

CONTRACT LAW – Part II * Spring 2018
Course Number: 505 - §4 - **Location:** Room 106 LSB
Monday/Wednesday/Friday * 4:00 - 4:50 PM

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Office Hours

Wednesdays: 5:00 pm – 7:00 pm – Dean’s Conference Room or As Posted
And by Appointment

Course Books / Material

1. Problems in Contract Law, Cases & Materials Knapp, Crystal, Prince (8th ed., © 2016) [Aspen Publishers]
2. Supplement – ‘Rule of Contract Law,’ Knapp, Crystal, and Prince, 2015-16 / Most Recent Edition [Aspen Publishers]

Supplemental information, including cases, may be either posted on Lexis/Nexis or made available in class. You are required to read ALL assigned material. READ and BRIEF each case.

Course Description

Contract Law is a year-long course, six hours. Basic principles and issues are addressed, which include but are not limited to the historical and theoretical contexts of contract law as well as the constant evolution that impacts the “lawyering” aspect of contract law. Contracts formation, interpretation, defenses, non-enforcement, third party involvement, breach, and remedies are extensively covered. Most of the first semester focuses on formation, interpretation, and implications of contracts; the spring semester covers defenses, non-enforcement, third parties, breach, and remedies. The cumulative approach is used in this class; as you expand your understanding of the subject matter, all aspects are iterated in the reviewing and testing processes to obtain proficiency and check proficiency.

Course Objectives

Obtain mastery of contracts law, including: formation, conditions, enforcement, termination, remedies, assumption of risks, and damages – as well as issues applicable to the Uniform Commercial Code including: formation, good faith, statute of frauds, firm offer, battle of the forms, interpretation of Parol Evidence, and Promissory Estoppel.

Specific Topic Coverage for CONTRACT LAW Part II

The following sources and areas of law are specifically covered in Contract Law Part II, including case law, statutory, the Restatements, Legal Commentary as well as International Commercial Law’s impact. Additionally, Enforcing Promises – Bases of Legal Obligation, Reaching Agreement: The Process of Contract Formation, The Statute of Frauds, The Meaning of Agreement: Principles of Interpretation and the Parol Evidence Rule, Supplementing the Agreement: Implied Terms, the Obligation of Good Faith, and Warranties, Avoiding Enforcement: Incapacity, Bargaining Misconduct, Unconscionability, and Public Policy, Justification for Nonperformance: Mistake, Changed Circumstances, and Contractual Modifications, Rights and Duties of Third Parties, Consequences of Nonperformance: Material Breach, Anticipatory repudiation, and Express Conditions, Expectation Damages: Principles and Limitations, Alternatives to Expectation Damages: Reliance and Restitutionary Damages,

Specific Performance, and Agreed Remedies. Supplemental information, including cases made available in class. You are required to read ALL assigned material. READ and BRIEF each case.

Participation & Attendance

You are required to attend class, read all assignments, and participate in discussions. At the beginning of each class a “recap” (of the last class) is conducted – be prepared to participate. Your grade may be reduced by ½ letter grade if you exceed the allotted absences. See *Student Rules and Regulations* for further details about grade reductions due to absenteeism. Attendance is taken at the beginning of class. If you enter class after the roll has been called, you must tell me, at the end of class, before I leave the room that you arrived late. This is your responsibility; failure to alert me will result in an absence, which may affect your final grade. **NO EXCEPTIONS!** Do not attempt to address the absence issue in the hallway or in my office – this policy is strictly enforced; in other words, do not attempt to make an excuse. The rule will not be waived. **THE SYLLABUS IS SUBJECT TO ADJUSTMENTS TO ENSURE COVERAGE.**

Grading

The following is a breakdown of the grading for CONTRACT LAW Part II §4 – Spring 2018:

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|-----------------------------|-------|-------------------------------|
| • Midterm | _____ | 10 % (Contracts I/ Fall 2017) |
| • Class Fall Final Exam | _____ | 10% (Contracts I/ Fall 2017) |
| • Quizzes: | | |
| #1 | _____ | 10% |
| #2 | _____ | 10% (Midterm) |
| #3 | _____ | 10% |
| • Final Uniform Exam | _____ | 50% - MAY 2018 |
- (Comprehensive: Fall/Spring)
(See Final Exam Schedule for Date/Time/Room)

Policies & Procedures

- Any special accommodations must be requested via the Office of Student Affairs.
- You are expected to abide by the Honor Code. (See *Student Rules and Regulations* for Further Details)
- You are expected to conduct yourself in a professional manner – civility toward classmates is mandatory; this is graduate school.
- The usage of cell phones or any other technical communication devices is **NOT** allowed in class; NO cell phones are allowed on your desks during examinations.
- Computer use is restricted to note-taking and class related purposes only. Professor Jackson reserves the right to limit computer use during class; if this occurs, you are then required to take notes the old fashioned way – pen to paper.
- Students are required and expected to prepare for all classes; preparation and commitment are critical to mastering the material.
- You must use an EXAM NUMBER when submitting assignments to be graded, unless otherwise noted. EXAM NUMBERS can be obtained in the *Office of the Registrar*, suite 214.

Notes

- **Holiday:** Dr. Martin Luther King Holiday - Monday, January 15, 2018 (No Classes)
- **Midterm Exam:** Week of March 5 - 9, 2018
- **Spring Break:** March 12 – 16, 2018 (No Classes)
- **Good Friday:** March 30, 2018 (No Classes)
- **Last Class Day:** Wednesday, April 25, 2018
- **Reading Period:** April 26 – 29, 2018
- **Final Exam:** April 30 – May 11, 2018

TBA – See Final Exam Schedule

READING ASSIGNMENTS – CONTRACT LAW Part II SPRING 2018

Note: You are to read the applicable UCC and Restatement Sections for each chapter. (See Supplement-ROCL)

Week 1

- Rules of Engagement & Expectations for the Spring Term
- Fall Final Review
- Chapter 7: Avoiding Enforcement: Incapacity, Bargaining Misconduct, Unconscionability, and Public Policy; pp. 555-700

Read ALL Cases and Supplemental Material in All Chapter Sections and Read Referenced ROCL

- A. Minority and Mental Incapacity
- B. Duress and Undue Influence
- C. Misrepresentation and Nondisclosure
- D. Unconscionability
- E. Public Policy

Week 2

- **Martin Luther King Holiday, Monday, January 15, 2018 – (No Classes)**
- Continue Chapter 7: Avoiding Enforcement: Incapacity, Bargaining Misconduct, Unconscionability, and Public Policy; pp. 555-700

Week 3

- Continue Chapter 7: Avoiding Enforcement: Incapacity, Bargaining Misconduct, Unconscionability, and Public Policy; pp. 555-700
- Chapter 8: Justification for Nonperformance: Mistake, Changed Circumstances, and Contractual Modification; pp. 701-784

Read ALL Cases and Supplemental Material in All Chapter Sections and Read Referenced ROCL

- A. Mistake
- B. Changed Circumstances: Impossibility, Impracticability, and Frustration
- C. Modification

Week 4

- Continue Chapter 8: Justification for Nonperformance: Mistake, Changed Circumstances, and Contractual Modification; pp. 701-784
- Chapter 9: Consequences of Nonperformance: Express Conditions, Material Breach, and Anticipatory Repudiation; pp. 785-850

Read ALL Cases and Supplemental Material in All Chapter Sections and Read Referenced ROCL

- A. Express Conditions
- B. Material Breach
- C. Anticipatory Repudiation

Week 5

- Continue Chapter 9: Consequences of Nonperformance: Express Conditions, Material Breach, and Anticipatory Repudiation; pp. 785-850
- Chapter 10: Expectation Damages: Principles and Limitations; pp. 851-970

Read ALL Cases and Supplemental Material in All Chapter Sections and Read Referenced ROCL

- A. Computing the Value of Plaintiff's Expectation
- B. Restrictions on the Recovery of Expectation Damages: Foreseeability, Certainty, Causation
- C. Restrictions on the Recovery of Expectation Damages: Mitigation of Damages
- D. Non-recoverable Damages: Items Commonly Excluded from P's Damages for Breach of K
- E. Buyers' and Sellers' Remedies Under the Uniform Commercial Code
- F. Justification for the Expectation Damage Rule

Week 6

- Continue Chapter 10: Expectation Damages: Principles and Limitations; pp. 851-970

Week 7

- Continue Chapter 10: Expectation Damages: Principles and Limitations; pp. 851-970

Week 8

- Continue Chapter 10: Expectation Damages: Principles and Limitations; pp. 851-970

Week 9 **MIDTERM EXAM WEEK / Contracts Midterm – Week of March 5 - 9, 2018 – TBA**

Week 10 **SPRING BREAK – Week of March 12 – 16, 2018 (No Classes)**

Week 11

- Chapter 11 – Alternatives to Expectation Damages: Reliance and Restitutionary Damages, Specific Performance, and Agreed Remedies; pp. 971-1056

Read ALL Cases and Supplemental Material in All Chapter Sections and Read Referenced ROCL

- A. Reliance Damages
- B. Restitutionary Damages
- C. Specific Performance
- D. Agreed Remedies

Week 12

- Chapter 11 – Alternatives to Expectation Damages: Reliance and Restitutionary Damages, Specific Performance, and Agreed Remedies; pp. 971-1056
- **Good Friday – Easter Holiday, Friday, March 30, 2018 – (No Classes)**

Week 13

- Chapter 11 – Alternatives to Expectation Damages: Reliance and Restitutionary Damages, Specific Performance, and Agreed Remedies; pp. 971-1056

Week 14

- Chapter 12: Rights and Duties of Third Parties; pp. 1057-1098

Read ALL Cases and Supplemental Material in All Chapter Sections and Read Referenced ROCL

- A. Rights of Third Parties as Contract Beneficiaries
- B. Assignment and Delegation of Contractual Rights and Duties

Week 15

- Continue Chapter 12: Rights and Duties of Third Parties; pp. 1057-1098

Week 16

- **LAST DAY OF CLASS for Contracts Wednesday, April 25, 2018**
- Overview & Review – Final Examination Information

This document is not a contract and is subject to change with or without notice.

REMINDER:

- * The Final Examination for Contract Law is a **COMPREHENSIVE FINAL EXAM**
- * SEE TMSL Final Exam Schedule for Date, Time, and Room Location
- * **Spring Final Exam Period: April 30 - May 11, 2018**

Tentative Dates for Quizzes - Spring 2018:

Quiz 1: Friday, February 9, 2018

Quiz 2: Friday, March 9, 2018

Quiz 3: Friday, April 20, 2018