

## DEPARTMENT OF BUSINESS AND OFFICE ADMINISTRATION

### COURSE OUTLINE – Fall 2022

#### LR 3010 (E2): LEGAL RELATIONS – 3 (3-0-0) UT 45 Hours 15 Weeks

Northwestern Polytechnic acknowledges that our campuses are located on Treaty 8 territory, the ancestral and present-day home to many diverse First Nations, Metis, and Inuit people. We are grateful to work, live and learn on the traditional territory of Duncan's First Nation, Horse Lake First Nation and Sturgeon Lake Cree Nation, who are the original caretakers of this land.

We acknowledge the history of this land and we are thankful for the opportunity to walk together in friendship, where we will encourage and promote positive change for present and future generations.

<b>Instructors</b>	Spenser Cunningham, J.D. Kristian Toivonen, J.D.	<b>Phone</b>	Office (KMSC Law): (780) 532-7771
<b>Office</b>	KMSC Law LLP	<b>E-mails</b>	<i>Kristiant@kmsc.ca</i> <i>Spenserc@kmsc.ca</i>
<b>Office Hours</b>	By Appointment		

#### CALENDAR DESCRIPTION:

A synoptic view of the Canadian legal system, with emphasis on underlying considerations of social policy. While considering the nature, sources, philosophy, and policy objectives of the law, selected topics from the fields of tort and contract will be analyzed.

#### PREREQUISITE:

None

#### REQUIRED TEXT/RESOURCE MATERIALS:

Duplessis, O'Byrne, King, Adams and Enman, Canadian Business and the Law, 6th or 7th Edition, Nelson Education Ltd.

#### DELIVERY MODE:

All sessions will take place in the classroom, there will be no remote delivery of the lectures. All quizzes and exams must be written in person.

## LEARNING OUTCOMES:

By the end of this course, students will be able to:

- recognize, interpret, and evaluate the fundamental legal concepts, legislation, and legal issues important to Canadian business, to better manage risk;
- Analyze and apply legal concepts to specific legal business problems and suggest appropriate legal remedies;
- Assess real-life legal problems in order to formulate creative solutions;
- Value law as a “real life” practical subject, not as a matter of theory or history.

## TRANSFERABILITY:

Please consult the Alberta Transfer Guide for more information. You may check to ensure the transferability of this course at the Alberta Transfer Guide main page <http://www.transferalberta.ca>.

**\*\* Grade of D or D+ may not be acceptable for transfer to other post-secondary institutions. Students are cautioned that it is their responsibility to contact the receiving institutions to ensure transferability**

## EVALUATIONS:

You will be tested on your understanding of and ability to apply the concepts presented in class and in the readings. Textbook materials, class discussions, videos or any materials distributed in handouts may all be used for the quizzes or exams. The exams and quizzes will be timed. All exams and quizzes will be written in person. All students will be expected to take the final exam at the time Northwestern Polytechnic schedules, with exceptions for applicable students. More detail on the exams will be provided as the term progresses.

A set of questions will be posted on D2L “myClass” every week, which students are to complete and submit using the online system prior to when they are due. These question sets will be graded on a pass/fail basis based on the student’s demonstration of their understanding of the material. Each student will be permitted 3 failing/incomplete grades and the remainder will make up a portion of the student’s final grade, as described in the Grading Criteria.

## GRADING CRITERIA:

Participation Grade	10%
Take Home Questions	10%
1st Quiz	15%
Mid-term Exam	20%
2nd Quiz	15%
Final Exam	30%

Please note that most universities will not accept your course for transfer credit **IF** your grade is **less than C-**.

<b>Alpha Grade</b>	<b>4-point Equivalent</b>	<b>Percentage Guidelines</b>		<b>Alpha Grade</b>	<b>4-point Equivalent</b>	<b>Percentage Guidelines</b>
A+	4.0	90-100		C+	2.3	67-69
A	4.0	85-89		C	2.0	63-66
A-	3.7	80-84		C-	1.7	60-62
B+	3.3	77-79		D+	1.3	55-59
B	3.0	73-76		D	1.0	50-54
B-	2.7	70-72		F	0.0	00-49

**COURSE SCHEDULE/TENTATIVE TIMELINE:**

<b>Week</b>	<b>Topic</b>	<b>Lecturer</b>
	<b>Course Introduction</b>	
<b>Week 1</b>	<b>Chapter 1 - Knowledge of Law as a Business Asset</b>	<b>S. Cunningham</b>
	<ul style="list-style-type: none"> <li>• Law in the Business Environment</li> <li>• Law in Business Ethics</li> </ul>	
	<b>Chapter 2 - The Canadian Legal System</b>	
	<ul style="list-style-type: none"> <li>• Canadian Constitution</li> <li>• Branches of Government (Legislative, Executive and Judicial)</li> <li>• System of Courts</li> <li>• Sources of Law</li> <li>• Public and Private Law</li> <li>• Common Law and Civil Law</li> <li>• Administrative Law and Business</li> </ul>	
<b>Week 2</b>	<b>Chapter 3 - Managing Legal Risks</b>	<b>S. Cunningham</b>
	<ul style="list-style-type: none"> <li>• Legal Risk Management Plan</li> <li>• Identifying Legal Risks</li> <li>• Evaluating Legal Risks</li> <li>• Interacting with the Legal Environment</li> <li>• Managing Legal Services</li> </ul>	

## **Chapter 4 - Dispute Resolution**

- Alternative Dispute Resolution
- Negotiation
- Mediation
- Arbitration
- Litigation
- Stages of a Lawsuit
- Pleadings
- Discovery
- Trial
- Enforcement
- Appeals
- Costs

### **Week 3 QUIZ (15%)**

#### **Chapter 5 - Introduction to Contracts**

**K. Toivonen**

- Objective Standard Test
- Bargaining Power
- Business Relationships

#### **Chapter 6 - Forming Contractual Relationships**

- The Four Contractual Requirements
- Intention to Contract
- Offer
- Acceptance
- Consideration
- Invitation to Treat
- Termination of Offer
- Revocation
- Lapse
- Rejection
- Counter-offer
- Death or Insanity
- Variation of Contracts
- Promise Under Seal
- Promissory Estoppel
- Partial Payment of Debt

**Week 4 Chapter 7 - Terms of a Contract K. Toivonen**

- The Contents of a Contract (Express and Implied Terms)
- The Parole Evidence Rule
- Conditional Agreements
- Limitation of Liability Clause
- Exemption or Exclusion Clause
- Liquidated Damages Clause

**Week 5 Chapter 8 - Non-Enforcement of Contracts S. Cunningham**

- Legal Capacity
- Duress
- Undue Influence
- Unconscionability
- Misrepresentation
- Mistake
- Illegality
- Writing Requirement

**Chapter 9 – Termination and Enforcement of Contracts**

- Termination through Performance, Agreement or Frustration
- Assignment of Contract
- Privity of Contract
- Breach of Contract
- Conditions and Warranties
- Misrepresentation and Mistakes
- Remedies for Breach of Contract and Entitlement
- Expectation Damages
- Punitive Damages
- Pecuniary and Non-Pecuniary Damages
- Remoteness
- Duty to Mitigate
- Equitable Remedies
- o Specific Performance
- o Injunction
- o Rescission
- o Restitution

**Week 6 Review/Midterm Preparation K. Toivonen**

**Week 7**      **MIDTERM EXAM (20%)**      **S. Cunningham**

**Week 8**      **Chapter 13 – The Agency Relationship**      **K. Toivonen**

- The Nature of Agency
- Creation of Agency Relationship
- Agency by Estoppel
- Duties of the Agent
- Duties of the Principal
- Liability
- Termination of Agency Agreements

**Chapter 14 – Business Forms and Arrangements**

- Sole Proprietorship
- Partnerships
- Partnership Agreement
- General Partnerships
- Limited Partnerships
- Risk and Liability in General Partnerships
- Corporations
- Shareholders, Directors and Officers
- Franchises
- Joint Ventures
- Product Licensing

**Week 9**      **Chapter 15 - Corporate Form: Organizational matters**      **S. Cunningham**

- Internal and External Stakeholders
- Pre-Incorporation Issues
- Share Structure
- Corporate Name
- Organizing the Corporation
- Financing the Corporation
- Securities Legislation

**Chapter 16 – The Corporate Form: Operational Matters**

- Corporate Liability
- Duties of Directors and Officers

- Fiduciary Duty
- Liability of Directors and Officers
- Shareholder Liability
- Oppression
- Shareholders Agreements
- Termination of the Corporation

**Week 10 Chapter 20 – The Employment Relationship**

**K. Toivonen**

- Independent Contractors vs. Employees
- Risks in Hiring
- Human Rights Requirements
- Defences to Discrimination
- Duty to Accommodate
- Offer of Employment
- Terms and conditions
- Workplace Discrimination
- Drug and Alcohol Testing
- Workplace Privacy
- The Union Context

**Chapter 21 – Terminating the Employment Relationship**

- Ending the Employment Relationship
- Dismissals for Just Cause
- Serious Misconduct
- Habitual Neglect of Duty
- Incompetence
- Conduct Incompatible
- Willful Disobedience
- Reasonable Notice
- Constructive Dismissal
- Wrongful Dismissal Suit
- Damages
- Duty to Mitigate
- Termination Settlements

**Week 11 QUIZ #2 (15%)**

**Chapter 17 – Introduction to Property Law**

**S. Cunningham**

- Tangible and Intangible Property
- Possession
- Sale of Goods
- Bailment
- Liability of Bailees and Bailors
- Types of Bailment
- Storage
- Lease
- Repairs
- Transportation
- Lodging
- Risk Management

**Chapter 19 - Real Property**

- Fixtures
- Interests in Land
- Limits on Ownership
- Restrictive Covenants
- Registration of Ownership
- Purchasing Transaction and Agreement
- Mortgages
- Remedies for Mortgage Default
- Real Estate Lease
- Risk Management

**Week 12 Chapter 10 – Introduction to Tort Law**

**K. Toivonen**

- Defining Tort Law
- Tort Law and Criminal Law
- Burden of Proof
- Liability
- Purpose of Damages
- Punitive Damages
- Aggravated Damages



## **Chapter 11 – The Tort of Negligence**

- Duty of Care
- Standard of Care
- Reasonable Care (Objective Standard Test)
- Reasonable Foreseeability
- Causation
- Remoteness
- Contributory Negligence
- Involuntary Assumption of Risk
- Negligent Misrepresentation

## **Week 13 Chapter 12 – Other Torts**

**S. Cunningham**

- Occupiers Liability
- Nuisance
- Trespass
- Torts involving customers
- Defamation of Character
- Interference with Contractual Relations
- Injurious Falsehood or Product Defamation

## **FINAL EXAM PREP and REVIEW CLASS**

**FINAL EXAM DATE AND TIME TO BE ANNOUNCED.**

### **STUDENT RESPONSIBILITIES:**

#### **Student Conduct**

As a student, it is your responsibility to read, understand and comply with Northwestern Polytechnic's academic policies, which are reviewed regularly, updated, and posted on our Northwestern Polytechnic website. If you have any questions regarding these policies, please contact Student Services.

#### **Attendance**

Regular attendance is crucial for student success. As noted in the Rights and Responsibilities, faculty members may prescribe attendance requirements for specific courses and in addition, programs may have mandatory attendance requirements.

Students receiving training allowances or other forms of financial assistance are expected to be aware of and comply with the conditions of their sponsorship, which generally require regular attendance. The Northwestern Polytechnic is obliged to provide attendance requirements directly to the sponsoring agency to ensure continued financial assistance.

Attendance is mandatory for apprentices. Unauthorized absences may result in termination of training and training allowances.

### **Academic Grievance**

If you feel the actions of an academic staff member are affecting your academic standing, you are encouraged to seek advice and follow the procedures detailed in the Student Academic Grievance Policy. All discussions regarding your concerns are bound by a code of professional ethics that demands confidentiality unless you specifically give permission in writing for the information to be shared.

Normally, you will be encouraged to approach the instructor to share your concern. If satisfaction is not achieved as a result of the discussion with the instructor, you are encouraged to carry the concern to the Chair of the Department. The Chair will normally meet with you and the instructor to facilitate a timely resolution to the issue. You may request the presence of an advocate at this stage or at any other stage in the grievance process.

If your concerns are not resolved by these informal processes, the Chair of the Department will ask you to prepare a written statement of the grievance which clearly indicates the outcome you expect, and the appropriate Academic Dean shall try to negotiate the resolution. This step normally moves your concern into the formal grievance processes. At this stage you will want to ensure that you have a complete copy of the Student Academic Grievance Policy. Students have the right to fair and equitable procedures for resolving matters affecting academic standing.

### **Copyright**

Students must obey the Canadian Copyright Act. If you require specific information about copyright, please consult the Library Digital Production Technician or the Library Reference person on duty. Northwestern Polytechnic's policy and guidelines for academic use of copyright-protected works may be found on the Library website.

### **Academic Dishonesty**

Northwestern Polytechnic expects intellectual honesty from its students. Intellectual honesty demands that the contribution of others be acknowledged. To do less is to cheat. Intellectual dishonesty undermines the quality of academic activity and accordingly, Northwestern Polytechnic has adopted appropriate penalties for student misconduct with respect to plagiarism and cheating. Penalties are levied according to the degree of the infraction. If you are unsure whether a particular course of action might constitute plagiarism, you are advised to consult with the instructor.

### **STATEMENT ON PLAGIARISM AND CHEATING:**

Cheating and plagiarism will not be tolerated and there will be penalties. For a more precise definition of plagiarism and its consequences, refer to the Student Conduct section of the Polytechnic Calendar at <https://www.nwpolytech.ca/programs/calendar/> or the Polytechnic Policy on Student Misconduct: Plagiarism and Cheating at <https://www.nwpolytech.ca/about/administration/policies/index.html>

\*\*Note: all Academic and Administrative policies are available on the same page.