Contracts
Professor Nimmer
Syllabus Second
8/19/15

Book:
Murray, Contracts: Cases and Materials (7th edition)

Expectations:
Attendance and preparation. Students should expect to be called on each day or at least every other day. Students will be expected to prepare and turn in a limited number of written exercises.

Grades:
- Participation: 30%
- Written materials: 10%
- Final exam: 60%

Goals:
1) Learn basics of contract law
2) Learn to approach contract issues as a lawyer in terms of argument and analysis
3) Understand rudiments of transactional issues in the realm of contracts
4) Understand the underlying policy premises of contract law.

Course Assignments
Date: 8/19/15

Notes: The assignments in this syllabus are stated as “units.” Ideally, unless otherwise indicated, each unit will be covered in one day. Even if some coverage is left over from the prior day, the next unit will be covered as scheduled unless Professor Nimmer indicates otherwise.

Unit 1 will be discussed on the first day in class.

I. Basic Introduction

Unit 1: Basics

Read: Murray: pp 1-12
Consider: what is the difference between “agreement” and “contract”: consult the statute on pp. 788-89 Uniform
Commercial Code (UCC) § 1-102. Why is a statute different from a case decision?

Unit 2: A first look at remedies
Read: Murray pp. 17-21
Supple 1 (liquid)

Unit 3: Drafting
Draft and hand in a contract clause that will be enforceable that will allow Freund to collect $50,000 to cover any lost royalties if his next book is not published despite Publisher having contracted to do so, and comment on whether Publisher is likely to agree to the clause

Unit 4: What Contract Law Applies?
Read: Supple 2 (scope)

II. Creating Contract Obligations

Unit 5: Forming Contracts: Objective Theory
Read: Murray 39-44; 46-49

Unit 6: Discussion about a deal
Read: Murray 50-63

Unit 7: Indefinite promises- an analysis
Read: Supple 4 (indefinite)

Unit 8: Offer and Acceptance
Murray 64-72; 84-86; 92-98

Unit 9: Offers and Acceptances
Read: Murray 92-98; 109-112;

Unit 9: Making an offer firm
Read: Murray 118-134

Unit 10: Acceptance
Read: Murray 152-156
Supp 5 (Zeid)
Supp 6 (Specht)

Unit 11: Rolling contracts or conflicting forms
Read: Murray 172-180
Unit 12: Consideration 1:  
Read: Murray 200-206

Unit 13: Consideration 2:  
Read: Murray 212-220

III Terms and Performance

Unit 14: Mutuality  
Read: Murray 231-235; 238-242

Unit 15: Modifications  
Read: Murray 243-248; 253-260  
Supple-8 (modify)

Unit 16: Settling Claims and moral obligations  
Read: Murray 257-266

Unit 17: Statute of Frauds  
Read: Murray 307-309; 326-244

Unit 18: Electronic Contracts  
Read: Supple-8a (electronics)

Unit 19: Parole evidence  
Read: Murray 299-301; 348-361

New page numbers coming

Unit 22: Extrinsic evidence  
Read: Murray 361-370

Unit 23: Parole evidence and fraud  
Read: Murray 383-388; Supp. 8b (merger)  
Write and turn in a comprehensive merger (integration clause) and consider what evidence outside the written contract the clause does not preclude the court from considering

Unit 24: Interpretation  
Read: Murray 393-403  
Consider: What does the word “ambiguous” mean.

Unit 25: Mistake  
Read: Murray 410-424; 434-437

Unit 26: Public Policy Issues: unconscionability  
Read: Murray 461-69; Supple - 9 (unconsc)
Unit 27: Public policy – non-compete
Read: Supple 10 (non-comp); Murray 487-490

Unit 28: Conditions
Read: Murray 509-519

Unit 29: Payment conditions
Read: Murray 519-25; Supple 10a (pay)

Unit 30: Conditions 3
Read: Murray 531-542

Unit 31: Conditions: Waiver
Read: Murray 546-48; Supple 11 (waiver)

Unit 32: Material Breach
Read: Murray 549-562

Unit 33: Warranty Obligations
Read: Supple 12 (oblig)

Unit 34: Repudiation
Read: Murray 571-585

Unit 35: Impossibility:
Read: Murray 597-609

IV. Remedies

Unit 36: Remedies 1
Read: Murray 627-641

Unit 37: Remedies 2: mitigation

More to follow ……….