

Texas Southern University
Thurgood Marshall School of Law

Contracts Syllabus
Spring 2023

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“You yourselves must make the exertion;
the Buddhas are only teachers.”

— The Buddha

“One of the most striking research findings is the power of active retrieval—testing—to strengthen memory, and that the more effortful the retrieval, the stronger the benefit. Think flight simulator versus PowerPoint lecture. Think quiz versus rereading. The act of retrieving learning from memory has two profound benefits. One, it tells you what you know and don’t know, and therefore where to focus further study to improve the areas where you’re weak. Two, recalling what you have learned causes your brain to reconsolidate the memory, which strengthens its connections to what you already know and makes it easier for you to recall in the future.”

— Peter C. Brown

COURSE DESCRIPTION

The course is designed to introduce students to the law governing contractual obligations. It deals with the formation, terms, performance, and breach of contracts. It also deals with the defenses to contractual obligations and the remedies available for the breach of contracts. It further covers promise-based and reliance-based alternatives to contractual liability.

COURSE OBJECTIVES

The course objectives are as follows:

- To introduce students to the law governing contractual obligations.
- To assist students in learning how to read and analyze judicial decisions. Emphasis will be placed on how to analyze facts, identify legal issues, and synthesize legal materials.
- To strengthen students' critical analysis and problem-solving skills.
- To provide students with skills necessary to research and solve contractual problems.

LEARNING OUTCOMES

At the conclusion of the course, students should be able to do the following:

- Evaluate the facts presented by a client to determine the critical legal issues to be researched.
- Understand the interaction between the common law and statutory law in regulating contracts.
- Understand the elements of a valid contract.
- Explain how to determine the terms of a contract and the scope of the obligations of the parties to a contract.
- Explain the factors that might limit or vitiate contractual obligations.
- Understand how to determine whether a party has breached its contractual obligations.
- Advise clients about the remedies and defenses available in breach of contract cases.

COURSE METHODOLOGY

The course will be taught using a modified Socratic method. The question and answer model will be

supplemented with lectures and classroom activities.

The course will be primarily taught through case analysis. Cases will be assigned for each class. Students are required to read the assigned materials and be prepared to answer questions arising from them.

I will give lectures to highlight important principles of law, provide a structure for class discussions, and summarize principles already taught.

Students will be required to participate actively in class discussions. Class participation will account for 10% of the final grade. To be eligible to receive points for class participation, you must certify that you have completed a minimum of 120 multiple choice questions before the end of classes.

My primary responsibility is to assist students in learning the materials. I will assist students in finding the answers to their questions, bearing in mind that a good lawyer is not necessarily one with an encyclopedic knowledge of the law but one who understands the fundamentals and methodology of the law and has the skills to research and find solutions to legal problems.

REQUIREMENTS

The following are expected of students in this class:

→ Class Preparation: Students must read assigned materials and attempt assigned problems.

→ Tutorial Participation: Students must attend all course tutorials and complete all tutorial assignments.

→ Active Participation: The teaching methodology for this course is based on the assumption that students learn the most when they read critically and participate actively in classroom activities. Readings are assigned for each class. From time to time, particular students may be selected to provide an overview of cases or answers to assigned problems. Class participation will be graded based on class attendance, preparation for class, contributions to class discussions, and participation in class activities.

→ Professionalism: Students must conduct themselves professionally, both in relation to the professor and to each other.

CLASS ATTENDANCE

Class attendance is mandatory. No student will be allowed into the class after the scheduled start time. Any student who fails to be present at the beginning of class will be counted as absent for that class period. Additionally, any student found to be disruptive in class will be excused from class and counted as absent for that class period.

Please note that the grade reduction rule for excessive class absences will be enforced. Furthermore,

class attendance will be considered in assessing the points for class participation.

Please read the TMSL Students Rules and Regulations Handbook carefully. Section 9 of the handbook provides, among other things:

“Class attendance is required of all students. Excessive absence from classes may result in the following: (a) administrative withdrawal from the course; or (b) grade reduction of up to two letter grades in courses required to be taken in sequence (where a student may not be withdrawn from a class).”

ACCOMMODATIONS

If you require special accommodations, please contact the Office of Student Services. Your application and documentation will remain confidential. Your prompt attention will allow the law school to accommodate you as soon as it has been made aware of your situation.

For further information, see:

<http://www.tsulaw.edu/academics/18SuAccommodationsInformationWeb.pdf>

TITLE IX INFORMATION

Texas Southern University is committed to fostering a safe learning environment. As a professor, one of my responsibilities is to help create a safe learning environment in class. I am also obligated to notify the University’s Title IX Coordinator when I become aware of incidents of prohibited conduct that violate the university’s Title IX policy. Texas Southern University policies and Federal Regulations (Title IX) prohibit discrimination based on sex, including sexual harassment, sexual violence and misconduct, dating violence, domestic violence, and stalking. Texas Southern University understands that these incidents can undermine a student’s academic success; consequently, Texas Southern University encourages students who have experienced sexual conduct prohibited by university policy to report these incidents to the University’s Title IX Coordinator for urgent attention. Students may speak with the University’s Title IX Coordinator by calling 713.313.1371 or emailing titleix@tsu.edu.

Students may also speak confidentially to the University Counseling Center. Please visit their website www.tsu.edu/ucc for more information about their services.

EXAMINATION

This course will have two examinations: a mid-term and a final examination. The two examinations are in addition to the uniform examination for Contracts. The examinations for this section of Contracts are cumulative.

All examinations for this section of Contracts will be closed book.

The examinations for this section of Contracts are designed to test knowledge of the basic principles of contract law and the ability to analyze and solve basic legal problems. Essay answers should

contain a statement of the issues, the applicable rules, an application of the rules to the issues, and a conclusion. Points will be awarded for organization, clarity of presentation, knowledge of applicable rules, and analytical ability. Appendix II to this syllabus contains tips on writing essay examinations.

CUMULATIVE COURSE GRADE

The points for the professor's portion of your final grade will be computed as follows:

Class Participation:	10%
Mid-term Examination:	30%
Fall Final Examination:	60%

CONSULTATION

I will announce office hours after the commencement of classes.

COURSE MATERIALS

→ Blum & Bushaw, *CONTRACTS: CASES, DISCUSSION, AND PROBLEMS* (5th ed. 2022).

READING ASSIGNMENTS

A tentative list of reading assignments for the fall semester is annexed to this syllabus. Please note that the list is intended as a guide and is subject to modification at the professor's discretion.

APPENDIX READING ASSIGNMENTS

DATE	TOPIC	TEXT PAGES
Jan. 9	CONDITIONS I	697-724
Jan. 11	CONDITIONS II	724-742
Jan. 13	REVIEW	
Jan. 16	MLK HOLIDAY	
Jan. 18	MISREPRESENTATION I	415-440
Jan. 20	MISREPRESENTATION II	440-454
Jan. 23	DURESS	454-475
Jan. 25	REVIEW	
Jan. 27	UNDUE INFLUENCE & UNCONSCIONABILITY	475-506
Jan. 30	ILLEGALITY & PUBLIC POLICY	509-530
Feb. 1	MINORITY AND MENTAL INCAPACITY	530-554
Feb. 3	MISUNDERSTANDING & MUTUAL MISTAKE	610-614 655-673
Feb. 6	UNILATERAL MISTAKE, MISTAKE IN EXPRESSION & REFORMATION	673-679
Feb. 8	REVIEW/WRITING EXERCISE	
Feb. 10	IMPRACTICABILITY & FRUSTRATION OF PURPOSE	679-695

Feb. 13	MATERIAL BREACH & SUBSTANTIAL PERFORMANCE	743-769
Feb. 15	PERFORMANCE & BREACH UNDER THE UCC	769-772
Feb. 17	ANTICIPATORY REPUDIATION & PROSPECTIVE NONPERFORMANCE	773-789
Feb. 20	REVIEW	
Feb. 22	THE EXPECTATION INTEREST	783-808
Feb. 24	“BENEFIT OF THE BARGAIN” DAMAGES UNDER THE UCC	808-819
Feb. 27	CERTAINTY & FORESEEABILITY OF HARM	819-840
Mar. 1	MITIGATION OF HARM	840-848
Mar. 3	REVIEW	
Mar. 6	REVIEW	
Mar. 8	REVIEW	
Mar. 10	MID-TERM EXAM	
Mar. 13-17	SPRING BREAK	
Mar. 20	NONECONOMIC & NON-COMPENSATORY & AGREED DAMAGES	849-876
Mar. 22	SPECIFIC PERFORMANCE & INJUNCTIVE RELIEF	876-895

Mar. 24	RESTITUTION AS A REMEDY	895-901
Mar. 27	THIRD-PARTY BENEFICIARIES	903-920
Mar. 29	ASSIGNMENT	920-934
Mar. 31	DELEGATION	934-938
Apr. 3	RECAP: THIRD-PARTY BENEFICIARIES	
Apr. 5	RECAP: ASSIGNMENT AND DELEGATION	
Apr. 7	GOOD FRIDAY	
Apr. 10	RECAP: REMEDIES	
Apr. 12	RECAP: CONDITIONS AND MISREPRESENTATION	
Apr. 14	REVIEW	
Apr. 17	FINAL EXAM	
Apr. 19	REVIEW OF FINAL EXAM	