THE UNIVERSITY OF MANITOBA  
DEPARTMENT OF BUSINESS ADMINISTRATION  
GMGT 3300 – COMMERCIAL LAW  
COURSE OUTLINE  
Winter 2018  
Instructor: John G. Harrison, B.Comm. (Hons.), LL.B.  
Barrister & Solicitor  
HARRISON LAW OFFICE  
200 – 99 Scurfield Boulevard, Winnipeg, MB  
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Email: john.harrison@harrisonlaw.ca  
Office Hours: Between 5:15 and 5:45 Mondays after class or by appointment.  

Course Description  
The course is described as follows in the University Calendar:  

GMGT 3300 **Commercial Law**: (Formerly 027.330) General history of law, the organization of courts, the Canadian Constitution, federal and provincial legislative functions. Legal concepts and problems relating to business organization, contracts, principal and agent, negotiable instruments, common torts, and bankruptcy proceedings.  

Time and Location of Classes  
A02: Monday and Wednesday, 4:00-5:15 p.m.  
Room 107 Drake Centre  

There are no classes on: February 19, 2018 (Louis Riel Day); February 20 to 23, 2018 (Winter Term Break); or March 30, 2018 (Good Friday).  

Method of Assessment  
There will be a mid-term examination worth 33% of the final grade on Wednesday, February 14, 2018 in class. There will be a 3-hour final examination worth 67%. Date is TO BE ANNOUNCED. The voluntary withdrawal date is March 16, 2018. Results of the mid-term exam will be provided before the voluntary withdrawal date.  

General References  

It is assumed that you will avail yourself of a copy and read the chapters or pages to which reference is made in class. It will be assumed that you have not read any other references, unless they are specifically assigned in class.  

Electronics in Class  
The use of cell phones, texting, and Internet is not allowed during class, during the mid-term examination nor the final examination.  

University Email Policy  
Effective September 1, 2013, the U of M will only use your university email account for official communications, including messages from your instructors, department or faculty, academic advisors, and other administrative offices. If you have not already been doing so, please send all emails from your U of M email account. Remember to include your full name, student number and faculty in all correspondence. For more information visit: [http://umanitoba.ca/registrar/e-mail_policy](http://umanitoba.ca/registrar/e-mail_policy)  

Deferred Exams  
FOR ALL STUDENTS WHO HAVE BEEN APPROVED BY THEIR FACULTY OFFICE TO HAVE A DEFERRED EXAM:
Effective September 2005, the Department of Business Administration has instituted a policy which provides **ONE DATE ONLY** for students who have deferred their final exams. **The deferred final exam date has been tentatively scheduled for May 25, 2018 at 5:00 p.m. in Drake Room 140. This does not apply to take home final exams.**

Please refer to University of Manitoba’s Policy 1305 – Exam Regulations ([http://umanitoba.ca/admin/governance/governing_documents/academic/454.htm](http://umanitoba.ca/admin/governance/governing_documents/academic/454.htm)) or the Undergraduate Program Office for rules and regulations concerning deferred exams.

**Unclaimed Assignments**

Pursuant to the FIPPA Review Committee’s approved recommendations as of August 15, 2007, all unclaimed student assignments will become the property of the faculty and will be subject to destruction six months after the completion of any given academic term.

### AACSB Assurance of Learning Goals and Objectives.

The Asper School of Business is proudly accredited by AACSB. Accreditation requires a process of continuous improvement of the School and our students. Part of “student improvement” is ensuring that students graduate with the knowledge and skills they need to succeed in their careers. To do so, the Asper School has set the **learning goals and objectives** listed below for the Undergraduate Program. The checked goal(s) and objective(s) will be addressed in this course and done so by means of the items listed next to the checkmark.

<table>
<thead>
<tr>
<th>Goals and Objective in the Undergraduate Program</th>
<th>Goals and Objectives Addressed in this Course</th>
<th>Course Item(s) Relevant to these Goals and Objectives</th>
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<tbody>
<tr>
<td><strong>Quantitative Reasoning</strong></td>
<td></td>
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<tr>
<td>A. Determine which quantitative analysis technique is appropriate for solving a specific problem.</td>
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<tr>
<td>B. Use the appropriate quantitative method in a technically correct way to solve a business problem.</td>
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<td>C. Analyze quantitative output and arrive at a conclusion.</td>
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<tr>
<td><strong>Written Communication</strong></td>
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<tr>
<td>A. Use correct English grammar and mechanics in their written work.</td>
<td>✓</td>
<td>Written exams</td>
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<tr>
<td>B. Communicate in a coherent and logical manner</td>
<td>✓</td>
<td>Written exams</td>
</tr>
<tr>
<td>C. Present ideas in a clear and organized fashion.</td>
<td>✓</td>
<td>Written exams</td>
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<tr>
<td><strong>Ethical Thinking</strong></td>
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<tr>
<td>A. Identify ethical issues in a problem or case situation</td>
<td>✓</td>
<td>Part I of the Outline and during discussions about specific court cases</td>
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<tr>
<td>B. Identify the stakeholders in the situation.</td>
<td>✓</td>
<td>Part I of the Outline</td>
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<tr>
<td>C. Analyze the consequences of alternatives from an ethical standpoint.</td>
<td>✓</td>
<td>During discussions about specific court cases</td>
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<tr>
<td>D. Discuss the ethical implications of the decision.</td>
<td>✓</td>
<td>During discussions about specific court cases</td>
</tr>
<tr>
<td><strong>Core Business Knowledge</strong></td>
<td>✓</td>
<td>Entire course</td>
</tr>
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2
COURSE DESCRIPTION

I. AN INTRODUCTION TO LAW AND CANADA'S LEGAL SYSTEM
   (Required reading: Chapters 1, 2 and 3 in text)
   a) What is Law?
   b) Systems of Law
      i) Common Law
      ii) Civil Law
   c) Sources of Law
      i) Courts
      ii) Legislatures
      iii) Administrative (i.e. Subordinate Legislation) Legislation and Entities,
   d) The Nature and Roles of Courts
      i) The Roles of the Courts
         (1) Arbiter of the Constitution
         (2) Interpreter of Legislation
         (3) Protector of Civil Liberties
         (4) Arbiter of disputes between parties
      ii) The Court Systems in Canada (Federal system and Manitoba Provincial System)
      iii) The Court Process in the Context of Civil (non-criminal) Litigation

II. THE MAJOR FORMS OF BUSINESS ORGANIZATION IN CANADA
   (Required reading: Chapters 24 and 25 in text)
   a) Sole Proprietorships
   b) Partnerships (General, Limited and LLP)
   c) Corporations

III. BANKRUPTCY LEGISLATION AND PRIORITIES
   (Required reading: Pages 679 to the top 3 lines on page 694 in text)
   a) The purpose of bankruptcy law
   b) Bankruptcy vs. insolvency
   c) Procedures by which you may become a bankrupt
d) Powers of the trustee in bankruptcy

e) Payment of claims, and priority of payment to creditors

f) Discharge of the bankrupt debtor

IV. THE LAW OF TORTS
(Required reading: Chapters 4 and 5 in text)

a) The Nature of Torts

b) Intentional Interference

c) Unintentional Interference

d) Liability of Professionals

V. THE LAW OF CONTRACT
(Required reading: Chapters 6 to and including 9; the topic of “Privity of Contract” on page 229; and Chapters 12 and 13 in text)

a) The 6 Basic Elements of a Contract

i) Offer

ii) Acceptance

iii) Consideration

iv) Intention to create legal relations

v) Capacity

vi) Legality of the Contract

b) Impugning a Contract

c) Enforcement of Contractual Rights and Problems of Enforcement

d) Discharge of a Contract

e) Privity of Contract and Exceptions to the Rule

f) Effect of Breach and Remedies

g) Employment Contracts
VI. THE CANADIAN CONSTITUTION – no required reading
   a) The Nature of a Constitution
   b) Sources of the Constitution
   c) Federalism in Canada and the Canadian Governmental Structure
   d) The Charter of Rights and Amending Formulae

VII. PARTICULAR KIND OF CONTRACTS – no required reading
   a) The Contract of Insurance
   b) The Contract of Sale
      i) The Sale of Goods Act
      ii) Remedies of the Parties
      iii) Consumer Protection
   c) Principal and Agent
   d) Bailment
   e) Employment Contracts
      i) Wrongful Dismissal

VIII. CONCEPTS IN REAL PROPERTY – no required reading
   a) Interests in Land
   b) Transfers on conveyances of Interests in Land
   c) Landlord and Tenant Relations

IX. NEGOTIABLE INSTRUMENTS – no required reading
   a) Nature and Use
   b) Argument
Academic Integrity

It is critical to the reputation of the Asper School of Business, and of our degrees, that everyone associated with our faculty behave with the highest academic integrity. As the faculty that helps create business and government leaders, we have a special obligation to ensure that our ethical standards are beyond reproach. Any dishonesty in our academic transactions violates this trust. The University of Manitoba General Calendar addresses the issue of academic dishonesty under the heading “Plagiarism and Cheating.” Specifically, acts of academic dishonesty include, but are not limited to:

- using the exact words of a published or unpublished author without quotation marks and without referencing the source of these words
- duplicating a table, graph or diagram, in whole or in part, without referencing the source
- paraphrasing the conceptual framework, research design, interpretation, or any other ideas of another person, whether written or verbal (e.g., personal communications, ideas from a verbal presentation) without referencing the source
- copying the answers of another student in any test, examination, or take-home assignment
- providing answers to another student in any test, examination, or take-home assignment
- taking any unauthorized materials into an examination or term test (crib notes)
- impersonating another student or allowing another person to impersonate oneself for the purpose of submitting academic work or writing any test or examination
- stealing or mutilating library materials
- accessing test prior to the time and date of the sitting
- changing name or answer(s) on a test after that test has been graded and returned
- submitting the same paper or portions thereof for more than one assignment, without discussions with the instructors involved

Group Projects and Group Work

Many courses in the Asper School of Business require group projects. Students should be aware that group projects are subject to the same rules regarding academic dishonesty. Because of the unique nature of group projects, all group members should exercise special care to ensure that the group project does not violate the policy on Academic Integrity. Should a violation occur, group members are jointly accountable unless the violation can be attributed to a specific individual(s).

Some courses, while not requiring group projects, encourage students to work together in groups (or at least do not prohibit it) before submitting individual assignments. Students are encouraged to discuss this issue as it relates to academic integrity with their instructor to avoid violating this policy.

In the Asper School of Business, all suspected cases of academic dishonesty are passed to the Dean's office in order to ensure consistency of treatment.