# .- Civil Law II

## Prof. Andrea Renda

***COURSE AIMS***

The course aims to provide an in-depth study of contract through a critical analysis of the main problems of interpretation and relevant solutions provided by case law doctrine and by legal scholars.

At the end of the course, the following learning outcomes are expected:

*Knowledge and understanding*

Students will have advanced knowledge about the principal categories of contract law, the essential elements of contract, the most common contractual clauses and contract invalidity.

*Ability to apply knowledge and understanding*

Consequently, students will be able to apply the knowledge acquired in order to resolve contractual disputes. Moreover, they will be able to use advanced legal language.

***COURSE CONTENT***

Contract as a means to regulate property relationships – Agreement and its formation – Irrevocable offer – Negotiations and pre-contractual responsibility – Pre-contractual ties – Option – Preemption – The preliminary contract – Subject – Clauses determining the subject and disclaimers – Cause, type and control over private autonomy – Typical and atypical contracts – Claims made clause - Form: legal forms; voluntary forms; neo-formalism; electronic document – Entire agreement clause – Language clause – Nullity in the civil code and special nullity – Clauses determining the cases of nullity – Voidability – Legal incapacity and defects of consent – Connections with unfair business practices – Rescission –Termination for non-performance clause – Termination due to unforeseen circumstances – *Force majeure* clause – Termination due to unforeseen costs – Hardship clause – *Rebus sic stantibus* clause – Clause of renegotiation – The assumption – Consumer contracts and protection of the weaker contracting party.

***READING LIST***

M. Paladini, A. Renda, D. Minussi, *Manuale di diritto civile*, V edizione, Giuffrè Francis Lefebvre, 2023, pp. 1307-1522; pp. 1641-1818.

In addition, only for non-attending students: E. MINERVINI, *Dei contratti del consumatore in generale*, Giappichelli, 2014.

***TEACHING METHOD***

Frontal lectures with students’ active participation and discussion of case law.

***ASSESSMENT METHOD AND CRITERIA***

***Assessment Method***

The exam will take place according to different procedures for attending and non-attending students.

- Attending students are allowed to sit a written interim test aimed at verifying their acquired learning after attending about half of the semester lectures. The three-hour test will consist of three open-ended questions and a practical case. Each answer will be assigned 8 points, while 6 points will be assigned to the resolution of the practical case. All points will contribute to the final score which will be out of 30. Students who pass the interim test will be exempt from preparing that part of the syllabus for the final exam, if they take the latter within one year of the test’s date. The final exam will be oral and its score, on a 30-point scale, will be averaged with the mark obtained in the interim test.

- Non-attending students shall take an oral exam on the entire course syllabus specified in the reading list of the Student Guide for the Degree course in Law.

***Assessment Criteria***

For the purposes of evaluating both the written and the oral test, the relevance and completeness of the answers, the appropriate use of the legal language, the capacity for argumentation and the ability to connect legal institutions will contribute.

***NOTES***

Information on office hours available on the teacher's personal page at <http://docenti.unicatt.it/>.