CONTRACTS LAW (CNGL)

CNGL 0104. Contracts. (4 to 5 Credits)
Studies the fundamental principles governing the formation and
operation of contracts, the rights and liabilities of third parties, discharge
of contracts by virtue of impossibility of performance, the Statute of
Frauds, the parol evidence rule, and other defenses. The provisions of
the Uniform Commercial Code relating to contracts are also considered.
Four-credit courses that meet for 150 minutes per week require three
additional hours of class preparation per week on the part of the student
in lieu of an additional hour of formal instruction.
Attribute: JD.

CNGL 0204. Business Contracts. (4 Credits)
This seminar will survey how contracts can be designed to solve or avoid
problems in a variety of business contexts. For example, we may read
about joint ventures in technological innovation, merger agreements,
licensing agreements, shareholder agreements, bonds, franchise
agreements, and high-level management employment contracts, among
other topics. The reading assignments will be primarily scholarly articles,
as well as some actual contracts. Practicing attorneys may speak about
their experience negotiating or litigating particular kinds of contracts.
Each student will present the material for one selected week, as well
as her brief reaction to it, and submit a research paper at the end of the
course.
Attributes: BFE, LAWB, LAWF, LAWI, LLM, LWR.

CNGL 0206. Negotiation and Drafting: The Uniform Commercial Code and
Business Contracts. (3 Credits)
This course is designed to improve the skill of the students in negotiation
and drafting of business contracts and agreements. At the same time,
they will learn the business practice and the applicable laws, in particular
the Uniform Commercial Code. There will be a simulation in class for
each kind of contract and agreement to be discussed. In discussing a
particular business contract or agreement, the class is divided into two
groups. One group represents one party to a transaction and the other
group represents the other party. The two groups negotiate the terms
of the transaction and drafting of the contract or the agreement. For
instance, in negotiating a financing agreement, one group represents the
lender and the other group represents the borrower. The terms proposed
and counter-proposed must comply with the laws and regulations.
Various scenarios will be presented, and the agreement will dictate the
outcome of a dispute between the parties. Students will improve their
negotiation and drafting skills through the simulations, and learn to
anticipate and provide for possible problems.
Attributes: BFS, JD.

CNGL 0216. Introduction to United States Contract Law. (2 to 4 Credits)
This course will cover most of the basic material presented in the
regular first-year course in contract law, taking special account of the
development of contract law in common law jurisdictions in comparison
with other legal traditions. The class will use a standard US casebook,
because another goal of the class will be to familiarize students with the
way in which contracts doctrine has evolved in the US legal system, the
policy consideration underlying these doctrines, and methods of legal
reasoning employed by American lawyers in framing their arguments.
Particular attention will be paid to the interaction between statutory and
case law rules in contemporary practice. There will be an in-class, open-
book examination.
Attributes: LAWB, LAWI, LAWT, LLM, LMCO.