educational issues. These and other policies are available on the University website.

**Academic Integrity (S2017-05)**

Any instance of academic dishonesty or breach of the standards of academic integrity is serious and students will be held accountable for their actions, whether acting alone or in a group. See policy and procedures S2017-05 Academic Integrity for more information:

<https://www.capilanou.ca/about-capu/governance/policies/>

Violations of academic integrity, including dishonesty in assignments, examinations, or other academic performances, are prohibited and will be handled in accordance with the Student Academic Integrity Procedures.

**Academic dishonesty** is any act that breaches one or more of the principles of academic integrity. Acts of academic dishonesty may include but are not limited to the following types:

**Cheating:** Using or providing unauthorized aids, assistance or materials while preparing or completing assessments, or when completing practical work (in clinical, practicum, or lab settings), including but not limited to the following:

- Copying or attempting to copy the work of another during an assessment;
- Communicating work to another student during an examination;
- Using unauthorized aids, notes, or electronic devices or means during an examination;
- Unauthorized possession of an assessment or answer key; and/or,
- Submitting of a substantially similar assessment by two or more students, except in the case where such submission is specifically authorized by the instructor.

**Fraud:** Creation or use of falsified documents.

**Misuse or misrepresentation of sources:** Presenting source material in such a way as to distort its original purpose or implication(s); misattributing words, ideas, etc. to someone other than the original source; misrepresenting or manipulating research findings or data; and/or suppressing aspects of findings or data in order to present conclusions in a light other than the research, taken as a whole, would support.

**Plagiarism:** Presenting or submitting, as one's own work, the research, words, ideas, artistic imagery, arguments, calculations, illustrations, or diagrams of another person or persons without explicit or accurate citation or credit.

**Self-Plagiarism:** Submitting one's own work for credit in more than one course without the permission of the instructors, or re-submitting work, in whole or in part, for which credit has already been granted without permission of the instructors.

**Prohibited Conduct:** The following are examples of other conduct specifically prohibited:

- Taking unauthorized possession of the work of another student (for example, intercepting and removing such work from a photocopier or printer, or collecting the graded work of another student from a stack of papers);
- Falsifying one's own and/or other students' attendance in a course;
- Impersonating or allowing the impersonation of an individual;

- Modifying a graded assessment then submitting it for re-grading; or,
- Assisting or attempting to assist another person to commit any breach of academic integrity.

### **Sexual Violence and Misconduct**

All Members of the University Community have the right to work, teach and study in an environment that is free from all forms of sexual violence and misconduct. Policy B401 defines sexual assault as follows:

Sexual assault is any form of sexual contact that occurs without ongoing and freely given consent, including the threat of sexual contact without consent. Sexual assault can be committed by a stranger, someone known to the survivor or an intimate partner.

Safety and security at the University are a priority and any form of sexual violence and misconduct will not be tolerated or condoned. The University expects all Students and Members of the University Community to abide by all laws and University policies, including B.401 Sexual Violence and Misconduct Policy and B.401.1 Sexual Violence and Misconduct Procedure (found on Policy page <https://www.capilanou.ca/about-capu/governance/policies/>)

**Emergencies:** Students are expected to familiarise themselves with the emergency policies where appropriate and the emergency procedures posted on the wall of the classroom.