



SCHOOL OF ACCOUNTING & COMMERCIAL LAW
COML 305 LAW OF CONTRACTUAL OBLIGATIONS

Trimester One 2006

COURSE OUTLINE

Contact Details

Lecturers:

Mr Alan Cameron – Academic Co-ordinator
Room RH 604
Phone number: (04) 463 5758
Email: Alan.Cameron@vuw.ac.nz
Consultation Hours: Friday 2- 3 pm & by email appointment.

Mr Palitha De Silva
Room RH 611
Phone number: (04) 463 6960
Email: Palitha.deSilva@vuw.ac.nz

Administrative Co-ordinator

Marina Dobrovolskaya
Room RH 708
Phone number: 463 5775
Email: Marina.Dobrovolskaya@vuw.ac.nz
Office hours: Monday-Friday 8.30am-5pm

Class Times and Room Numbers

Monday, Wednesday, Thursday 16.40-17.30 in RH LT1

Lectures are structured assuming that students have done preparatory readings from required materials/notes indicated in lecturers' outlines. Copies of Mr Cameron's Powerpoint lecture presentations will be available on Blackboard.

Refer to lecture guides provided by lecturers for details of readings, cases, etc for each of the lecture topics given in the following Course Programme.

Programme:

1. Introduction: The Commercial Institution, and the Law of Contract (27 Feb, 1,2 March)
2. Formation of Contract (6,8,9 March)
3. Content of the Contract: Terms (13,15,16 March)
4. Content of the Contract: Interpretation (20,22,23 March)
5. Incapacity & Unenforceable Contracts (27,29,30 March)
6. Unfair Contracts (2,5,6 April)
7. Contracts against Public Policy (24,26,27 April)
8. Mistake in the Formation of Contracts (1,3,4 May)
9. Misrepresentation in the Formation of Contracts (8,10,11 May)
10. Termination of Contracts: Agreement- Frustration (15,17,18 May)
11. Remedies: Cancellation & Damages (22,24,25 May)
12. Remedies: Equitable & Restitutionary (29,31 May, 1 June)

Tutorial sign-up will be via **Blackboard** at **Course COML 305** and should be done during the first week of term. The instructions for signing up are attached at the back of this Course Outline and will also be posted on the Announcements section of **Course COML 305** on Blackboard.

The completed tutorial lists will be posted on **Blackboard**.

Course Objectives

Students passing this Course should be able to:

1. Explain the role of the law of contractual obligations operative in commercial transactions;
2. Describe and explain the structure, basic concepts and principles of New Zealand contract law;
3. Complete an assignment analysing a defined area of law within the field of commercial transactions;
4. Identify contractual issues within a commercial fact situation and apply the relevant law towards the resolution of those issues.

Course Content

The subject of this Course is the general law of contract comprising case law and statutes with specific reference to commercial contracts. The Course examines the rules, principles, doctrines and concepts of contract, aspects of agency law, and non-contractual legal obligations within contractual contexts.

Readings

Required Texts:

Course Materials/Readings (2 vols)

Students can purchase the first set of COML 305 Course Materials (cost \$14.90) from the Victoria Book Centre in Rutherford House at the Pipitea Campus.

Legislation

CCH *Introduction to New Zealand Commercial Legislation* 2006. CCH *Contract and Commercial Legislation* 2006 which contains in addition legislation relevant to COML 301 (Special Contracts) for those who are taking, or who may wish to take that Course. For those who do not wish to purchase legislation copies may be obtained from the government legislation website: <http://www.legislation.govt.nz/>

Recommended Background Reading:

Burrows, Finn & Todd, *Law of Contract in New Zealand*, LexisNexis- Butterworths 2nd Edition, 2002

Other Reading

Walker, *Student Companion: Contract*, Butterworths, 4th Edition 2004.

Chetwin & Graw, *Introduction to Contract Law in New Zealand*, Brookers, 3rd edition 2001

Each lecturer will advise any additional material for his or her part(s) of the Course.

Handouts Spare copies of lecture handouts will be placed in the COML 305 boxes in Spare Handouts area in RH next to room 624.

Materials and Equipment

Materials permitted in examination:

No restriction. Materials brought in may include, amongst other materials, textbooks, legislation, COML 305 Course Materials, and personal notes taken during the Course. Bi-lingual dictionaries may be used, but not English dictionaries. Electronic dictionaries are not permitted.

Assessment Requirements

Assessment 1: Terms Test 6 April, Venue: TBA 20%

Assessment 2: A 1500-Word Assignment (assignment requirements including topic will be handed out in second week of course) (Due 11 May) - 20%

Assessment 3: A Three-hour Final Exam Time & Venue TBA - 60%

The **Terms Test** aims to assess the students' understanding of the basic concepts, principles and rules of selected topics lectured in class and covered in tutorials.

The **Assignment** aims to develop students' research skills and deepen knowledge in a selected area of law. It requires the undertaking of personal research and provides scope for demonstrating original analysis as well as technical legal skills.

Students are required to strictly adhere to the **Assignment Instructions and Guide** which will be included with the handout containing the Assignment topic. Essays are to be placed in boxes labelled “COML 305” on the Mezzanine floor of Rutherford House.

Extensions to the due date for submitting the assignment will only be granted in exceptional circumstances (e.g. ill health, bereavement or other circumstances beyond your control). “Pressure of work” whether for full- or part-time students will not be accepted as exceptional circumstances. Students seeking an extension should contact the Coordinator of the Course and should produce a doctor’s certificate or other documentary evidence to support their application for extension.

The **Final Exam** aims to assess students’ overall understanding of the basic concepts, principles and rules of selected examinable topics lectured in class and covered in tutorials throughout the entire Course and their application to fact situations. It will consist of compulsory questions, which will be both short essay and problem-type.

Mandatory Course Requirements

The **minimum** course requirements which you must satisfy in order to earn **TERMS** (the right to sit the final examination or to be assessed for a final grade) are:

- 1. Completion of the assignment
- 2. Attendance at, and participation in, six out of eight tutorial sessions
- 3. Sitting the Terms test

Terms requirements are set out in the 2006 Calendar.

In order to secure a pass in COML 305 students will be required to obtain a mark of 40% or better in the **Final Exam** and an overall mark of at least 50%.

Grades are awarded as follows:

A+	85% and over	
A	80-84%	
A-	75-79%	
B+	70-74%	
B	65-69%	
B-	60-64%	
C+	55-59%	
C	50-54%	
D	40-49% }	Fail
E	Below 40% }	“

To obtain a grade in the “A” or higher “B” range a student will be expected to have read relevant articles and cases beyond the indicated essential reading and to demonstrate an ability to bring an advanced level of analytical and critical skills to bear on the questions raised.

Tutorial Programme

Objectives:

- 1. Deepening and expansion of knowledge of the subject area;
- 2. Development of analytical and problem-solving skills through case problem exercises;
- 3. Development of oral skills through class presentations;
- 4. Development of cooperative group learning.

An eight-week tutorial programme commences in the third week of the course (13 March – see “**Course Programme**” below for schedule of lectures and tutorials). The tutorial programme covers topics which are related to, and approximately in sequence with, the lecture programme. Each tutorial involves discussion of set questions, problems, and analysis of cases and other readings. The emphasis of the tutorials is on depth rather than breadth of knowledge. All members of a tutorial group are expected to adequately prepare for each tutorial session so that they are able to: 1. lead tutorial discussion on topics assigned if called upon to do so in full class or break-out groups; 2 adequately participate in break-out groups within a tutorial; 3. provide answers to questions from the tutor that demonstrate adequate preparation of the tutorial questions and exercises. Tutorials are important for assessments because the questions and exercises in the tutorial programme are used as the basis of questions in both the terms test and final exam.

Tutors will explain at the first tutorial how the tutorial programme will be run See below “**TUTORIAL SIGN-UP**” for sign-up instructions

Communication of Additional Information

This Course Outline is available, along with other information and materials relating to the course, on the university-wide online **Blackboard** system. Every student is expected to have access to the on-line information for this course and all announcements and notices will be posted in the Announcements section of Blackboard. Students who have problems accessing the course online should contact Student Computing Services or the Administrative Coordinator, Marina Dobrovolskaya. Lecture guides/outlines and other course handouts, where possible, will be made available on Blackboard.

Faculty of Commerce and Administration Offices

Railway West Wing (RWW) - FCA Student Administration Office

The Student Administration Office is located on the ground and first floors of the Railway West Wing. The ground floor counter is the first point of contact for general enquiries and FCA forms. Student Administration Advisers are available to discuss course status and give further advice about FCA qualifications. To check for opening hours call the office on (04) 463 5376.

Easterfield (EA) - FCA/Law Kelburn Office

The Kelburn Campus Office for the Faculties of Commerce & Administration and Law is situated in the Easterfield Building - it includes the ground floor reception desk (EA005) and offices 125a to 131 (Level 1).The office is available for the following:

- Duty tutors for student contact and advice.
- Information concerning administrative and academic matters.
- FCA Student Administration forms (e.g. application for academic transcripts, requests for degree audit, COP requests).
- Examinations-related information during the examination period.

Check with the Student Administration Office for opening times (04) 463 5376.

General University Policies and Statutes

Students should familiarise themselves with the University's policies and statutes, particularly those regarding assessment and course of study requirements, and formal academic grievance procedures.

Student Conduct and Staff Conduct

The Statute on Student Conduct together with the Policy on Staff Conduct ensure that members of the University community are able to work, learn, study and participate in the academic and social aspects of the University's life in an atmosphere of safety and respect. The Statute on Student Conduct contains information on what conduct is prohibited and what steps can be taken if there is a complaint. For queries about complaint procedures under the Statute on Student Conduct, contact the Facilitator and Disputes Advisor. This Statute is available in the Faculty Student Administration Office or on the website at:

www.vuw.ac.nz/policy/StudentConduct.

The policy on Staff Conduct can be found on the VUW website at:

www.vuw.ac.nz/policy/StaffConduct.

Academic Grievances

If you have any academic problems with your course you should talk to the tutor or lecturer concerned or, if you are not satisfied with the result of that meeting, see the Head of School or the Associate Dean (Students) of your Faculty. Class representatives are available to assist you with this process. If, after trying the above channels, you are still unsatisfied, formal grievance procedures can be invoked. These are set out in the Academic Grievances Policy which is published on the VUW website:

www.vuw.ac.nz/policy/AcademicGrievances.

Academic Integrity and Plagiarism

Academic integrity is about honesty – put simply it means **no cheating**. All members of the University community are responsible for upholding academic integrity, which means staff and students are expected to behave honestly, fairly and with respect for others at all times.

Plagiarism is a form of cheating which undermines academic integrity. Plagiarism is **prohibited** at Victoria.

The University defines plagiarism as follows:

Plagiarism is presenting someone else's work as if it were your own, whether you mean to or not.

'Someone else's work' means anything that is not your own idea, even if it is presented in your own style. It includes material from books, journals or any other printed source, the work of other students or staff, information from the Internet, software programmes and other electronic material, designs and ideas. It also includes the organization or structuring of any such material.

Plagiarism is not worth the risk.

Any enrolled student found guilty of plagiarism will be subject to disciplinary procedures under the Statute on Student Conduct (www.vuw.ac.nz/policy/studentconduct) and may be penalized severely. Consequences of being found guilty of plagiarism can include:

- an oral or written warning
- suspension from class or university
- cancellation of your mark for an assessment or a fail grade for the course.

Find out more about plagiarism and how to avoid it, on the University's website at: www.vuw.ac.nz/home/studying/plagiarism.html.

Students with Disabilities

The University has a policy of reasonable accommodation of the needs of students with disabilities. The policy aims to give students with disabilities an equal opportunity with all other students to demonstrate their abilities. If you have a disability, impairment or chronic medical condition (temporary, permanent or recurring) that may impact on your ability to participate, learn and/or achieve in lectures and tutorials or in meeting the course requirements, then please contact the Course Coordinator as early in the course as possible. Alternatively you may wish to approach a Student Adviser from Disability Support Services to confidentially discuss your individual needs and the options and support that are available. Disability Support Services are located on Level 1, Robert Stout Building, or phoning 463-6070, email: disability@vuw.ac.nz. The name of your School's Disability Liaison Person can be obtained from the Administrative Assistant or the School Prospectus.

Student Support

Staff at Victoria want students' learning experiences at the University to be positive. If your academic progress is causing you concern, please contact the relevant Course Co-ordinator, or Associate Dean who will either help you directly or put you in contact with someone who can.

The Student Services Group is also available to provide a variety of support and services. Find out more at www.vuw.ac.nz/st_services/ or email student-services@vuw.ac.nz.

VUWSA employs two Education Coordinators who deal with academic problems and provide support, advice and advocacy services, as well as organising class representatives and faculty delegates. The Education Office is located on the ground floor, Student Union Building, phone 463 6983 or 463 6984, email education@vuwsa.org.nz.

Manaaki Pihipihinga Maori and Pacific Mentoring programme (Faculties of Humanities and Social sciences and Commerce and Administration).

- **What:** Academic Mentoring for Maori and Pacific students studying at all levels in the above faculties. Weekly sessions for an hour with a mentor to go over assignments and any questions from tutorials or lectures. Registered students can use the faculty's study rooms and computer suite at any time at Kelburn and Pipitea.
- Mature student and Post grad network

If you would like to register as a mentor or mentee please contact the coordinator.

Where:

Melissa Dunlop
Programme Coordinator
Room 109 D
14 Kelburn Parade: back courtyard
Ph: (04) 463 6015
Email: Maori-Pacific-Mentoring@vuw.ac.nz

TUTORIAL SIGN-UP

To sign up for your “Course” tutorial you need to follow the instructions below. Please note that the [Blackboard](#) login procedure has changed. To login to [Blackboard](#) you must use your Victoria University student domain (SCS) user name and password.

1. To sign up select the ‘Discussion Board’ button on the left hand side of the screen.
2. Click on ‘Tutorial Sign-up’, which will open a list of tutorial times. Click on the tutorial time of your choice. To register your name for this tutorial you must then click on the ‘Reply’ button at the bottom of the page.
3. Place an ‘x’ in the message box which is below subject and click on ‘submit’ at the bottom of the page. You have now registered for this tutorial. Your name should appear under the tutorial of your choice. Please remember only 16 students per tutorial are accepted. Count the number of names under the tutorial to ensure that there are no more than 16 names.
4. If you need to change your tutorial group, please remove your name from the first tutorial you signed up for .To do this, follow steps 1-3. Select ‘Tutorial Sign-up’ and double click on the tutorial time beside your name. Click the ‘remove’ button, followed by OK. You can now choose a different tutorial time by following steps 3 and 4.
5. Any student who signs up more than once may either be placed into their last requested tutorial or they may have their name deleted from all multiple sign-ups.
6. Any student who has signed up after a tutorial group has been filled will be placed into the next available tutorial group according to availability.

Course Programme Part 1

Lecturer	Week	Lecture	Topic	Due Dates	Tutorial
Alan Cameron	1	27 February 1 March 2 March	<u>Course administration & introduction</u> <u>Introduction</u> : the Commercial Institution of Contract and Contract Law <u>Introduction</u> Contractual Concepts	First week Interpretation Handed out	
Alan Cameron	2	6 March 8 March 9 March	<u>Formation of the Contract</u> : agreement <u>Formation of the Contract</u> : consideration <u>Formation of the Contract</u> intention to create legal relations;	Tutorial 1 Handout Assignment Topic:	
Alan Cameron	3	13 March, 15 March 16 March	<u>Content of the Contract</u> : terms - parole evidence rule – types <u>Content of the Contract</u> : terms – implied <u>Content of the Contract</u> : limiting/excluding terms	Tutorial 2 Handout	Tutorial One
Alan Cameron	4	20 March, 22 March 23 March	<u>Content of Contract</u> : limiting/excluding terms <u>Content of Contract</u> : interpretation <u>Content of Contract</u> : interpretation	Tutorial 3 Handout	Tutorial Two
Alan Cameron	5	27 March, 29 March 30 March	<u>Incapacity Minors Contract Act</u> <u>Unenforceable Contracts</u> : Contracts Enforcement Act 1956 <u>Unenforceable Contracts</u> : Contracts Enforcement Act 1956	Tutorial 4 Handout	Tutorial Three
Palitha De Silva	6	3 April 5 April 6 April	<u>Factors Vitiating Contract</u> : unfair dealing: duress, <u>Factors Vitiating Contract</u> : unfair dealing:, undue influence <u>Terms Test</u>	6 April Terms Test	NO Tutorial – Test Revision
		10 – 23 April	MID-TRIMESTER BREAK		

Course Programme Part 2

Lecturer	Week	Lecture	Topic	Due Dates	Tutorial
Alan Cameron	7	24 April, 26 April 27 April	<u>Factors Vitiating Contract</u> : contracts against public policy <u>Factors Vitiating Contract</u> : contracts against public policy <u>Factors Vitiating Contract</u> : contracts against public policy		Tutorial Four:
Palitha De Silva	8	1 May 3 May 4 May	<u>Factors Vitiating Contract</u> : mistake <u>Factors Vitiating Contract</u> : mistake <u>Factors Vitiating Contract</u> : mistake		Tutorial 5
Palitha De Silva	9	8 May 10 May 11 May	<u>Factors Vitiating Contract</u> misrepresentation <u>Factors Vitiating Contract</u> misrepresentation <u>Factors Vitiating Contract</u> misrepresentation	Thurs 11 May Assignment Due	NO Tutorial
Palitha De Silva	10	15 May 17 May 18 May	<u>Termination of Contract</u> : by agreement; by frustration <u>Termination of Contract</u> : by frustration <u>Termination of Contract</u> : by frustration		Tutorial 6
Palitha De Silva	11	22 May 24 May. 25 May	<u>Termination of Contract</u> : by cancellation <u>Termination of Contract</u> : by cancellation <u>Termination of Contract</u> : by cancellation		Tutorial 7
Palitha De Silva	12	29 May 31 May 1 June,	<u>Contractual Remedies</u> : damages; equitable relief <u>Contractual Remedies</u> : damages; equitable relief <u>Contractual Remedies</u> : damages; equitable relief		Tutorial 8 Revision