

Contracts II Syllabus

Spring 2024

Law 511-3 Section § 002

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

Location: Room 108

Professor David Lourie

Office: Room 252

Office hours: Tuesdays and Thursdays, 10-11; or by appointment

Email: david.lourie@siu.edu

What is this course about?

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.

Why is this course important?

The study of contract law will add substantial value to your success in law school and your legal career. Contracts are everywhere. Each of us typically enters into several binding agreements each day – from credit card transactions to online purchases, and many others. Contracts are also a key element of some major life decisions, such as buying a home or accepting a job. In fact, all of you have probably recently entered contracts related to coming to law school – such as an apartment lease, purchase of computers, books, household supplies, and transportation.

Regardless of the area of practice, attorneys generally work with contract law and find their knowledge adds considerable value to their careers. Contract law is also heavily related to other areas of law – contracts often affect the parties' rights related to torts, property, civil procedure, and other areas of law.

In short, the effort required to succeed in this class is worth it.

How are you evaluated?

You will be evaluated using the following criteria:

- 1. Midterm Examination (15% of grade) – Closed Book, In-Person, 1-hour**

There will be a one-hour midterm exam, which will be during the week devoted to 1L mid-term exams from March 4-8 – a detailed schedule will be posted in the coming weeks. I will provide more details on the midterm examination as the semester progresses.

2. Final Examination (85% of grade) – Closed Book, In-Person, 3 hours

There will be a final, three-hour exam, during the period devoted to final exams - scheduled from April 30 to May 10. I will provide more details on the final examination as the semester progresses.

3. Class Participation (Important)

Numerous studies have demonstrated that active learning and participation are critically important for success in law school and as a lawyer. Further, I value all of you as individuals and believe it is important for the class to hear your perspectives. Therefore, I take the following approach to class participation:

- I will typically randomly “cold call” a few students in each class to discuss issues related to the course readings, lectures, and practice questions. Of course, everyone in this course is valued and is free to contribute, not just those that are called on.
- I do not call on students to demonstrate superiority or pick on people but rather to help the class learn the material and demonstrate learning in a way that will lead to more successful outcomes on law school examinations and legal practice.
- Speaking in class is an opportunity, not a burden. The types of thinking we do in class together are what is valuable for your success.
- If you are unprepared for a particular class, please advise me of that fact by noon on the day of class. By letting me know in advance that you are not prepared, I will not call on you during that class period. However, do not let this happen often or I will revoke your privilege.
- If a student is not prepared to discuss the assigned materials when called upon, the student will be marked as absent for that class and the student’s grade may be lowered.
- ***Please remember – You do not have to be perfect. You do need to be prepared and put in the effort required to succeed in law school – doing the readings, actively listening to lectures, and coming to me if you have questions or concerns. I am here to help - thanks for your hard work!***

Casebook

Same as first semester:

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

Citizenship

Citizenship has to do with attendance as well as how you treat others. I am a big fan of respect – and will do my best to show it to you. Respect builds a safe learning community, even if we disagree. Please show respect to your classmates.

Laptops

I permit the responsible use of computers in class. By this, I mean using your laptops to take notes. I expect you to listen, participate, remain engaged with the material, and avoid the distractions caused by misusing computers and electronic devices in a professional environment.

Attendance Policy

Attendance will be taken at the beginning of each class. Our class time is vitally important for you to understand the material needed to be successful in this course and in legal practice. Accordingly, you should not miss any classes. However, I understand uncontrollable circumstances may come up and will allow a maximum of two (2) absences, no questions asked. If you miss more than two classes, I will lower your course grade one half a letter grade (i.e., B+ to B) for each additional class missed.

Recording of Classes

Classes may be recorded by the instructor for ADA compliance purposes. No recordings should be used or disseminated without the professor’s permission.

Writing Assignments

We will have a writing assignment to comply with the writing-across-the-curriculum requirement and the requirement to have a Bar exam-type assessment. Satisfactory completion of this assignment is required to be eligible to take the final exam and complete the course.

Workload Expectation

You might be interested to know that the ABA standards incorporate out-of-class work in the calculation of credit hours. Under the ABA standards, **you should expect to spend 150 minutes per week in class (2.5 hours), plus (a minimum of) six hours of study a week, for a total of 8.5 hours per week."**

Plagiarism

Plagiarizing another's work, in whole or in part, is a violation of the Honor Code and can lead to serious penalties, including expulsion. An Honor Code investigation must also be reported to the Bar Examiners, even if you are cleared of any violation. The Honor Code defines plagiarism as: passing off another's ideas, words, or work as one's own, including written, oral, multimedia, or other work, either word for word or in substance, unless the student author credits the original author and identifies the original author's work with quotation marks, footnotes, or other appropriate designations in such a way as to make clear the true author of the work.

Ban on Collaboration/AI in Writing Assignment

You are not allowed to obtain help from any other person (including any other student) or from generative artificial intelligence (including, but not limited to, ChatGPT) on the writing assignment in this course. This ban on collaboration includes obtaining written materials from any other person or generative artificial intelligence and communicating with any other person about the assignment. If you violate the ban on collaboration policy, you will fail to successfully complete the assignment and will not be entitled to take the final exam in the course. You also may be found in violation of the Honor Code, which can lead to serious penalties, including expulsion. An Honor Code investigation must also be reported to the Bar Examiners, even if you are cleared of any violation. When in doubt about how to proceed, ask me.

Ban on Collaboration/AI on Exams

Both the midterm exam and the final exam for this course are closed book. You may NOT consult materials of any kind, with any person other than the proctor, nor access any other resource, including, but not limited to generative artificial intelligence. Failure to comply with this rule will result in a failing grade on the exam. You also may be found in violation of the Honor Code, which can lead to serious penalties, including expulsion. An Honor Code investigation must also be reported to the Bar Examiners, even if you are cleared of any violation.

Student Learning Objectives

At the end of this course, students will be able to:

- Understand 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.
- Analyze whether various contract law doctrines and systems provide buyers and others with appropriate access to justice when they are aggrieved.

Tentative List of Reading Assignments

Except as otherwise noted, all references are to the assigned Knapp Casebook. Each week, I will confirm the following week's reading assignment at the end of Thursday's class.

Please complete the assigned reading in advance of each class. Please bring your Knapp casebook to every class for reference during each class session.

Projected Reading Schedule (subject to change)

Week 1

Tuesday, January 16

- Warranties; Knapp pages 546-567

Thursday, January 18

Minority and Mental Incapacity; Knapp pages 571-591

Week 2

Tuesday, January 23

Duress and Undue Influence; Knapp pages 591-610

Thursday, January 25

Misrepresentation and Nondisclosure; Knapp pages 610- 634

Week 3

Tuesday, January 30

Unconscionability, Part I; Knapp pages 634-650

Thursday, February 1

Unconscionability, Part II; Knapp pages 650-680

Week 4

Tuesday, February 6

Public Policy, Knapp pages 680-710

Thursday, February 8

No assigned reading; practice problems and catch-up

Week 5

Tuesday, February 13

Mistake; Knapp pages 719-741

Thursday, February 15

Changed Circumstances, Knapp pages 741-768

Week 6

Tuesday, February 20

Express Conditions, Knapp pages 803-827

Thursday, February 22

Material Breach, Knapp pages 829-849

Week 7

Tuesday, February 27

Anticipatory Repudiation, Knapp pages 849-867

Thursday, February 29

In-Class Midterm Review, no additional reading

Week 8

NO CLASS: Midterm Week: Week of March 4-8

- There will be no 1L class sessions. Instead, there will be a one-hour, closed-book midterm exam worth 15% of your course grade, as scheduled by the law school administration. Details will be forthcoming.

Week 9

NO CLASS: SPRING BREAK – MARCH 9-17

Week 10

Tuesday, March 19

Expectation Damages: Computing, Knapp pages 873-895

Thursday, March 21

In-Class Midterm Review; no additional reading

Week 11

Tuesday, March 26

Expectation Damages: Restrictions, Knapp pages 902-921

Thursday, March 28

Expectation Damages: Restrictions, Knapp pages 921-941

Week 12

Tuesday, April 2

Restrictions/Nonrecoverable Damages, Knapp pages 948-971

Thursday, April 4

Reliance Damages, Knapp pages 1001-1020

Week 13

Tuesday, April 9

Restitution Damages, Knapp pages 1020-1044

Thursday, April 11

UCC Remedies, Knapp pages 973-982

Week 14

Tuesday, April 16

Specific Performance, Knapp pages 1045-1069

Thursday, April 18

Liquidated Damages, Knapp pages 1069-1086

Week 15

Tuesday, April 23

Third Party Rights and Duties, Knapp pages 1093-1113

Thursday, April 25

Assignment and Delegation, Knapp pages 1115-1134

Final Exam

- Specific exam time to be announced (to be scheduled by the law school). Final exams will take place from April 30 to May 10.