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**Federal State Autonomous Educational Institution of Higher Education
PEOPLES' FRIENDSHIP UNIVERSITY OF RUSSIA
named after Patrice Lumumba**

LAW INSTITUTE

educational division (faculty/institute/academy) as higher education programme developer

COURSE SYLLABUS

COMPARATIVE CIVIL AND COMMERCIAL LAW

course title

Recommended by the Didactic Council for the Education Field of:

40.03.01 JURISPRUDENCE

field of studies / speciality code and title

The course instruction is implemented within the professional education programme of higher education:

BACHELOR OF LAWS (LLB)

higher education programme profile/specialisation title

1. COURSE GOAL(s)

The goal of the course is to study the characteristics of the basic principles, sources and institutions of Civil and Commercial Law, to acquire basic knowledge in the field of private law regulation of property and associated personal non-property relations, as well as to consider existing attempts to unify and harmonise Civil and Commercial law in different states, as well as development trends, to develop skills of analysis and systematisation of regulatory sources and judicial practice materials of the jurisdictions studied.

The study of the discipline contributes to the formation of legal thinking, a deeper understanding of the private law regulation of property turnover in general, and is also necessary for studying other disciplines of the substantive law cycle.

The material covered by the course programme is based on legal acts, including international agreements (conventions), legal practices, trade usages and the doctrine of the Anglo-Saxon and Roman-Germanic systems of law. The special features of legal regulation of property and personal non-property relations in jurisdictions with a mixed legal system, including the influence of traditional law (customary, Muslim, Hindu), are also touched upon.

2. REQUIREMENTS FOR LEARNING OUTCOMES

Mastering the course (module) of Comparative Civil and Commercial Law intends to train and guide students to achieve the development of following competences (competences in part):

Table 2.1. List of target competences (parts of competences)

Code (GC, GPC, PC)	Competence	Competence indicators
GPC-1	GPC-1. Can analyze the main patterns of formation, implementation and development of law.	GPC-1.1. Knows the basics of the history of law, its nature and patterns; GPC-1.2. Uses legal methodology in order to analyze the main patterns of formation, implementation and development of law; GPC-1.3. Formulates and explains their position to complete professional tasks using relevant legal information
GPC-2	GPC-2. Can apply the norms of substantive and procedural law to solve professional problems	GPC-2.1. Knows the system of branches, institutions and sources of law, understands the specifics of implementation and interaction of norms of substantive and procedural law;
GPC-8	GPC-8. Can obtain relevant legal information in a purposeful and efficient way from various sources, including legal databases, to complete specific professional tasks using information technology and considering information security requirements	GPC-8.1. Can obtain relevant legal information from various sources, including legal databases, processes and arranges it based on the goal; GPC-8.2. Uses information technology to complete specific professional tasks; GPC-8.3. Demonstrates the readiness to complete professional tasks while considering information security requirements.
PC-1	PC-1. Can draft regulatory acts, formulate legal norms for various levels of rulemaking and areas of professional activity.	PC-1.1. Identifies the societal need for legal regulations of public relations in a particular area as well as gaps and conflicts in the current legislation and has the tools to

Code (GC, GPC, PC)	Competence	Competence indicators
		overcome and eliminate them;
PC-5	PC-5 Is able to apply the comparative legal method and use the knowledge of foreign legal systems in practice.	PC-5.1. Knows the specifics of the comparative legal method and the features of its use in legal practice; PC-5.2. Knows the specifics of the legal systems, judicial systems, the legal profession structure in the major countries and the main trends of law development in the modern world; PC-5.3. Can use the comparative legal method to identify general and specific features of the compared objects and search for unified legal solutions; PC-5.4. Masters the skills of using the comparative legal method and the results of comparative legal research when comparing various legal solutions and deciding on best practice, considering the international experience

At the end of this course, the student will:

know

- the main sources and principles of the Anglo-Saxon and Roman-Germanic legal systems;
- the characteristics of the legal status of the subjects of Civil and Commercial Law;
- the specifics of the property law objects` turnover and legal protection and defense of the intellectual property;
- general and conflict of laws issues of liability law regulation, including contract law, using the laws of individual states as examples, as well as trends of development and harmonisation of modern private law;

be able to compare approaches to private law regulation of property and associated personal non-property relations in states belonging to the Anglo-Saxon and Roman-Germanic systems of law and mixed law jurisdictions;

master

- the skills of independent search, analysis and systematisation of the whole range of sources of Civil and Commercial Law of foreign states;
- preparation of essays, abstracts on the main topics of the course, as well as consideration and case decision.

3.COURSE IN HIGHER EDUCATION PROGRAMME STRUCTURE

The course Comparative Civil and Commercial Law refers to the core/variable/elective* component of (B1) block of the higher educational programme curriculum.

* - Underline whatever applicable.

Within the higher education programme students also master other (modules) and / or internships that contribute to the achievement of the expected learning outcomes as results of the course study.

Table 3.1. The list of the higher education programme components/disciplines that contribute to the achievement of the expected learning outcomes as the course study results

Competence code	Competence descriptor	Previous courses/modules*	Subsequent courses/modules*
GPC-1	GPC-1. Can analyze the main patterns of formation, implementation and development of law.	Theory of State and Law History of State and Law of Foreign Countries History of Russian State and Law Civil Law Roman law Educational Internship	Civil Procedure Arbitration Procedure Labor Law Private International Law Commercial Law Social Security Law Civil and Commercial Law of Foreign Countries Civil Procedure of Foreign Countries Labor Law of Foreign Countries Work Experience (Judicial) Pre-graduation Internship
GPC-2	GPC-2. Can apply the norms of substantive and procedural law to solve professional problems	Roman Law Comparative Law Studies Comparing Legal Techniques Comparative Constitutional Law and Justice Comparative Criminal Law Comparative Administrative Law and Justice Comparative Civil and Commercial Law Comparative Criminal Procedure	Arbitration Procedure Private International Law Commercial Law Work Experience (Judicial)
GPC-8	GPC-8. Can obtain relevant legal information in a purposeful and efficient way from various sources, including legal databases, to complete specific professional tasks using	Information Technologies in Legal Practice Civil Law Civil Procedure	Arbitration Procedure Private International Law Commercial Law Work Experience (Judicial)

Competence code	Competence descriptor	Previous courses/modules*	Subsequent courses/modules*
	information technology and considering information security requirements.		Pre-graduation Internship
PC-1	PC-1. Can draft regulatory acts, formulate legal norms for various levels of rulemaking and areas of professional activity.	Theory of State and Law Civil Law Educational Internship	Private International Law Tax Law Commercial Law Equity Law of the Russian Federation
PC-5	PC-5 Is able to apply the comparative legal method and use the knowledge of foreign legal systems in practice.	Roman Law Comparative Law Studies Comparing Legal Techniques Comparative Law and Justice Comparative Criminal Law Comparative Administrative Law and Justice Comparative Civil and Commercial Law Comparative Criminal Procedure	Comparative Financial and Tax Law Physical Training Philosophy of Law: Fundamental Course Logic for Lawyers Language and Law Fundamentals of Public Speaking Legal Documents in English Theory of Legal Argumentation Critical Approaches to Current Legal Issues

* - To be filled in according to the competence matrix of the higher education programme

4. COURSE WORKLOAD AND ACADEMIC ACTIVITIES

The total workload of the course is 5 credits (180 academic hours).

Table 4.1. Types of academic activities during the periods of higher education programme mastering (full-time training)*

Type of academic activities	Total academic hours	Semesters/training modules			
		5/9	5/10		
<i>Classroom learning, academic hours</i>	60				
including:					
Lectures (LC)	26	18	8		
Lab work (LW)					
Seminars (workshops/tutorials) (S)	34	18	16		
<i>Self-studies</i>	90	60	30		
<i>Evaluation and assessment (exam/passing/failing grade)</i>	30	12	18		
Course workload	academic hours	180	108	72	
	credits	5	3	2	

5. COURSE CONTENTS

Table 5.1. Course contents and academic activities types

Course module title	Course module contents (topics)	Academic activities types
<p>Section 1. Theme 1. Subject matter, method, principles of the Civil and Commercial Law of foreign countries. General characteristics and sources of the Civil and Commercial Law of foreign countries</p>	<ol style="list-style-type: none"> 1. The concept of Civil and Commercial Law, the subject and method of Civil Law regulation in continental law and Anglo-American law systems. Peculiarities of Civil and Commercial Law in jurisdictions with a mixed legal system. 2. The basic principles of the Civil and Commercial Law of foreign countries. 3. Civil and Commercial Law as a branch of private law. Private law dualism: causes, current state and prospects of development. ETCs and the commercialisation of Civil Law. 4. The distinction between pandemic and institutional systems of codification. Peculiarities of Civil Law codification in Italy, the Netherlands, the Canadian province of Quebec, specific states of the USA. 5. Sources of Civil and Commercial Law in Roman-Germanic and Anglo-Saxon legal systems` countries on examples of specific jurisdictions. 6. The formation and development of case law, the relationship between "common law" and "equity law/law of equity", the United Kingdom reform to modernise the law and the adoption of the Judicature Act 1873, the content of the doctrine of stare decisis and particularities of application in the United Kingdom and the United States. 7. Elements of adjudication – ratio decidendi and obiter dictum, content of Wembo and Dr. Goodhart's methods. 8. "Unification", "harmonisation", "internationalisation" and "publitisation" of Civil and Commercial Law; differences between EU directives and regulations and their significance for Member States. UNIDROIT conventions and principles as a source of Civil and Commercial Law. 	<p>LC S</p>

<p>Section 2. Theme 2. Subjects of Civil and Commercial Law</p>	<ol style="list-style-type: none"> 1. The concept and content of the civil legal capacity of natural persons in different legal systems. 2. Legal capacity of natural persons (partial, full, limited); emancipation institute. 3. The institution of declaring a person missing and declaring a person dead in different legal systems. 4. Domicile and its importance for the exercise of the legal capacity of natural persons. 5. The notion and theories (concepts) of a legal person. 6. Types, classification of legal persons in different legal systems and examples of the main legal forms of organisations. 7. Ways of establishing and registering legal entities under French, German, English and US law. 8. Merchants and commercial transactions in the law of different legal systems. Legal capacity of legal persons. Effect of the ultra vires doctrine. 9. Governing bodies of legal persons, the location of the legal person and the "center of main interests". 10. Grounds and procedure for termination (reorganisation and liquidation) of legal entities. 	<p>LC S</p>
<p>Theme 3. Representation</p>	<ol style="list-style-type: none"> 1. Representation and its significance in the Civil and Commercial Law of foreign countries. 2. The difference between representation and mediation. 3. Types of representation: civil and commercial representation. Grounds of representation (law, contract, etc.). 4. The particularities and distinction of agency from commission and legal agency contracts. Content of the Delkredere (Delkredere/ Del credere) institution. 5. Peculiarities of the institute of representation in the law of the United Kingdom and the USA, differences from the continental legal system approaches. Types of powers in the continental legal system (content of the institution of procura) and in the Anglo-American legal system (expressed, implied, etc.). 6. Consequences of acting without authority or in excess of the authority given to the representative. 	<p>LC S</p>

<p>Section 3. Theme 4. Property law</p>	<ol style="list-style-type: none"> 1. The concept and types of rights in property law. Differences between property rights and liability rights. 2. Objects of property rights. Classification of property. Division of property into tangible and intangible and its significance. The procedure for registration of property rights to real estate. 3. Intangible objects, including Goodwill and clientelism. The importance of securities and digital assets as the objects of property turnover. 4. The concept and content of the ownership rights. The principle of inviolability of private property and its limitations in modern times. Acquisition and protection of the ownership rights. 5. Peculiarities of the types of property rights in the Anglo-Saxon legal system: <ul style="list-style-type: none"> - lease, hire, rent; - the institution of possession/holding, including "seisin" (seizin); - freehold, non-freehold, leasehold and commonhold titles; - distinction between ownership and the doctrine of estates in land; - types of pledge: equitable lien, pledge, mortgage, legal mortgage, equitable mortgage, legal charge. 6. Trust in the jurisdictions of the Anglo-Saxon legal system. Its significance, functions and its scope of application. The institution of trust, the participants (settlor, trustee, beneficiary, protector), types of trusts. 7. Limited property rights in foreign jurisdictions: concept and types. Similarities and differences in the system of limited property rights in countries belonging to different legal systems. 8. Possession and its protection. Ownership claims in foreign countries. 	<p>LC S</p>
<p>Section 4. Theme 5. Obligations under contracts and other grounds</p>	<ol style="list-style-type: none"> 1. The concept of obligation. The distinction between a liability relationship and a property relationship. 2. The basis of obligations` appearance (law, contract, tort, quasi-contract and quasi-tort). 3. Classification of obligations, types of obligations. Monetary obligations: peculiarities and grounds for singling them out. The amount of debt and the amount of payment. 4. The principle of freedom to contract and its 	<p>LC S</p>

	<p>limitations in modern times. Contract of adhesion, standard forms.</p> <ol style="list-style-type: none"> 5. Conditions of contract validity under French, German, United Kingdom and US law. Special conditions of validity (doctrine of consideration and causa proxima). The legal consequences of invalidation of a contract. 6. Deed contract / deed under seal. 7. The procedure for concluding a contract (between those present and those absent), the "mailbox theory". Legal qualification of advertising (public offer) in the process of concluding a contract. 	
Theme 6. Performance of obligations and liability for their breach	<ol style="list-style-type: none"> 1. The concept of due performance in Civil and Commercial Law in foreign countries. Rules on place, time and manner of liabilities` performance. The possibility of a third party to fulfil an obligation. 2. Securing the fulfilment of an obligation by means of penalty, suretyship, pledge and deposit. The consequences of non-performance or improper performance of an obligation. Compulsion of the debtor to execute in kind in the laws of France, Germany, the United Kingdom and the USA (specific performance). 3. Grounds for exemption from liability (force majeure and the doctrine of frustration). 4. Liability for breach of obligations and the conditions under which it occurs. Damages, their types and the order of calculation in countries with different legal systems. 5. Impossibility of performance. Application of the clause on changed circumstances ("clausula rebus sic stantibus"): evolution of the doctrine. 6. Modification of obligations (assignment of claims, transfer of debt, etc.). 7. Termination of obligations (novation, set-off, etc.). 	LC S
Section 5. Theme 7. Contract of sale	<ol style="list-style-type: none"> 1. The concept, legal nature and meaning of the contract of sale. 2. Essential conditions and form of the contract of sale. Methods of determining and stating the price in the contract of commercial sale. Meaning of the "caveat emptores" rule. The concept and legal significance of electronic digital signature. 3. Characterisation of the subject of the contract of sale in terms of quality and quantity. Packaging. Methods of acceptance; 	LC S

	<p>guarantees.</p> <ol style="list-style-type: none"> 4. Transfer of ownership. Determination of the ownership transfer moment and risk of accidental loss or damage from the seller to the buyer in contracts of sale. 5. Rights and obligations of the seller. Concept of proper transfer of goods under the contract of sale. Liability for non-conformity of goods with contractual requirements. Remedies available to the buyer in the event of breach of contract by the seller. 6. Basic rights and obligations of the buyer. Remedies available to the seller in the event of breach of contract by the buyer. 7. Legal peculiarities of the sale-purchase agreement in international trade turnover, rights and obligations of the seller and the buyer when using INCOTERMS for trade legal relations, provisions of the UN Vienna Convention on Contracts for the International Sale of Goods 1980 and UNIDROIT principles of international commercial contracts. 	
Theme 8. Contract of work	<ol style="list-style-type: none"> 1. The concept and main features of the contract of work. The subject and scope of the contract. 2. FIDIC standard forms, EPC contracts, etc. 3. The differences between the contract of work and the contracts of personal hiring, services and sale of future goods. Substantial conditions of the contract of work. 4. Rights and obligations of the parties. Procedure for payment of remuneration to the contractor. Basic rules for the performance of work by the contractor. 5. Liability of the contractor for defects in the work performed. Liability of the client for failure to fulfil his obligations. 6. Grounds for termination of the contract of work. 	LC S
Theme 9. Storage contract	<ol style="list-style-type: none"> 1. The concept, subject matter and legal nature of the storage contract in the laws of France, Germany, the United Kingdom and the USA. 2. Rights and obligations of the parties (custodian and lessor). 3. Liability of the parties for breach of the storage contract. 4. Warehousing (documentation, etc.). Warehouse certificate and warehouse receipt, warrant. 5. Consignment agreement. 	LC S

Theme 10. Loan agreement	<ol style="list-style-type: none"> 1. The concept and subject matter of a loan agreement. 2. Difference between a reimbursable loan and a gratuitous loan. Interest in a loan agreement. 3. Rights and obligations of the lender and the borrower. 4. The specifics of the loan relationship in the UK and the US law. 	LC S
Section 6. Theme 11. Damages in tort	<ol style="list-style-type: none"> 1. The concept of tort obligations. Relationship between contract and tort as grounds for the creation of obligations. The problem of competition between contractual and tort liability and ways of overcoming it. 2. The concept of a civil tort. The general tort in French Civil and Commercial Law, the system of singular torts in common law countries, the mixed approach to the definition of the tort in German and Swiss law. 3. Conditions for the occurrence of tort liability. Material and moral damage. 4. Liability for damage caused by the actions of third parties. Guilty and non-guilty tort liability. 5. Determining the amount of damage to be compensated. 	LC S
Section 7. Theme 12. Legal regulation of marriage in foreign countries	<ol style="list-style-type: none"> 1. The concept and legal nature of marriage. Types of marriage: marriage-union, marriage-contract, marriage-partnership. 2. Conditions for marriage under the laws of France, Germany, the United Kingdom and the USA, states with a mixed legal system, including those influenced by traditional law (customary, Muslim, Hindu). 3. The form of marriage and how it is contracted. 4. The legal relationship between spouses. Marriage contract. Management and disposal of property in the family. 5. Termination of marriage (divorce). Legal consequences of divorce. Separation. Marriage and divorce under traditional law (Muslim, Hindu, customary). 6. Grounds of parental rights and responsibilities. The institution of "parental authority" and its content in different legal orders. 7. Legal status of children born out of wedlock. Adoption procedures. 	LC S
Theme 13.	<ol style="list-style-type: none"> 1. The concept and meaning of inheritance. The 	LC

Inheritance law	<p>main differences between the "continental" and "Anglo-Saxon" systems of inheritance law.</p> <ol style="list-style-type: none"> 2. Inheritance by will. Principle of freedom of testament and its limitations in different legal systems. 3. Inheritance by operation of law in countries with a private law duality. Inheritance by law in the United Kingdom and the USA. 4. Acceptance of inheritance and its legal consequences. 5. Peculiarities of inheritance in jurisdictions with a mixed legal system, including the influence of traditional law (customary, Muslim, Hindu). 	S
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* - to be filled in only for **full** -time training: *LC* - lectures; *LW* - lab work; *S* - seminars.

6. CLASSROOM EQUIPMENT AND TECHNOLOGY SUPPORT REQUIREMENTS

Table 6.1. Classroom equipment and technology support requirements

Type of academic activities	Classroom equipment	Specialised educational / laboratory equipment, software, and materials for course study (if necessary)
Lecture	Classroom for lectures, equipped with a set of specialized furniture; a set of devices including portable multimedia projector, laptop, projection screen, stable wireless Internet connection.	Multimedia projector, laptop, projection screen, stable wireless Internet connection. Software: Office 365 (MS Office, MS Teams), Chrome
Lab	Classroom for lab work, group and individual consultations, evaluation and assessment, equipped with a set of specialized furniture; a set of devices including portable multimedia projector, laptop, projection screen, stable wireless Internet connection.	Multimedia projector, laptop, projection screen, stable wireless Internet connection. Software: Office 365 (MS Office, MS Teams), Chrome
Seminars	Classroom for seminars, group and individual consultations, evaluation and assessment, equipped with a set of specialized furniture; a set of devices including portable multimedia projector, laptop, projection screen, stable wireless Internet connection.	Multimedia projector, laptop, projection screen, stable wireless Internet connection. Software: Office 365 (MS Office, MS Teams), Chrome
Computer classroom	Computer classroom for academic activity, group and individual consultations, evaluation and assessment, equipped with a set of specialized furniture; a set of devices including portable multimedia projector, 30 personal computers, projection screen, stable wireless Internet connection.	Multimedia projector, laptop, projection screen, stable wireless Internet connection. Software: Office 365 (MS Office, MS Teams), Chrome
Self-studies	Classroom for Self-studies, equipped with a set	Multimedia projector,

Type of academic activities	Classroom equipment	Specialised educational / laboratory equipment, software, and materials for course study (if necessary)
Classroom	of specialized furniture; a set of devices including portable multimedia projector, laptop, projection screen, stable wireless Internet connection.	laptop, projection screen, stable wireless Internet connection. Software: Office 365 (MS Office, MS Teams), Chrome
Courtroom	Classroom for court hearing simulation equipped with a set of specialized furniture; a set of devices including portable multimedia projector, laptop, projection screen, stable wireless Internet connection.	Multimedia projector, laptop, projection screen, stable wireless Internet connection. Software: Office 365 (MS Office, MS Teams), Chrome

* It is necessary to specify a classroom for self-study of students

7. RESOURCES RECOMMENDED FOR COURSE STUDY

Main reading (sources):

1. Gabriël Moens, John Trone. Commercial Law of the European Union/ Springer Netherlands/2010

Additional (optional) reading (sources):

1. Kozolchyk, Boris. Comparative commercial contracts: law, culture and economic development/ West Academic Publishing/2014

Internet-(based) sources:

1. Electronic libraries with access for RUDN students
 - RUDN Electronic library system <http://lib.rudn.ru/MegaPro/Web>
 - Electronic library system «University Library online» <http://www.biblioclub.ru>
 - Electronic Library «URAIT» <http://www.biblio-online.ru>
 - Electronic library system «Student. Consultant» www.studentlibrary.ru
 - Electronic library system «Lan» <http://e.lanbook.com/>
 - Electronic library system «Troitskyi most»

Internet-(based) sources (others):

1. RUDN Libraries and third-party Libraries, to which university students have access on the basis of contracts:

- Justice on GOV.UK. 86th Update to the Civil Procedure Rules www.justice.gov.uk/courts/procedure-rules/civil

2. Databases and search engines:

- Electronic Legal and Regulatory Documentation Fund <http://docs.cntd.ru/>
- Search system Yandex <https://www.yandex.ru/>
- Search system Google <https://www.google.ru/>

- SCOPUS <http://www.elsevierscience.ru/products/scopus/>

- Google Scholar <https://scholar.google.com/>

Training toolkit for self-studies to master the course *:

* The training toolkit for self-studies to master the course is placed on the course page in the university telecommunication training and information system under the set procedure.

8. ASSESSMENT TOOLKIT AND GRADING SYSTEM* FOR EVALUATION OF STUDENTS' COMPETENCES LEVEL UPON COURSE COMPLETION

The assessment toolkit and the grading system* to evaluate the competences formation level (competences in part) upon the course study completion are specified in the Appendix to the course syllabus.

* The assessment toolkit and the grading system are formed on the basis of the requirements of the relevant local normative act of RUDN University (regulations / order).