

DCC3101 – The Law of Obligations

Professor: Louis-Charles Sirois

Fall 2024

Available before or after each class, upon appointment.

Course Objectives:

The objective of the course is to provide students with a functional understanding of the rules governing the creation of all binding legal agreements (obligations) and their enforcement in the Civil Law of Quebec and in continental European private law systems.

Course Content:

Basic civil law fundamentals: the person, the body corporate, personal rights, various types of obligations; formation of binding agreements; grounds for annulment; implied obligations flowing from all sorts of contracts; Sales contracts and other types of enforceable contracts, contract interpretation, annulment and restitution, breach of contract, default and damages.

Lectures given by the professor with discussion of issues such as parallels with North-American common law and practise issues.

Teaching Method:

Socratic Method – conversations/lectures given by the professor with discussion of issues such as parallels with North-American common law and practise issues.

On line video- live- students will be asked to turn-on their cameras.

Evaluation:

Mid-term exam for 40% (*non-prejudicial*) and final exam for 60%.

In both cases, students are not permitted to consult any course, study, reference, or other material during the examination; however only slightly annotated legislation, and French-English dictionaries are allowed. Other volumes will not be permitted. These codes or other

legislation may be slightly annotated, such as references to other provisions of the Code or of the Act or other laws. Only the following information is allowed on student-added-tabs:

- a. The designations of titles, chapter or sections;
- b. The article or section numbers and other titles appearing in bold in the text.

Mandatory course material:

- **The Quebec Civil Code**, S.Q. 1991, c. 64, as amended and related statutes,
- **Quebec Contract Law**, by S. Grammond, A Debruche & Y Campagnolo, (Montreal, Wilson & Lafleur, latest version).
- ISBN : 978-2-89689-531-1

OUTLINE AND SCHEDULE

Course 1 -

General Intro: the law of binding agreements and other obligations.
History and Sources of Quebec Contract Law.
Definition of Obligations and of Contracts.
The Contract as a type of Obligation.
(Readings: pages 1 to 19 of text book)

Course 2 -

General rules, the Freedom of contract,
Classification of types of agreements, of types of Contracts –
Obligations outside of contract
(Readings: pages 20 to 44).

Course 3 -

FUNDAMENTAL BASICS OF ALL BINDING AGREEMENTS
RULES OF CONTRACT FORMATION (formation of binding agreement).

Rule 1 – MUTUAL CONSENT

Offer- counter offers and acceptance

Means of communications

Rule 2 – ABSENCE OF MISTAKES AND OTHER FACTORS THAT ANNUL OR CANCEL CONSENT:

Mistake - Fraud-misrepresentations – Threats - Lesion: undue economic harm.

(Readings : pages 45 to 55, 68-73)

Course 4 –

Rule 3 - CAPACITY OF THE PARTIES

“Absence of capacity”: minors, emancipated minors, adults, protected adults.

Capacity of body corporates, joint ventures, municipalities and other governments, unincorporated groups.

Rule 4 - OBJECT – (title of deed)

Rule 5 - CAUSE or PURPOSE (Lawful purpose)

(pages 75-101)

Course 5 -

Rule 6 - FORM OF AGREEMENTS: Obligatory form or absence of form (Verbal).

NULLITY OF CONTRACTS - Restitution

Rules of evidence related to contracts: how to prove the existence of a contract?

Overview of the law and rules of evidence

(Readings: pages 60 to 77)

Course No. 6 - EXAM – Mid-term

Course No. 7 -

AUTUMN Break

Course No. 8 –

The content and interpretation of contracts- Express Terms. Implied Terms.
Implied Obligations Based on the Nature/type of Contract or on usage (pages 107 - 127)
Amendments to contracts.
“Privity of Contract in Quebec”- Binding nature of contracts (who is actually bound?)
The Effect of Contracts on Third Parties

Course No. 9 –

Proper performance of Contract: the “Voluntary method”.
Payment. Tendering payments and Deposit.
The “Coerced Method” of Contract Performance: The Legal Remedies to breach of contract.
Notices of default.
Assessment of Damages-Punitive damages

(149-171)

Course No. 10 -

Particular contract modifications: Assignments. Subrogation. Solidarity. Novation.
Fulfilment of obligations – Various forms of “Extinction” of obligations.
Compensation, Confusion and Release.
Doctrine of Risk.
Extinctive Prescription (Limitation periods)

Course No. 11 -

Case study
Liability outside of contract:
Legal liability and Limitations of Liability.
Limitations of liability and waivers,
“Automatic” liability.

Course No. 12 –

A few "Mentioned" Contracts:

- "Sales agreements": Sales contracts in particular- warranties.
- Mandate-Agency
- Lease agreements

(254-299)

Course No 13-

Legislated "Modified" Obligations:

"Good Samaritan Exemption",
No-Fault Car Accident liability,
No-Fault of the Employer for injuries at work.
Consumer protection

Review of semester – exam preparation.

FINAL EXAM: Date to be determined