

Contracts II

Syllabus

Spring 2023

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

Location: Room 204

Law 512-3 Section § 002

Professor Lorelei Ritchie

Office hours: Tuesday and Thursday, 10:30-noon; or by appointment

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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 and Student Learning Objectives: 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. As additional learning objectives, in accordance with ABA and SIU guidelines, students will be able to effectively employ strategies of active listening, empathy and effective allyship during classroom discussions and group work.

Attendance Policy and Class Participation: Under the Rules of the School of Law, students 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 fun opportunities to collaborate with “colleagues” on various contracts matters.

Starting with week 1 class 2, Antonio 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, and while any and all other students may also be asked to engage in the class discussion, the assigned “thought leaders” will be officially “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. Consistent with our role in preparing students to be responsible, ethical lawyers-in-training, please treat the classroom, and everyone in it, with the respectful demeanor and discussion that you would display in a courtroom.

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 also be closed-book, although the final will be an 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 a writing assignment to comply with the writing-across-the-curriculum requirement. Although the writing assignment will not be graded, satisfactory completion of the assignment is required to be eligible to take the final exam and to complete the course. Writing assignments may be given in class, with feedback provided as part of the group discussions.

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.

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 before class. In order to avoid assigning an excessive amount of reading, we will sometimes skip around a little bit.

Except as otherwise noted, all references are to the Knapp Casebook. 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 to have access to your casebook for reference during each class session.

Week 1:

Tuesday, January 17: Review of Contracts I final exam and intro Contracts II (no assigned reading)

Thursday, January 19: Minority and Mental Incapacity; Knapp pp571-591 (skipping Problem 7-1)

Week 2:

Tuesday, January 24: Duress and Undue Influence; Knapp pp591-610

Thursday, January 26: Misrepresentation and Nondisclosure; Knapp pp610-634

Week 3:

Tuesday, January 31: Unconscionability, Part I; Knapp pp634-650

Thursday, February 2: Unconscionability, Part II; Knapp pp650-680

Week 4:

Tuesday, February 7: Public Policy, Knapp pp680-710

Thursday, February 9: No additional reading; more discussion public policy and in-class writing/discussion

Week 5:

Tuesday, February 14: Mistake; Knapp pp719-741

Thursday, February 16: Changed Circumstances, Knapp pp741-768

Week 6:

Tuesday, February 21: Express Conditions, Knapp pp803-827

Thursday, February 23: Material Breach, Knapp pp829-849

Week 7:

Tuesday, February 28: Anticipatory Repudiation, Knapp pp849-867

Thursday, March 2: No additional reading; Midterm review

Midterm exam, date TBA by law school admin (during week March 6-10)

[Spring break, March 13-17, no classes]

Week 9:

Tuesday, March 21: No additional reading; Discuss midterm and recap

Thursday, March 23: Expectation Damages: Computing, Knapp pp873-895

Week 10:

Tuesday, March 28: Expectation Damages: Restrictions, Knapp pp902-921

Thursday, March 30: Expectation Damages: Restrictions, Knapp pp921-941

Week 11:

Tuesday, April 4: Restrictions/Nonrecoverable Damages, Knapp pp948-971

Thursday, April 6: Reliance Damages, Knapp pp1001-1020

Week 12:

Tuesday, April 11: Restitution Damages, Knapp pp1020-1044

Thursday, April 13: UCC Remedies, Knapp pp973-982 (include Problems 10-2 and 10-3 which we will discuss)

Week 13:

Tuesday, April 18: Specific Performance, Knapp pp1045-1069

Thursday, April 20: Liquidated Damages, Knapp pp1069-1086

Week 14:

Tuesday, April 25: Third Party Rights and Duties, Knapp pp1093-1113

Thursday, April 27: Assignment and Delegation, Knapp pp1115-1134

Final exam, date TBA by law school admin

Additional Syllabus Attachments per SIU Policy:

EMERGENCY PROCEDURES: We ask 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 ensure 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.

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, <https://salukicare.siu.edu/>. Assistant Dean Judi Ray is available at the School of Law to help students access university resources. Please email her at judiray@siu.edu, or call 618- 453-3135.

COVID-19. SIUC's policy on face masks and social distancing is consistent with the guidance from the Centers for Disease Control and Prevention and the Illinois Department of Public Health. For up-to-date information, students, faculty, and staff should visit SIUC's COVID website (<https://siu.edu/coronavirus>), which includes the Saluki Safety Plan. People can also send email to pandemicinfor@siu.edu.

SAFETY AWARENESS FACTS AND EDUCATION Title IX makes it clear that violence and harassment based on sex and gender is a Civil Rights offense subject to the same kinds of accountability and the same kinds of

support applied to offenses against other protected categories such as race, national origin, etc. If you or someone you know has been harassed or assaulted, you can find the appropriate resources here: <http://safe.siu.edu>