

City University of Hong Kong

Course Syllabus

**offered by School of Law
with effect from Semester A 2024/25**

Part I Course Overview

Course Title:	<u>Chinese and Comparative Contract Law</u>
Course Code:	<u>LW6138E</u>
Course Duration:	<u>One semester</u>
Credit Units:	<u>3</u>
Level:	<u>P6</u>
Medium of Instruction:	<u>English</u>
Medium of Assessment:	<u>English</u>
Prerequisites: <i>(Course Code and Title)</i>	<u>Nil</u>
Precursors: <i>(Course Code and Title)</i>	<u>Nil</u>
Equivalent Courses: <i>(Course Code and Title)</i>	<u>Nil</u>
Exclusive Courses: <i>(Course Code and Title)</i>	<u>Nil</u>

Part II Course Details

1. Abstract

This course aims to offer a comparative (with common law) introduction to the theories, principles and rules of the Chinese contract law, and their judicial application in resolving civil, particularly commercial, disputes; to lay down a foundation of essential concepts, structures and techniques for advanced research and practice; and to equip students with basic skills of functional comparison, critical thinking and creative use of law.

2. Course Intended Learning Outcomes (CILOs)

(CILOs state what the student is expected to be able to do at the end of the course according to a given standard of performance.)

No.	CILOs	Weighting (if applicable)	Discovery-enriched curriculum related learning outcomes (please tick where appropriate)		
			A1	A2	A3
1.	Identify, analyse and critically explain the main substantive rules pertaining to the contract law in China.		√	√	
2.	Compare and critically evaluate: <ul style="list-style-type: none"> ❖ issues and concerns in the field of Chinese contract law and its operation of the substantive rules. ❖ the objectives of the law and the practical implications of the rules in their social contexts and their roles and functions in the Chinese society. 		√	√	
3.	Apply the principles and rules of Chinese contract law to solve legal problems by: <ul style="list-style-type: none"> ❖ investigating issues in a wider Asian or World perspective, comparing the social functions of legal rules.. ❖ analysing and resolving problems; communicating their solutions orally and in writing clearly, coherently and accurately in their own words and in plain language. ❖ dissecting the differences in private law concepts and doctrines as well as practical operation thereof between Hong Kong and the mainland. ❖ devising innovative solutions, interpretations, reform suggestions for better resolution of disputes and more systematic development of law. 		√	√	√
		100%			

A1: *Attitude*

Develop an attitude of discovery/innovation/creativity, as demonstrated by students possessing a strong sense of curiosity, asking questions actively, challenging assumptions or engaging in inquiry together with teachers.

A2: *Ability*

Develop the ability/skill needed to discover/innovate/create, as demonstrated by students possessing critical thinking skills to assess ideas, acquiring research skills, synthesizing knowledge across disciplines or applying academic knowledge to real-life problems.

A3: *Accomplishments*

Demonstrate accomplishment of discovery/innovation/creativity through producing /constructing creative works/new artefacts, effective solutions to real-life problems or new processes.

3. Learning and Teaching Activities (LTAs)

(LTAs designed to facilitate students' achievement of the CILOs.)

LTA	Brief Description	CILO No.			Hours/week (if applicable)
		1	2	3	
Reading of cases and other materials, and research	<ul style="list-style-type: none"> Students will acquire knowledge of the substantive rules of Chinese contract law pertaining to the topics to be covered in the syllabus. Preparation outside the class 	√	√	√	3
Seminars by the instructor	<ul style="list-style-type: none"> Students will be given guidance on their reading and research for their seminars and presentations through Student seminars—Students shall participate to such an extent as the course leader considers beneficial. The course leader may choose to use the internet as a means of distributing materials and organising topical discussions. Students will, by responding to questions and performing exercises, as well as discussing important issues pertaining to topics covered in the syllabus, develop their comparative, critical and innovative thinking capabilities. 				
Presentations	Students will engage in group-work and give presentations on selected topics in which they will scrutinise, analyse and evaluate issues and problems in the field through a comparative approach.				

4. Assessment Tasks/Activities (ATs)

(ATs are designed to assess how well the students achieve the CILOs.)

Assessment Tasks/Activities	CILO No.			Weighting	Remarks
	1	2	3		
Continuous Assessment: 50%					
Class participation	√	√	√	10%	The use of Generative AI tools is not allowed.
Presentation and/or coursework will test students' ability to research, analyse and critically evaluate some issues and problems in the field	√	√	√	40%	
Take-home Examination 50%					The use of Generative AI tools is not allowed.
				100%	

Applicable to students admitted before Semester A 2022/23 and in Semester A 2024/25 & thereafter

Students must obtain a minimum mark of 40% in both continuous assessment and examination and an overall mark of 40% in order to pass the course.

Applicable to students admitted from Semester A 2022/23 to Summer Term 2024

Students must obtain a minimum mark of 50% in both continuous assessment and examination and an overall mark of 50% in order to pass the course.

5. Assessment Rubrics

(Grading of student achievements is based on student performance in assessment tasks/activities with the following rubrics.)

Applicable to students admitted before Semester A 2022/23 and in Semester A 2024/25 & thereafter

Assessment Task	Criterion	Excellent (A+, A, A-)	Good (B+, B, B-)	Fair (C+, C, C-)	Marginal (D)	Failure (F)
1. Class Participation	Class participation demonstrates regular contact, reasonable preparation, active involvement in class activities.	Strong evidence of original and critical thinking; good organization, capacity to analyse and synthesize; superior understanding of subject matter; evidence of extensive knowledge.	Evidence of grasp of subject, some evidence of critical thinking capacity and analytic ability; reasonable understanding of issues; evidence of familiarity with literature.	Student who is profiting from the university experience; understanding of the subject; ability to develop solutions to simple problems in the material.	Sufficient familiarity with the subject matter to enable the student to progress without repeating the course.	Little evidence of familiarity with the subject matter; weakness in critical and analytic skills; inadequate, or irrelevant use of literature.
2. Presentation and/or coursework	Presentation and/or coursework demonstrates a good understanding of the relevant issues both from a theoretical and a practical perspective.	Strong evidence of original and critical thinking; good organization, capacity to analyse and synthesize; superior understanding of subject matter; evidence of extensive knowledge.	Evidence of grasp of subject, some evidence of critical thinking capacity and analytic ability; reasonable understanding of issues; evidence of familiarity with literature.	Student who is profiting from the university experience; understanding of the subject; ability to develop solutions to simple problems in the material.	Sufficient familiarity with the subject matter to enable the student to progress without repeating the course.	Little evidence of familiarity with the subject matter; weakness in critical and analytic skills; inadequate, or irrelevant use of literature.
3. Examination	Shows sound knowledge of the topics covered and capability of independent research and to apply knowledge critically and creatively to both abstract (theoretical) and concrete (practical) issues.	Strong evidence of original and critical thinking; good organization, capacity to analyse and synthesize; superior understanding of subject matter; evidence of extensive knowledge.	Evidence of grasp of subject, some evidence of critical thinking capacity and analytic ability; reasonable understanding of issues; evidence of familiarity with literature.	Student who is profiting from the university experience; understanding of the subject; ability to develop solutions to simple issues in the material.	Sufficient familiarity with the subject matter to enable the student to progress without repeating the course.	Little evidence of familiarity with the subject matter; weakness in critical and analytic skills; inadequate, or irrelevant use of literature.

Applicable to students admitted from Semester A 2022/23 to Summer Term 2024

Assessment Task	Criterion	Excellent (A+, A, A-)	Good (B+, B)	Marginal (B-, C+, C)	Failure (F)
1. Class Participation	Class participation demonstrates regular contact, reasonable preparation, active involvement in class activities.	High	Significant	Moderate	Inadequate
2. Presentation and/or coursework	Presentation and/or coursework demonstrates a good understanding of the relevant issues both from a theoretical and a practical perspective.	High	Significant	Moderate	Inadequate
3. Examination	Shows sound knowledge of the topics covered and capability of independent research and to apply knowledge critically and creatively to both abstract (theoretical) and concrete (practical) issues.	High	Significant	Moderate	Inadequate

Part III Other Information (more details can be provided separately in the teaching plan)

1. Syllabus

1.1 Keyword Syllabus

(An indication of the key topics of the course.)

Contract, civil juristic act, good faith, offer and acceptance, validity of contract, breach of contract, remedies, unjustified enrichment

1.2 Detailed Syllabus

1. General introduction: Concept, function, history and fundamental principles of Chinese contract law
2. Contract negotiation, including pre-contractual liability (*Culpa in contrahendo*)
3. Contract formation and bargain, including offer and acceptance
4. Contract validity, legality and procedural fairness
5. Mistake and unfair terms
6. Contract terms
7. Termination of contract for non-performance or a supervening event
8. Remedies following breach of contract, including unjustified enrichment

Given the width and depth of the topics, the course leader may choose not to cover all the topics set out above.

2. Reading List

2.1 Essential Reading

Various chapters (to be advised during course) in:

Bing Ling, *Contract Law in China* (Sweet & Maxwell HK, 2002) (note that many contents are seriously outdated, but the discussion of 'general jurisprudence' underlying legislative and judicial norms might still have some relevance)

For newer materials, Mo Zhang, *Chinese Contract Law – Theory and Practice* (2nd edn Brill Nijhoff 2019) provides coverage of Chinese contract law as developed up to, but not comprising, the enactment of the Chinese Civil Code in 2020

Primary sources of Chinese contract law (for an English translation of the entire Chinese Civil Code, see Lei Chen, Jiangqiu Ge, Jian He, Qiao Liu, Zhicheng Wu, Bingwan Xiong (eds), *The Civil Code of the People's Republic of China: English Translation* (Brill Nijhoff, Leiden 2021))

Larry DiMatteo and Chen Lei (eds), *Chinese Contract Law: Civil and Common Law Perspectives* (Cambridge University Press, 2018)

2.2 Recommended Readings

(Additional references for students to learn to expand their knowledge about the subject.)

Zweigert & Kötz (Tony Weir trans.): *An Introduction to Comparative Law* (Clarendon, 3rd edn, 1998)

For shorter summaries of selected contract topics of major Asian jurisdictions (including Chinese law) and some useful comparison between them: Mindy Chen-Wishart et al (eds), *Studies in the Contract Laws of Asia* (vol. I-IV)

James Gordley et al (eds), *An Introduction to the Comparative Study of Private Law* (2nd edn Cambridge University Press 2020) (contains an introduction to Chinese legal system, then followed by English translation of some Chinese contract cases as well as the CCC provisions in Part One under 'Contract Law')