

**WESTERN STATE UNIVERSITY**  
**College of Law**  
**Contracts II § 112A**  
**Spring 2012 Syllabus**

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**Course Objectives**

Contracts II is the continuation of the course begun as Contracts I in fall 2011. It continues to study the substantive law of Contracts, and to increase students' ability to analyze individual cases and to synthesize case materials. Contracts II will also give students an opportunity to apply substantive Contracts law to practical lawyering exercises including the reading, interpretation and drafting of contract clauses.

1. **Required Materials**

Text: Contracts Cases & Materials, Farnsworth, Young, Sanger & Cohen (7th ed. Foundation Press)

Supplement: Selections for Contracts (Foundation Press) [You **must** have a copy of the Uniform Commercial Code and the Restatement (2d) of Contracts that you can bring to class. If you have them in another form, you do not need to purchase this supplement. Both the Uniform Commercial Code and the Restatement (2d) of Contracts are available on-line.]

Warkentine Class Materials: Class materials will be available before the beginning of the spring semester classes.

You should bring the text, the supplement, and the class materials to each class.

2. **Recommended Materials** Marvin Chirelstein's Concepts and Case Analysis in the Law of Contracts is an excellent outside source. I do **not** recommend purchasing ANY hornbooks or "canned" review material/outlines for this course.

3. **Classroom Participation** Legal education is a co-operative venture. You must be prepared to participate in each class. **Please note that there is a significant difference between being unprepared and being unable to answer a particular question.** You will **not** be down graded for venturing an incorrect answer. You may, however, have your final grade increased to reflect consistent and outstanding contributions to class discussions. I reserve the right to decrease the final grade of any student who frequently "passes" or is demonstrably unprepared in class. I will send written warning notices before any negative grade adjustments are made.

4. **Seating Chart, Class Attendance** I will distribute a seating chart at the beginning of the second week of class. You must choose a seat and identify yourself on the seating chart. I strongly encourage you to choose a seat near the front of the room. Educational studies show that students who sit near the front benefit most from the classroom experience. Because I randomly select student to recite, your seat choice will not enhance or reduce the likelihood of your being chosen to recite. If you are not on the seating chart, you will be dropped from the class. You will be required to sign-in at the beginning of each day of class, starting with the first day of class. **If you arrive late or leave early, you may be marked absent for the entire class. If you miss more than four (4) classes during the entire semester, you may be dropped from the class**
  
5. **Promptness** Classes will begin promptly at the scheduled time. Please be in your seat for the start of the class. Students who arrive late disrupt the learning process for others. If you are unavoidably late, please enter as quietly as possible and try not to disrupt the class. Once class begins, please do not leave the room except for emergencies or medical reasons.
  
6. **Cell Phones and Pagers** Disable cell phones and pagers and store them before class begins.
  
7. **Food and Drink** Do not bring food into the classroom. You may have drinks in covered containers.
  
8. **Commercial Outlines** You may not recite from commercial outlines, briefs, or other commercial study aids. If you bring these materials into the classroom, they must be closed at all times.
  
9. **Computer Use** You may use a personal computer during class **for note taking only**. You may not be on the Internet, check email, shop, play games, etc. If students violate this rule, I reserve the right to prohibit computer use in class. If you use your computer for case briefing, please have the document open before we begin discussing the case so as not to waste time bringing it up.
  
10. **Reading Assignments** A tentative list of reading assignments for the course, including the estimated time to be spent on each assignment, is attached. You should be prepared to discuss at least 70% of the assigned material at the first class of each week and at least 100% of the assigned material at the second class of each week. As the course progresses, I will announce adjustments to the reading assignments as appropriate. I suggest that you do not attempt to read more than two weeks in advance. **Always review the current assignment before coming to class.**
  
11. **Examinations, Grades** Your final grade in the course will be based upon several elements: (a) Class participation (Your grade may be adjusted based on class participation, as described above); (b) A midterm examination, which is tentatively scheduled for Week 8 of the course; and (c) A final examination. The exams will be closed book, closed notes.



4/3, 4/5

**Topic 4: Third Parties**

**Week 12**      **Third Party Beneficiaries**  
4/10, 4/12

pp. 880-925

**Week 13**      **Assignments of Rights**  
4/17, 4/19

pp. 925-955

**Week 14**      **Catch Up and Review**  
4/24, 4/26