



Contracts (Law 402, Section 1003)
Eric Goldman
Fall 2003

1. **SESSIONS.** The course meets in Room 210 on Tuesdays and Thursdays 2:30-3:40 pm and Fridays 1:00-2:10 pm from August 26 through December 4. Classes will not be held November 27 or 28 (Thanksgiving).

2. **CASEBOOK.** The casebook is Randy E. Barnett, *Contracts Cases and Doctrine*, Third Edition (ISBN 0-7355-2634-6).

3. **GRADING.** The final grade has three components:

a. Final Exam. The final exam is scheduled for December 11 starting at 1 pm. 80% of the course grade is based on the final exam. Grades will follow the standard law school curve. I intend to style the final exam as a “take home” exam to enable you to use computers, but it may be conducted over only a few hours, like an in-class exam would be.

b. Substantive Papers. 15% of your grade will be based on the following papers. Each paper is worth 5% of your final course grade. Papers 1 and 2 should be approximately 500 words and Paper 3 should be approximately 1,000 words.

Paper #1: Review the eBay user agreement at <http://pages.ebay.com/help/community/png-user.html>. What provisions trouble you the most? Would you agree to this contract? Paper due September 19 before 12:30 pm.

Paper #2: Discuss a situation where you breached a contract. Why did you do it, and how did you feel? If you believe you have never breached a contract, instead discuss a time when you entered into a contract without reading it. Why didn't you read the contract, and how did you plan to comply with it if you didn't review its terms? Paper due October 24 before 12:30 pm.

Paper #3: Imagine you are a lawyer for the TV show *The Bachelor*. Your job is to draft the agreement between the TV show and each of the 25 bachelorettes. Enumerate some provisions you would include in the contract. What associated remedies would you want from those provisions? How effectively will those remedies accomplish your client's objectives? Would you consider including provisions that have no effective remedy? NOTE: If you are not familiar with *The Bachelor*, see <http://abc.abcnews.go.com/primetime/specials/bachelor/index.html> and consider it homework to watch the show! Paper due December 4 before 12:30 pm.

c. Additional Paper. You are required to attend one extracurricular educational program in the law school during the semester. I will occasionally call your attention to events that qualify, but any conference, educational panel or non-class lecture can qualify. The event

does not need to relate to contract law. If you would like clarification about whether an event will qualify, check with me in advance; permission will be given liberally. Please note that qualifying events will become scarce in November and December, so you may find yourself with limited options if you procrastinate. **I WILL NOT BE SYMPATHETIC IF YOU TELL ME IN DECEMBER THAT YOU CAN NO LONGER FIND A QUALIFYING EVENT.**

After you attend the event, you should write a short paper (500 words or less) discussing the event and what insights you gained from it. This paper is due to me no later than the beginning of the final exam but I encourage you to submit the paper as soon as you can after the event. 5% of your course grade is based on this paper.

d. Paper Grades and Submission. I score papers 0, 2 or 3. The only ways you can get a 0 is by writing an off-topic paper or missing the deadline. I expect almost all papers will get a 2. 3s are reserved for the rare paper that especially moves me, often because it is unusually thoughtful and insightful. I do not recommend spending extra time on a paper merely to earn a 3; in most cases that effort will not change your score.

I hope you will spend no more than 2 hours per 500 words working on these papers. If it is taking you more time, stop and turn in what you've done. I tolerate weak investment of thought and poor writing, but I do not tolerate late papers. **A HARD COPY OF YOUR PAPER MUST BE IN MY MAILBOX (IN ROOM 110) BEFORE EACH DEADLINE. THERE IS NO GRACE PERIOD—NO EXCUSES!**

4. EMAIL. You are required to join the course's TWEN email list, which I use to send administrative emails and other emails of interest. **YOU MUST SIGN UP TO THE TWEN EMAIL LIST NO LATER THAN FRIDAY, AUGUST 29 AT 5 PM OR I MAY DROP YOU FROM THE COURSE.**

5. OFFICE HOURS. I am in my office (Room 110E) all the time and I invite you to stop by at your convenience. Or, email me to arrange a scheduled time to talk. Also, I use email extensively, so I am also happy to answer questions by email.

6. LUNCH WITH ERIC. If you want some out-of-class time to socialize, I have set aside October 7, 14 and 21 for pre-class lunches with students. Up to 3 students can attend each lunch. Sign up with Carrie Kratochvil in Room 110. First come, first served.

7. ATTENDANCE. ABA and AALS rules require you to attend class. However, I do not record attendance or grade in-class participation. Therefore, you don't need to inform me if you are unable to attend class.

8. TENTATIVE SCHEDULE. (Subject to change)

Note: The materials contain many "background" readings. We will discuss many of these background materials in class but you can read them in less detail than cases and statutes.

Week Starting	Topic(s)	Reading Assignment
August 25	Introduction Contract Law Sources Public Policy and Limits of Contract	3-45 and 57
September 1	Damages	59-124
September 8	Damages (con't) Specific Performance	124-161, 179-198 and 219-224
September 15	Restitution Assent Offer	235-257 and 275-314
September 22	Offer (con't) Acceptance	314-367
September 29	Interpretation and Gap-Filling	377-438
October 6	Interpretation (con't) Parol Evidence	438-489
October 13	Statute of Frauds Assignments Consideration	490-519, 601-620 and 629-634
October 20	Consideration (con't) Intent to Be Bound Promissory Estoppel	634-648, 692-706 and 721-751
October 27	Good Faith Warranties Breach	797-840 and 863-885
November 3	Breach (con't) Defenses	885-951
November 10	Defenses (con't)	951-1026
November 17	Defenses (con't)	1027-1087
November 25, December 2 and December 4	Catch-up Ethics Wrap-Up	No reading assigned

9. CONTACT INFORMATION.

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More course-related materials, including an electronic copy of this syllabus, are available at http://eric_goldman.tripod.com.