

Contracts II

Syllabus

Spring 2022

Tuesday and Thursday, 1:30-2:45pm

Location: Room 204

Law 512-3 Section § 002

Professor Lorelei Ritchie

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TA : Sophia Allen; sophia.allen@siu.edu

Casebook: Same as Contracts I. Problems in Contract Law: Cases and Materials, by Knapp, Crystal, and Prince (9th ed. 2019), part of the Aspen Casebook Series (the “Knapp Casebook”).

Course Description: This course is a continuation of Contracts I, with a focus this semester on the material in Chapters 7 through 12 of the Knapp Casebook. This includes the concepts of Avoiding Enforcement of a contract; Justification for Nonperformance; Consequences of Nonperformance; Expectation Damages; Alternatives to Expectation Damages, and Third Party Rights and Duties.

Attendance Policy: Under the Rules of the School of Law, a first year student may not accumulate absences in a course numbering in excess of twice the credit hours for the course during the semester. The Rules provide for three options if a student accumulates absences in excess of the allowable number. The professor may recommend that: (a) the student be given the lowest possible grade; (b) the student be given a “W”; or (c) the student be allowed to continue in the course with a grade reduction.

Class sessions will often include in-class group projects, which are intended to be interesting opportunities to collaborate with “colleagues” on various contracts matters. Starting with week 1, class 2, Sophia or I will assign a group of students (likely 3 to 5 per group) to be “thought leaders” for each class. So, while I will encourage any interested student to participate in any class discussion, the assigned “thought leaders” will be “on call,” and will be asked to play a more active role in that class discussion, including discussion of the assigned cases for that day.

Recording of Classes: The professor may record classes via audio or video (including for increased availability due to COVID-19 restrictions). Classes may also be recorded for ADA compliance purposes. No recordings should be used or disseminated without the professor’s permission.

Exams & Grading: It is anticipated that there will be a midterm exam, which will be scheduled by the law school administration (likely early October). It is also anticipated that there will be a three-hour final exam at the end of the semester. It is anticipated that 10% of your grade will be based on the midterm exam, and 90% of your grade will be based on the final exam. The midterm exam will be a closed-book, multiple-choice test. The final exam will be an open-book, essay exam. The schedule and means of administration will be updated in the coming weeks. I may reserve up to 10% of your grade to be awarded for quality of in-class participation (or, on the negative side, your grade may be lowered by excessive absences or poor conduct in class).

Writing Assignments: We will have one or more required writing assignments that will be completed during class time, likely as group projects. I will also work with your Mastery Professor to coordinate writing assessments that she will administer in that class.

Emergency Procedures: The law school administration asks that you become familiar with **Emergency Preparedness @ SIU**. Emergency response information is available on posters in buildings on campus, on the Emergency Preparedness @ SIU website, and through text and email alerts. To register for alerts, visit: <http://emergency.siu.edu/>.

Disability Policy: SIU Carbondale is committed to providing an inclusive and accessible experience for all students with disabilities. Disability Support Services coordinates the implementation of accommodations. If you think you may be eligible for accommodations but have not yet obtained approval please contact DSS immediately at 618-453-5738 or disabilityservices.siu.edu. You may request accommodations at any time, but timely requests help to insure accommodations are in place when needed. Accommodations and services are determined through an interactive process with students and may involve consideration of specific course design and learning objectives in consultation with faculty. Upon completion of a Disability Accommodation Agreement with DSS, students should bring the agreements for each course to the School of Law Registrar's Office to ensure the School of Law provides the proper classroom and examination accommodations. Accommodation [request](#) and [renewal](#) forms can be found here: <https://law.siu.edu/academics/>.

Saluki Cares: The purpose of Saluki Cares is to develop, facilitate and coordinate a university-wide program of care and support for students in any type of distress—physical, emotional, financial, or personal. By working closely with faculty, staff, students and their families, SIU will continue to display a culture of care and demonstrate to our students and their families

that they are an important part of the community. For Information on Saluki Cares: (618) 453-2461, or siucares@siu.edu, <http://salukicare.siu.edu/index.html>. At the School of Law, Assistant Dean Judi Ray is also available to help students access university resources. Her email is judiray@siu.edu, and her phone number is 618- 453-3135.

COVID-19 and Public Health: We will comply with all public health and university mandates. The university -- and more specifically the law school -- will follow federal, state and county public health recommendations and mandates in all decisions relating to university operation.

Workload Expectation: The American Bar Association standards for accrediting law schools contain a formula for calculating the amount of work that constitutes one credit hour. According to ABA Standard 310(b)(1), a “credit hour” is an amount of work that reasonably approximates: (1) not less than one hour of classroom or direct faculty instruction and two hours of out-of-class student work per week for fifteen weeks, or the equivalent amount of work over a different amount of time. This is a 3-credit hour class, meaning that we will spend two 75-minute blocks of time together each week (scheduled for Tuesday and Thursday). The amount of assigned reading and out of class preparation should take you about 6 hours for the week. All told, applying the ABA standard to the number of credits offered for this class, you should plan on spending a total of 9 hours per week (3 in class and 6 preparing for class) on course-related work.

Student Learning Objectives: As noted, this course is a continuation of Contracts I, with a focus this semester on the material in Chapters 7 through 12 of the Knapp Casebook. This includes the concepts of Avoiding Enforcement of a contract; Justification for Nonperformance; Consequences of Nonperformance; Expectation Damages; Alternatives to Expectation Damages, and Third Party Rights and Duties. We will discuss each of these concepts, with an emphasis on reading and understanding the assigned readings, learning the applicable rules, and being able to articulate arguments and discussions of the rules, both via oral discussion in class and via written projects in class and on exams.

Tentative List of Reading Assignments: Each week, I will confirm the following week’s reading assignment at the end of Thursday’s class. I will also plan to post PowerPoint slides for each week on Monday evening, so that you have them available before class. In order to avoid assigning an excessive amount of reading, we will sometimes skip around a little bit.

Please complete assigned reading in advance of each class so that you are prepared to participate in, and benefit from, the discussion in class. Please also

make sure that you have access to your casebook for reference during each class session.

Tentative Class/Reading List:

Except as otherwise noted, all references are to the Knapp Casebook.

Week 1:

Tuesday, January 11: Review of Contracts I final exam and intro Contracts II (no assigned reading)

Thursday, January 13: Minority and Mental Incapacity; Knapp pp571-591 (skipping Problem 7-1)

Week 2:

Tuesday, January 18: Duress and Undue Influence; Knapp pp591-610

Thursday, January 20: Misrepresentation and Nondisclosure; Knapp pp610-634

Week 3:

Tuesday, January 25: Unconscionability, Part I; Knapp pp634-650

Thursday, January 27: Unconscionability, Part II; Knapp pp650-680

Week 4:

Tuesday, February 1: Public Policy, Knapp pp680-710

Thursday, February 3: No additional reading; more discussion public policy and in-class writing/discussion

Week 5:

Tuesday, February 8: Mistake; Knapp pp719-741

Thursday, February 10: Changed Circumstances, Knapp pp741-768

Week 6:

Tuesday, February 15: Express Conditions, Knapp pp803-827

Thursday, February 17: Material Breach, Knapp pp829-849

Week 7:

Tuesday, February 22: Anticipatory Repudiation, Knapp pp849-867

Thursday, February 24: No additional reading; Midterm review

Midterm exam, date TBA by law school admin (during week February 28-March 4)

[Spring break, March 7-11, no classes]

Week 9:

Tuesday, March 15: No additional reading; Discuss midterm and recap

Thursday, March 17: Expectation Damages: Computing, Knapp pp873-895

Week 10:

Tuesday, March 22: Expectation Damages: Restrictions, Knapp pp902-921

Thursday, March 24: Expectation Damages: Restrictions, Knapp pp921-941

Week 11:

Tuesday, March 29: Restrictions/Nonrecoverable Damages, Knapp pp948-971

Thursday, March 31: Reliance Damages, Knapp pp1001-1020

Week 12:

Tuesday, April 5: Restitution Damages, Knapp pp1020-1044

Thursday, April 7: UCC Remedies, Knapp pp973-982 (include Problems 10-2 and 10-3 which we will discuss)

Week 13:

Tuesday, April 12: Specific Performance, Knapp pp1045-1069

Thursday, April 14: Liquidated Damages, Knapp pp1069-1086

Week 14:

Tuesday, April 19: Third Party Rights and Duties, Knapp pp1093-1113

Thursday, April 21: Assignment and Delegation, Knapp pp1115-1134

Final exam, date TBA by law school admin