



# Professor Robert Farley

## BLAW 220 – Business Law – Law of Contracts - Class Syllabus

### Class One: INTRODUCTION – COURSE OVERVIEW

Slide Set 01 Video 01

### Class Two: AN INTRODUCTION TO THE LAW

#### Part One: What is the Law?

Slide Set 02A Video 02A

- Definitions / Types of Laws / Priority of Laws

#### Part Two: What is a Right?

Slide Set 02B Video 02B

- Definitions / Natural Law / The Declaration

#### Part Three: Constitutions

Slide Set 02C Video 02C

- Federal and State  
- Government Structure / Rights / Stories of Creation

#### Case Study: Marbury v. Madison

Case 02/Brief 02 Video 02D

- The Start of Judicial Review

### Class Three: CREATION / ENFORCEMENT OF LAWS

#### Part One: The Executive Branch

Slide Set 03A Video 03A

- Federal and State / Powers / Regs / Exec Orders

#### Part Two: The Judicial Branch

Slide Set 03B Video 03B

- Federal and State / Powers / Cases

#### Part Three: The Legislative Branch

Slide Set 03C Video 03C

- Federal and State / Powers / Statutes

#### Class Exercise: How a Bill Becomes a Law

Exercise 03 Video 03D

### Class Four: THE MEANING OF CONTRACTS

#### Part One: Rights in Contracts

Slide Set 04A Video 04A

- The Founders View of Contracts  
- The Contracts in the Common Law  
- Definitions / Elements of a Contract  
- Nature and Classes of Contracts

#### Part Two: Contract Formation - Offers

Slide Set 04B Video 04B

- Definition  
- Requirements of an Offer  
- Termination of an Offer

#### Part Three: Contract Formation - Acceptance

Slide Set 04C Video 04C

- Definition  
- Requirements of an Acceptance  
- Form, Nature and Effect of Acceptance

#### Case Study: Kolchins v. Evolution Market

Case 04/Brief 04 Video 04D

- Recognition of Contractual Elements

### Class Five: CONTRACTUAL CAPACITY AND ASSENT

#### Part One: Contractual Capacity

Slide Set 05A Video 05A

- Definition  
- Minors / Incompetents / Intoxication

#### Part Two: Mistake

Slide Set 05A Video 05A

- Unilateral Mistake  
- Mutual Mistake  
- Mistake in Transcription or Printing

#### Part Three: Deception or Pressure

Slide Set 05C Video 05C

- Intentional Misrepresentation / Fraud  
- Negligent Misrepresentation  
- Non Disclosure  
- Undue Influence  
- Duress

#### Case Study: Gerstein v. Broad Hollow Co

Case 05/Brief 05 Video 05D

- Free Will to Contract is Required

### Class Six: CONSIDERATION AND LEGALITY

#### Part One: Consideration

Slide Set 06A Video 06A

- Definition  
- General Principles  
- Special Situations  
- Exceptions

#### Part Two: Legality

Slide Set 06B Video 06B

- Definition  
- General Principles  
- Partial Illegality

#### Part Three: Public Policy

Slide Set 06C Video 06C

- Definition  
- Agreements Affecting Public Welfare  
- Public Policy Violations

#### Case Study: Allegheny College v. National Bank

Case 06/Brief 06 Video 06D

- Consideration as a Condition of Contract

### Class Seven: CONTRACT RULES & INTERPRETATION

#### Part One: Statute of Frauds

Slide Set 07A Video 07A

- Definition  
- Oral and Written Contracts  
- Effects of Noncompliance

#### Part Two: Parole Evidence Rule

Slide Set 07B Video 07B

- Definition  
- Exclusion  
- Non Application

#### Part Three: Rules of Construction

Slide Set 07C Video 07C

- Definitions  
- Intent of the Parties  
- Four Corners of the Contract  
- Terms: Contrary / Ambiguous / Implied  
- Conduct / Custom / Hardship

#### Case Study: Bethlehem Steel v. Turner Construction

Case 07/Brief 07 Video 07D

- Contracts are Considered from their Four Corners

\*\*\* MIDTERM EXAM \*\*\*

### Class Eight: THIRD PARTIES AND ASSIGNMENTS

#### Part One: Third Party Beneficiaries

Slide Set 08A Video 08A

- Definition  
- Modification / Termination  
- Limitations  
- Incidental Beneficiaries

#### Part Two: Assignments

Slide Set 08B Video 08B

- Definitions  
- Form and Notice  
- Rights and Liabilities  
- Warrantees and Duties

#### Case Study: Fourth Ocean v. Interstate

Case 08/Brief 08 Video 08D

- The Rights of 3<sup>rd</sup> Party Beneficiaries in Contract

### Class Nine: CONTRACTUAL BREACH AND REMEDIES

#### Part One: Breach and Fulfillment of Contracts

Slide Set 09A Video 09A

- Definitions  
- Anticipatory Breach  
- Waiver and Cure of Breach

#### Part Two: Remedies

Slide Set 09B Video 09B

- Definitions  
- Monetary Damages  
- Non Monetary Damages  
- Consequential Damages

#### Part Three: Contractual Provisions on Remedies

Slide Set 09C Video 09C

- Limitation on Remedies / Liability  
- Liquidated Damages  
- Attorneys Fees

#### Case Study: Newburger v. Lubell

Case 09/Brief 09 Video 09D

- Necessity to Perform Contract to Avoid Breach

### Class Ten: THE CRIMINAL LAW

#### Part One: Structure and Purpose of Criminal Law

Slide Set 10A Video 10A

- Substantive and Procedural Criminal Law  
- Purpose of Criminal Law  
- Criminal Law and Civil Torts

#### Part Two: Theories of Criminal Punishment

Slide Set 10B Video 10B

- Theories of Criminal Punishment / Sentencing  
- Enforcement  
- Classification of Crimes

#### Part Three: The Common Law Felonies

Slide Set 10C Video 10C

- Current Day Criminal Statutes  
- Crimes at Common Law - Felonies

#### Case Study: Regina v. Dudley and Stephens

Case 10/Brief 10 Video 10D

- Necessity and Mens Rea

### Class Eleven: TORTS

#### Part One: General Principles

Slide Set 11A Video 11A

- Definitions  
- Torts vs. Crimes  
- Types of Torts

#### Part Two: Intentional Torts vs. Unintentional Torts

Slide Set 11B Video 11B

- Definitions  
- Intentional Torts  
- Unintentional Torts and Negligence

#### Part Three: Liability and Foreseeability

Slide Set 11C Video 11C

- Definitions  
- Liability  
- Foreseeability  
- Strict Liability

#### Case Study: MacPherson v. Buick Motor Company

Case 11/Brief 11 Video 11D

- The Elements of Foreseeability

### Class Twelve: PAYMENT SYSTEMS – INTRODUCTION

#### Part One: Negotiable Instruments – Types/Parties

Slide Set 12A Video 12A

- Definitions  
- Types of Negotiable Instruments  
- Parties to Negotiable Instruments

#### Part Two: Negotiability

Slide Set 12B Video 12B

- Definitions  
- Requirements of Negotiability, Factors & Language  
- Statute of Limitations Issues

#### Part Three: Transfer/Problems/Warrantees

Slide Set 12C Video 12C

- Definitions  
- Effect of Transfer / Process of Negotiation  
- Forgery / Unauthorized Documents / Impositors  
- Lost Instruments / Warrantees / Other Parties

#### Case Study: Manhattan Savings v. NY Natl Exchange

Case 12/Brief 12 Video 12D

- The Elements of Commercial Paper

### Class Thirteen: PAYMENT SYSTEMS – SECTION TWO

#### Part One: Parties to Negotiable Instruments

Slide Set 13A Video 13A

- Definitions  
- Holders in Due Course  
- Rights / Duties / Liabilities

#### Part Two: Defenses to Payment

Slide Set 13B Video 13B

- Defenses  
- Liability Issues

#### Part Three: Checks and Fund Transfers

Slide Set 13C Video 13C

- Definitions  
- Checks  
- Fund Transfers

#### Case Study: Sabine v. Paine

Case 13/Brief 13 Video 13D

- The Value of Holders in Due Course

### Class Fourteen: FINAL EXAMINATION REVIEW

#### Part One: Final Exam Review Session

Slide Set 14A Video 14A

\*\*\* FINAL EXAM \*\*\*