

CONTRACTS II

Professor Michelle Boardman
Spring 2024
Law 103 005: Wednesday, 6:05-9:00

Assignments

January 17: Parol Evidence Rule, 589-622. Re-read the introduction after reading to page 605.

January 24: Interpretation, 623-43. Read note 2 closely. We will be discussing *Soper's Estate* at some length.

January 31: Interpretation, 643-669.

February 7: Conditions, 675-76, then review *Steas v. Leonard* p86), 677-87. Possible Interpretation redux.

February 14: Conditions: Modification and more, 687-714.

February 21: Mistake, 759-98 (note longer reading) & Frustration of Purpose, 832-46.

February 28: Impossibility and Impracticability, 798-832.

March 6: Spring Break

March 13: Breach: Anticipatory Breach, 867-86 & Seeking Assurances, 907-25. (plus video on damages)

March 20: Expectation Damages, 939-55 (plus *American Standard* and worksheet), Specific Performance, 956-65,
& Punitive Damages, 988-98.

March 27: Reliance Damages, 965-78 & Restitution, 978-88.

April 3: Prior discussion continued, plus: Limits on Compensation: Certainty, Foreseeability, and the Duty to Mitigate.

April 10: Special problems in UCC Damages for Seller and Buyers. Review of compensation examples.

April 17: Excuse Doctrines in the Time of Covid & Measuring Compliance.

April 24, 6:00 p.m.: Open book/open document/open computer/closed internet: 3-hour exam

Learning Outcomes

This course is about continuing adventures in contract law. Among other skills, at the end of Contracts II, students will understand and be able to apply:

- Rules of interpretation and parol evidence, in order to determine the applied meaning of a contract.
- Mistake and the excuse doctrines, including impossibility, impracticability, and frustration of purpose.
- Conditions and warranties.
- Breach and the extensive universe of damages and compensation.

This course will continue to refine your ability to read and apply cases in a common law system. At the end of Contracts II, students will have an advanced understanding of:

- How and when to apply the common law, the Second Restatement of Contracts, and the U.C.C.
- How to read and analyze a legal opinion in the context of other sources of law.
- How to use analogical reasoning to predict, or advocate for, a legal outcome in a novel factual circumstance.