

SALES & LEASES

FALL 2013

PROFESSOR CASSANDRA JONES HAVARD

SYLLABUS AND COURSE INFORMATION

Course Subject: This three-credit course is an advanced study of the statutory contract law applicable to the sale and lease of goods. The principal bodies of law we will cover are Articles 1, 2, and 2A of the Uniform Commercial Code. Other areas addressed include the United Nations Convention on Contracts for the International Sale of Goods (the “CISG”) and the federal Magnuson-Moss Warranty Act.

Scheduled Class Meetings: Tuesdays and Thursdays 6:15 p.m. – 7:30 p.m.

Office and Contact Information: My office is Room 1113. My e-mail address is chavard@ubalt.edu, and my office telephone is 410-837-5038.

Office Hours: My regular office hours will be immediately Tuesdays 4:00 p.m. – 5:00 p.m. You are also welcome to come see me by drop-in visit or appointment.

Required Texts:

- (1) Daniel Keating, *Sales: A Systems Approach* (5th ed. 2011).
- (2) *Selected Commercial Statutes* – You may use any edition of a commercial law statutory supplement for another course, you may re-use that supplement in this course. If you do not know whether a particular supplement is acceptable, come show it to me.

You must bring the textbook and statutory supplement to every class.

Recommended Text:

- James Brook, *Sales and Leases: Examples & Explanations* (5th ed. 2009).
- * We will NOT use this book in class and you are certainly not required or expected to buy it. My decision to recommend Brook is based on past experience where students have asked if I thought any outside study aid was helpful. Rather than make multiple “informal” recommendations, I decided to recommend this *Examples & Explanations* book officially.

Final Examination: Your final grade will be based on the final examination for the course which is scheduled for **Monday December , 2013, 6:00 p.m.** I will give you more information on the format of the final exam later in the course. You will be allowed to bring your statutory supplement into the exam, along with any tabs and handwritten notations you have made in it.

“On Call” Policy: Each student in the class will be assigned to a team that will be “on call” for certain of the assigned readings. Although I expect you to be prepared for every class, those who are on call for a given subject should be extra-prepared for class discussion and to be called on for the problems and cases in the assignment.

Class Attendance, Conduct and Absence: This course will follow UB Law guidelines. These guidelines include the attendance requirements and the guidelines for classroom conduct. This course is scheduled to meet twenty-eight times during the semester. **Under the attendance policy of the law school, you will be dropped from this class and receive no credit if you are counted absent four times.** Put another way, you are permitted no more than three absences from this course. You are responsible for all material covered in a missed class, regardless of the reason for your absence.

Course Web Site and E-mail: This course, **Sales & Leases Fall 2013** has a web site through Westlaw and its TWEN service. You have access to the course web site through Westlaw by clicking on the “Access Web Courses” link on your student home page. Occasionally, I may post additional class information (supplemental reading, announcements, etc.) on the site, and I will use the site as a means to send you e-mail. **Given my use of e-mail and posted materials, you should register with the TWEN Web Course site for this class immediately.**

Syllabus May Change: One purpose of this syllabus is to give you some idea of what lies ahead in the course. **Nonetheless, I reserve the right to change any part of this syllabus during the semester, as circumstances warrant.** For that reason, it is vital that you pay attention to announcements in class and any e-mails I may send you.

TOPICS AND ASSIGNMENTS

My "On Call" Team Is: _____.

Notes Regarding All Assignments:

- (1) The Keating text is divided into chapters called "Assignments." I have put sets of these assignments into groups shown below. Although we may move ahead or fall behind from time to time, my general plan is to cover one Assignment Group for each two-hour class period. All of the reading assignments include the statutes to which you are directed by the readings and the assigned problems.
- (2) Although you are responsible for both the cases and the assigned problems, we will spend the substantial majority of our class time discussing the problems, not the cases.
- (3) You should skip all subsections in the reading dealing with real estate, as that subject will be neither covered nor tested in this course. The law school offers other courses dealing with real property. I have tried to point out the omitted passages below, but feel free to ask me about any subsections where you are unsure about whether you are responsible for the material.

Assignment Group #1

Topics: Course Introduction; UCC Basics; Scope of Articles 2 and 2A; Considerations for International Sales

Read Assignment 1 (Everyone on call): Work through and be prepared to discuss the following problems at the end of the assignment: **1.1, 1.2, 1.3, 1.4, 1.5, and 1.6.**

Read Assignment 2 (Everyone on call): Work through and be prepared to discuss the following problems at the end of the assignment: **2.1, 2.2, 2.3, 2.4, and 2.5.**

Assignment Group #2

Topics: Contract Formation for Sales, Leases, and International Sales

Read Assignment 3 (Red Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **3.1, 3.2, 3.3, 3.4, and 3.5.**

Read Assignment 4 (Green Team on call): **Omit subsection C in Assignment 4.** Work through and be prepared to discuss the following problems at the end of the assignment: **4.1 and 4.2.**

Assignment Group #3

Topics: The Statute of Frauds and Parol Evidence Rule in Sales of Goods.

Read Assignment 5 (Blue Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **5.1, 5.2, and 5.3.**

Read Assignment 6 (Yellow Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **6.1 and 6.2.**

Assignment Group #4

Topics: Formalization in Leases and International Sales; Warranties in Sales of Goods.

Read Assignment 7 (Green Team on call): **Omit subsection C in Assignment 7.** Work through and be prepared to discuss the following problems at the end of the assignment: **7.1 and 7.2.**

Read Assignment 8 (Red Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **8.1, 8.2, 8.3, 8.4, 8.5, 8.6, and 8.7.**

Assignment Group #5

Topics: Notice and Privity Issues in Warranties; the federal Magnuson-Moss Warranty Act.

Read Assignment 9 (Yellow Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **9.1 and 9.2.**

Read Assignment 10 (Blue Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **10.1.**

Assignment Group #6

Topics: Warranties in Leases and International Sales; Reducing and Eliminating Warranty Liability: Basics.

Read Assignment 11 (Red Team on call): **Omit subsection C in Assignment 11.** Work through and be prepared to discuss the following problems at the end of the assignment: **11.1 and 11.2.**

Read Assignment 12 (Green Team on call): **Omit subsection D in Assignment 12.** Work through and be prepared to discuss the following problems at the end of the assignment: **12.1, 12.2, 12.3, and 12.4.**

Assignment Group #7

Topics: Reducing and Eliminating Warranty Liability: Advanced; Commercial Impracticability

Read Assignment 13 (Yellow Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **13.1, 13.2 and 13.3.**

Read Assignment 14 (Blue Team on call): **Omit subsection D in Assignment 14.** Work through and be prepared to discuss the following problems at the end of the assignment: **14.1, 14.2, and 14.3.**

Assignment Group #8

Topics: Unconscionability; “Title” to Goods in Sales.

Read Assignment 15 (Red Team on call): **Omit subsection D in Assignment 15.** Work through and be prepared to discuss the following problems at the end of the assignment: **15.1 and 15.2.**

Read Assignment 16 (Green Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **16.1, 16.2, 16.3, and 16.4.**

Assignment Group #9

Topics: (*Note that we are skipping Assignment 17*) “Closing” a Sale of Goods; “Closing” Leases and International Sales.

Read Assignment 18 (Blue Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **18.1, 18.2, 18.4, and 18.5.**

Read Assignment 19 (Yellow Team on call): **Omit subsection C in Assignment 19.** Work through and be prepared to discuss the following problems at the end of the assignment: **19.1 and 19.2.**

Assignment Group #10

Topics: Risk of Loss in Sales of Goods; Risk of Loss in Leases and International Sales

Read Assignment 20 (Green Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **20.1, 20.3, 20.4, 20.5, and 20.6.**

Read Assignment 21 (Blue Team on call): **Omit subsection C in Assignment 21.** Work through and be prepared to discuss the following problems at the end of the assignment: **21.1 and 21.2.**

Assignment Group #11

Topics: Seller's Remedies in Sales of Goods; Lessor's Remedies and Seller's Remedies in International Sales

Read Assignment 22 (Red Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **21.1, 22.2, 21.3, 22.4 and 22.5.**

Read Assignment 23 (Yellow Team on call): **Omit subsection C in Assignment 23.** Work through and be prepared to discuss the following problems at the end of the assignment: **23.1, 23.2 and 23.3.**

Assignment Group #12

Topics: Seller's Remedies—the Lost-Volume Seller; Specific Performance and Liquidated Damages

Read Assignment 24 (Blue Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **24.1, 24.3, and 24.4.**

Read Assignment 28 (*out of book order*) (Red Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **28.1, 28.2, 28.3, and 28.4.**

Assignment Group #13

Topics: Buyer's Remedies in Sales; Lessee's Remedies and Buyer's Remedies in International Sales.

Read Assignment 25 (Green Team on call): Work through and be prepared to discuss the following problems at the end of the assignment: **25.1, 25.2, 25.3, 25.4, 25.5, 25.6, 25.7, and 25.8.**

Read Assignment 26 (Yellow Team on call): **Omit subsection C in Assignment 26.** Work through and be prepared to discuss the following problems at the end of the assignment: **26.1 and 26.2.**

Assignment Group #14

Topics: To be announced.