

## BOOK REVIEW

*International Commercial Law for Business* by Bruno Zeller (Federation Press, Sydney, 1999) 242 pp + ix. Price \$35.00 (softcover). ISBN 1 86287 323 2.

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According to the Preface, this book is essentially a primer, directed at TAFE students and exporters/importers who need a basic knowledge of international trade law. As such, it succeeds quite well. It is also intended to be a 'first base' for university students: as such it might succeed, but it is too elementary to be anything more, and many of the existing texts at a more elevated level address the basics along the way. Whether it will add much to study at University level is therefore in some doubt.

The book is written in a simple style, with commendably short sentences, because Mr Zeller wished to cater for students with no prior knowledge of law and those whose first language is not English. This has been achieved without the book becoming either simplistic or inaccurate. A helpful list of further references is given at the end of each chapter.

A book must of course be assessed in terms of its own objectives and target markets. As Zeller points out, the law of international trade is an enormous area. It is an eclectic, often technical area, and any author is faced with the daunting task of selecting areas to receive primary reference or, indeed, any reference at all. This book focuses on trade, with little reference to investment, the other main element of international commerce. In this way, the title suggests that it has more coverage than it has. In addition, it must be understood that the focus is Australian. There is of course nothing wrong with that, but the title does not convey that constraint and it should be recognised by any potential user.

The title does however convey accurately that the book is a practical, business-oriented text. That is an instructive and useful perspective. Zeller uses two fictional business people, one in Australia and one in Indonesia, as a continuing theme through the book to illustrate the problems and possible solutions confronted in the real world—a useful device. He also provides problem questions throughout the

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chapters and at the end of each, a helpful way of reviewing the issues raised in earlier discussion. This, too, is good, and will be helpful for teachers seeking questions for tutorial discussion. It might have been even better, however, if some suggested solutions were provided to help students and, in particular, business people who are reading and working on their own.

Chapter 1 deals with the forms of business enterprise, based primarily on the Australian position. Thus, for example, it does not deal with limited liability partnerships found in some parts of the world, nor with distinctive company forms such as the 'close corporation' of South Africa. There would be an improvement, it is suggested, if the book did not imply that the Australian forms are universal and invariable, because Australian businesses will have to deal with and through overseas business enterprises as well. Otherwise, chapter 1 deals with this important issue in an understandable and not unduly simplistic manner.

Similar comments can be made in respect of agency, covered by chapter 2. Features of agency relevant to international commerce, such as the role of *del credere* agents, specific kinds of agencies such as import/export, freight forwarding and distribution, and provisions safeguarding the 'security of tenure' of some agents in the European Union might have enlivened the necessarily dry discussion of the basic principles. However, this essential topic is adequately covered, and limits do have to be imposed in a basic text of this kind.

Chapter 3 deals with the sale of goods in the Australian market place. Once more, at least some passing reference to the sale of goods elsewhere might have put this in better focus. Except where goods are imported and resold, an Australian enterprise wishing to engage in international trade is going to be interested in the incidents of sale in other countries.

The discussion in chapter 4 of the international sale of goods focuses, reasonably enough, on the Vienna Sales Convention, because Australia is a party along with more than 50 other countries. Again, however, more attention might have been given to other systems, which very frequently will govern sales agreements entered into by Australian enterprises. The UK and Japan, for example, are not yet parties to the Vienna Convention.

The treatment of transport law in chapter 5 moves from the basics of bailment to the impact of international conventions in a lucid way, paving the way suitably for more detailed treatment of carriage by sea and air in chapter 7. The treatment is comprehensive, though basic. It is a pity that there was not something more here, or elsewhere in the book, about insurance law and practice.

In a similar vein, it should be noted that the crucial and central question of how international trade transactions are financed is not covered in this book. That, I think, is an unfortunate omission even from an essentially introductory text.

Chapter 6 outlines the *Customs Act* well, and does emphasise the need to understand the customs regimes of other countries. Chapter 8, on the *Navigation Act*, is appro-

priately brief in relation to a fairly arcane and specialised area of interest for business people other than carriers.

The vital question of representatives abroad is covered well in chapter 9, although it might have been better for it to be more closely positioned to chapter 1.

The important question of international dispute resolution is covered in chapter 10, with some emphasis on Indonesia. Quite a lot of this chapter is taken up with substantial extracts from the *International Arbitration Act 1974* (Cth) and the United Nations Commission on International Trade Law's Model Law, with little commentary.

In chapter 11, the basics of intellectual property law are set out, with particular reference to Australia. Then, the author chooses China's relevant law and history to study in more detail—including its technology transfer laws. This discussion finishes the chapter and the book in a lively, interesting fashion, given China's late and rather desultory protection of intellectual property and its huge, inviting market.

In conclusion, the author has added a satisfactory elementary text to the literature. This book presents a readable, understandable review in plain English of a complex area of study that is comprehensive enough to assist its prime target readership. A future edition could usefully add some consideration of finance and, to a lesser extent, insurance.