

**UNIVERSITY OF BALTIMORE SCHOOL OF LAW
CONTRACTS
FALL 2023**

Course: CONTRACTS
LAW 602
Section 319A

Instructor: Professor Angela Vallario
Email: avallario@ubalt.edu
Zoom ID: 969-921-4096
OFFICE HOURS: Thursday 1:00pm to 2:00pm by appointment on Canvas

Administrative Assistant: Tiffany Ralph tralph@ubalt.edu

Law Scholars: Zemini Astatkie zemini.astatkie@ubalt.edu

Rachel Vogel rachel.vogel@ubalt.edu

Class Meeting Days/Time: Tuesday/Thursday 3:00 pm to 4:15pm

Location: AL 803

Course Description:

This course will present an introduction to the formation of contractual arrangements. Among the topics covered will be mutual assent, including offer and acceptance; consideration; promissory estoppel; and the statute of frauds.

Course Materials:

Required: Seth C. Oranburg, Contract Law, Rules Cases and Problems (2023)

ISBN#978-1-5310-2077-4

Carolina Academic Press, see: <https://cap-press.com/authors/3065>

NextGen Bar Exam (NextGen):

For those taking the Maryland bar exam or after July 2026, see:

<https://nextgenbarexam.ncbex.org>.

Student Learning Outcomes:

1. Develop case briefing skills and acquire the ability to identify relevant facts, holdings, procedure and reasoning.
2. Comprehend contract law from various sources including: cases, Restatement (Second) of Contracts (RS) and the Uniform Commercial Code (UCC).
3. Identify issues of contract formation from fact patterns.
4. Apply rules of contract law to the issues of a fact pattern.
5. Analyze both sides of a fact pattern and conclude as to the prevailing party.

Grading:

There will be a Midterm and Final Exam. In addition, there will be three case-briefing assignments, and two IRAC drills which must be submitted through Canvas.

Final Examination:	70%
Midterm Examination:	15%
IRAC Drills:	10%
Case Briefing:	5%
	100%

Course Expectations:

American Bar Association Standards for Law Schools establish guidelines for the amount of work students should expect to complete for each credit earned. Students should expect approximately one hour of classroom instruction and two hours of out-of-class work per week for each credit earned in a class, or an equivalent amount of work for other academic activities, such as simulations, externships, clinical supervision, co-curricular activities, and other academic work leading to the award of credit hours. [See ABA Standard 310.](#)

Students must be prepared for class. This semester you are expected to read the assigned materials on Canvas and post case briefs of the cases assigned. In addition to the text and cases, read the assigned RS and UCC statutes which are linked on Canvas.

First-year Grading Curve:

Each faculty member teaching a section of any first-year course shall have an average grade for the section taught by that faculty member, i.e., the arithmetic **average** of all of the grades assigned to students in the section, that is no lower than **2.67 and is no higher than 3.00.**

Grades shall be distributed within the required first-year courses as follows:

between **15-25% shall be grades of A- or higher**

between **7-14% shall be grades of C- or below.**

Attendance policy:

Class attendance is a critical component of the learning process and reflects professional responsibility. Research demonstrates that students who regularly attend class are more likely to succeed. Additionally, the American Bar Association accreditation standards mandate that a law school adopt, publish, and adhere to a policy for regular class attendance for all students. In alignment with this policy, regular and punctual class attendance is a condition of receiving credit in all courses at the University of Baltimore's School of Law.

Modality:

For a student to be considered present, their attendance must be consistent with the modality of the specific class meeting. For example, if a class meeting is in-person, a student must attend in-person to be considered present. If a class meeting is virtual, a student must attend virtually to be considered present.

Student Attendance Requirements:

As detailed in the chart below, the number of absences a student may accrue is determined by the total number of times a course is scheduled to meet throughout the semester.

Number of scheduled meetings	Number of absences
Fall and spring semesters, 2 or more meetings per week	4
Fall and spring semesters, 1 meeting per week	2
Summer semester	2

A student whose accrued absences exceed the limits above will be withdrawn from the course with a grade of FA (failure due to excessive absence) unless the Associate Dean for Academic Affairs extends the limit, up to the following maximums: (1) in the fall and spring semesters, up to 4 additional absences for a course scheduled to meet 2 or more times per week; (2) in the fall and spring semesters, up to 2 additional absences for a course scheduled to meet once per week; (3) in the summer semester, up to 1 additional absence. A student whose accrued absences exceed the extended limit will be withdrawn from the course with a grade of FA.

A student who anticipates accruing excessive absences may be eligible for a Leave of Absence and should contact the Dean of Students to discuss available options.

Bases for Extensions:

The Associate Dean for Academic Affairs can extend the number of absences a student may accrue based on a student’s religious observance or extraordinary individual circumstances. Extraordinary individual circumstances include, but are not limited to, the following: bereavement (as defined in the [University of Baltimore Student Bereavement Policy](#)), significant physical or mental health incidents, and attendance at activities required for academic credit, such as clinic court appearances and moot court competitions.

Minor illnesses, doctor’s appointments, traffic, practice rounds for student competitions, personal events, and professional events (including those sponsored by the law school) are examples of circumstances that do not qualify as extraordinary individual circumstances.

A student must provide documentation for extraordinary individual circumstances upon request and must provide advance notice to the Faculty Member whenever possible.

Attendance Tracking Procedures:

To keep attendance, this class will use attendance software called **Qwickly**. Qwickly is hosted in Canvas, UB's official learning management system. With Qwickly the professor will have a choice to either take attendance manually OR to have you check-in using a pin number generated at the start of class.

To check-in for class using a pin number, you must log into the Canvas site for the course via myUB. Click "Qwickly Attendance (Law)" on the left side of the navigation bar and enter the pin. Qwickly will automatically email you if you are marked absent for the day. If you believe this email was sent in error, please contact the professor and their administrative assistant immediately.

Course Learning Management System (LMS):

This course uses CANVAS with links to this syllabus, announcements, the class assignments, and other class materials. You are responsible for self-enrolling and checking the website regularly for course information. The Canvas LMS for Contracts will open on August 14, 2023 and is located at: <https://ubalt.instructure.com/courses/3119>.

Zoom and Panopto:

Under ABA Guidelines, up to one-third of this course may be conducted via distance learning (e.g., through recorded lectures located on Panopto, over Zoom, etc.). All class meetings are scheduled to be in-person, but the Professor reserves the right to hold class on Zoom on an as-needed basis. **The ZOOM ID is 969-921-4096.**

UB Law Recording Statement:

Efforts will be made to record Class Lectures, which will then be posted to Canvas. Any class recordings, audio or video, are for the sole use of that specific class instruction and study and may not be used or reproduced by students for any other purpose. Similarly, students may not capture video, audio, images or chat text from a class without permission from the professor for use specific to that class instruction and study, and such images may not be used or reproduced by students for any other purpose. Violating these directions is an honor code violation.

UB University Recording Statement:

All class recordings are for the sole use of the class and may not be reproduced by students for any other purpose. Faculty cannot reproduce students' voices or images from the class for any other purpose without additional student consent. All such recordings are protected by a UB login process based on where they are posted. Students may mute their microphone or turn off their camera if they do not consent to be recorded, but this may mean they need to find additional ways to participate in the class discussion. Students may be required to turn on their cameras and participate in graded class activities. In addition, students who turn off their camera and do not remain present for the class session may be subject to the Honor Code for misrepresenting attendance.

Class Cancellation:

If the professor must cancel a class, notices will be sent to students via UB email and on the Announcements through Canvas. Any cancelled classes will be made up.

Academic Integrity:

Students are obligated to refrain from acts that they know or, under the circumstances, have reason to know will impair the academic integrity of the University and/or the School of Law. Violations of academic integrity include, but are not limited to: cheating; plagiarism; misuse of library materials; use of another's book or study materials without consent; unapproved multiple submissions; material misrepresentation of one's academic history or standing; misrepresentation of any academic matter; intentionally giving another student false or inaccurate information about class requirements; inappropriate discussion of exams; and misrepresenting or falsifying class attendance reports.

The School of Law Honor Code and information about the process is available at https://law.ubalt.edu/academics/policiesandprocedures/honor_code/index.cfm.

Course Evaluations:

It is a requirement of this course that students complete a course evaluation. The evaluation will be available later in the semester and is entirely anonymous. Faculty members will not have access to the feedback provided on course evaluations until after all grades are submitted.

Title IX Sexual Misconduct and Nondiscrimination Policy:

The University of Baltimore's Sexual Misconduct and Nondiscrimination policy is compliant with Federal laws prohibiting discrimination. Title IX requires that faculty, student employees and staff members report to the university any known, learned or rumored incidents of sex discrimination, including sexual harassment, sexual misconduct, stalking on the basis of sex, dating/intimate partner violence or sexual exploitation and/or related experiences or incidents. Policies and procedures related to Title IX and UB's nondiscrimination policies can be found at: <http://www.ubalt.edu/titleix>.

Disability Policy:

The law school works hard to ensure compliance with the Americans with Disabilities Act (ADA). For detailed information on reasonable accommodations, please [see the student handbook](#).

If you are a student with a documented disability who requires an accommodation for academic programs, exams, or access to the University's facilities, please contact Erin Brady, the Law School's Director of Student Support, at ebrady@ubalt.edu or the University's Office of Disability and Access Services at das@ubalt.edu. *Note that classroom accommodation requests should be submitted 2 weeks before the start of the semester (by August 7, 2023). Exam accommodation requests should be submitted no later than 2 weeks after the start of the semester (by September 5, 2023).*

General student issues/Mental Health:

For general student issues, students should contact Dean Paul Manrique (pmanrique@ubalt.edu; 410-837-5283). For mental health concerns, students can contact Dean Manrique or Tony DuLaney, the University's Clinical Case Manager (tdulaney@ubalt.edu; 410.837.5159). Dean Manrique's office is located in the AL 7th floor Dean's Suite and he welcomes students to walk in. Both Dean Manrique and Mr. Dulaney are also able to schedule phone and zoom appointments.

Academic Support:

For questions about academic challenges including preparing for and participating in your classes, reviewing and outlining for exams, and studying for and taking exams, students can contact Prof. Marta Baffy (mbaffy@ubalt.edu; 410-837-6370.). Prof. Baffy's office is located on the 5th floor in Room AL 513.

Class	Textbook and Cases	RS, UCC and Handouts
Class 1 Tues. 8/22	Introduction 3-23 <u>Colorado Carpet Installation v. Palermo</u>	Case Briefing Memo Chong on Legal Analysis Legal Analysis and IRAC RS 1, RS 18 UCC 1-201(12), UCC 2-102, UCC 2-103, UCC 2-105 UCC 2-106
Module I	CONTRACT FOUNDATIONS	
Class 2 Thurs. 8/24	Chapter 1: 25-39 <u>Davis v. Jacoby</u> <u>Steinberg v. Chicago Medical School</u> <u>Pappas v. Bever</u>	RS 1, RS 2, RS 3 Case Briefs
Class 3 Tues. 8/29	Chapter 2: 43-62 <u>Webster St. Partnership v. Sheridan</u> <u>Estate of McGovern v. Commonwealth</u>	RS 12, RS 13, RS 14, RS 15, RS 16
Module II.A	COMMON LAW MUTUAL ASSENT	
Class 4 Thurs. 8/31	Chapter 3: 65-83 <u>Lucy v. Zehmer</u> <u>Raffles v. Wichelhaus</u> <u>Bailey v. West</u>	RS 17, RS 18, RS 19, RS 20, RS 23 Case Briefs
	OFFER	
Class 5 Tues. 9/5	Chapter 4: 87-110 <u>Loneran v. Scolnick</u> <u>Lefkowitz v. Great Minneapolis Surplus</u> <u>Leonard v. Pepsico, Inc.</u>	RS 24, RS 26, RS 29, RS 30, RS 32, RS 33
Class 6 Thurs. 9/7	Chapter 4: 111-114 <u>Academy Chicago Publishers v. Cheever</u> <u>Varney v. Ditmars</u> <u>Martin Delicatessen v. Schumacher</u>	RS 18, RS 24, RS 27, RS 33 Case Briefs
	TERMINATION OF OFFER	
Class 7 Tues. 9/12	Chapter 5: 117-122; 129-136 <u>Akers v. J.B. Sedberry</u> <u>Yaros v. Trustee of Univ. of PA</u> <u>Dickinson v. Dodds</u> <u>Peterson v. Pattenburg</u>	RS 35, RS 36, RS 38, RS 39, RS 41, RS 46

Class	Textbook and Cases	RS, UCC and Handouts
Class 8 Thurs. 9/14	Chapter 5: 122-128 <u>Smaligo v. Fireman's Fund</u> <u>Humble Oil v. Westside Investment</u> <u>Drennan v. Star Paving Co.</u>	RS 25, RS 37, RS 40, RS 41, RS 42, RS 43, RS45, RS 46, RS 48, RS 49, RS 90
	ACCEPTANCE	
Class 9 Tues. 9/19	Chapter 6: 139-143; 145-153 <u>SDT v. Providence & Worcester RR</u> <u>Minneapolis & St. Louis RR</u> <u>Adams v. Lindsell</u>	RS 50, RS 59, RS 60, RS 61 RS 63, RS 70 IRAC Drill
Class 10 Thurs. 9/21	<u>LaSalle Nat'l Bank v. Vega</u> <u>Hendrix v. Behee</u>	RS 50, RS 52, RS 56
Class 11 Tues. 9/26	<u>Carlill v. Carbolic Smoke Ball</u> <u>Ever-Tite Roofing v. Green</u> <u>Ammons v. Wilson</u>	RS 45, RS 51, RS 53, RS 54, RS 62, RS 69
Class 12 Thurs. 9/28	IN-CLASS MIDTERM EXAMINATION	
Module II.B	UCC MUTUAL ASSENT	
Class 13 Tues. 10/3	<u>Corinthian Pharmaceutical v. Lederle</u>	UCC 2-204; UCC 2-206
Class 14 Thurs. 10/5	Chapter 5: 123 <u>Mid-South Packers v. Shoney's</u>	UCC 2-104 UCC 2-205
Class 15 Tues. 10/10	<u>Oglebay Norton v. Armco</u>	UCC 2-204, UCC 2-305, UCC 2- 306, UCC 2-307, UCC 2-308, UCC 2-309, UCC 2-310
Class 16 Thurs. 10/12	Chapter 6: 143-145; 155-157 <u>Flender Corp. V. Tippins International Inc.</u> <u>DTE Energy Technologies v. Briggs</u> <u>Textile Unlimited v. BMH & Co</u>	UCC 2-207
Class 17 Tues. 10/17	<u>Standard Bent Glass v. Glassrobots</u> <u>Idaho Power v. Westinghouse</u>	UCC 2-207

Class	Textbook and Cases	RS, UCC and Handouts
Module III	CONSIDERATION AND ALTERNATIVES	
	CONSIDERATION	
Class 18 Thurs. 10/19	Chapter 7: Consideration 159-168; 173-181 <u>Hammer v. Sidway</u> <u>Kirskey v. Kirksey</u> <u>Pennsy Supply, Inc. V. American Ash Recycling</u>	Rs, 1, RS 71
Class 19 Tues. 10/24	Chapter 7: Past Consideration 168-169 <u>Alaska Packers v. Domenico</u> <u>Levin v. Blumenthal</u> <u>Angel v. Murray</u>	RS 73, RS 89 UCC 2-103, UCC 2-209
Class 20 Thurs. 10/26	Chapter 7: Illusory Promises 169-172 <u>Rehm-Zeiher v. Walker</u> <u>Wood v. Lucy, Lady Duff-Gordon</u>	RS 77, RS 79 UCC 2-306
Class 21 Tues. 10/31	Chapter 7: Waiver of Claims and Nominal 171-172 <u>In Re Green</u> <u>Fiege v. Boehm</u>	RS 71, RS 73, RS 74
	PROMISSORY ESTOPPEL	
Class 22 Thurs. 11/2	Chapter 8: 183-199 <u>Rickets v. Scothorn</u> <u>Blinn v. Beatrice Community Hospital</u> <u>Conrad v. Fields</u>	RS 90
Class 23 Tues. 11/7	Chapter 8: 199-213 <u>Feinberg v. Pfeiffer</u> <u>Otten v. Otten</u> <u>Maryland National Bank v. United Jewish Appeal</u>	RS 90
	PROMISSORY RESTITUION	
Class 24 Thurs. 11/9	Chapter 9: 215-233; 237-242 <u>Mills v. Wyman</u> <u>Webb v. McGowin</u>	RS 86 IRAC Drill

Class	Textbook and Cases	RS, UCC and Handouts
Module IV	DEFENSES	
	STATUTE OF FRAUDS	
Class 25 Tues. 11/14	Chapter 10: 261-277; 285-304; 315-321 <u>McIntosh v. Murphy</u> <u>Stearns v. Emery -Waterhouse Co</u> <u>Sterling v. Taylor</u> <u>Crabtree v. Elizabeth Arden</u>	RS 110, RS 130, RS 131, RS 132, RS 133, RS 143, RS 135
Class 26 Thurs. 11/16	Chapter 10: 277-284; 322-325 <u>Barwick v. Government Employee Ins.</u> <u>Sullivan v. Porter</u>	RS 129, RS 139
Class 27 Tues. 11/21	Chapter 10: 279-283; 304-315 <u>Howard Construction Co. v. Jeff-Cole Quarries</u>	UCC 2-201
Class 28 Tues. 11/28	Review	