

Western State College of Law

Sales – Spring 2020

Professor Lori A. Roberts

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- *Before the first day of class, you must enroll in the Lexis Course Web Page titled “Sales – Spring 2020 – Roberts.” I will use this web page to post material and to make class announcements throughout the semester. You are responsible for all material and announcements posted on this web page.*
- *My office hours are Tuesday and Wednesdays from 9am – 11am. You may schedule an appointment with the faculty secretary in the second floor faculty suite. I am also available to meet immediately before class on Thursdays; email me directly at loroberts@wsulaw.edu to schedule an appointment to meet with me then. You may also drop-in to my office at any time, during my office hours or not, if I am on campus and available.*

COURSE OBJECTIVES

This course is devoted to the sale of goods under Article 2 of the Uniform Commercial Code. Major topics include the scope of Article 2, formation and modification of contracts for the sale of goods, terms, warranties, performance, and remedies in the event of breach. The UCC’s provisions on sales alter some of the basic rules of common law contracts, and thus this course also provides an opportunity to refresh your knowledge of basic common law contract doctrine.

You will have an opportunity to learn, practice, and be assessed in each of the following learning outcomes:

- 1) Doctrinal Knowledge
- 2) Legal Analysis;
- 3) Communication;
- 4) Other Practical skills.

TEXTS

- Edith R. Warkentine, Sales: A Context and Practice Casebook (“Warkentine”), Second Edition
- William D. Warren and Steve D. Walt, Commercial Law: Selected Statutes (Foundation Press) [any compilation of the Code dated after 2010 will work so long as it is a complete version of Articles 1 and 2, including official comments]

GRADING

80% - Final Written Exam

20% - Participation (including good faith participation in all in-class group activities, and good faith completion of all Ungraded Assignments)

UNGRADED ASSIGNMENTS

You must complete several Ungraded Assignments, some of which will be completed independently outside of class, and some of which will be completed with a partner (or small group) during class time.

- The Ungraded Assignments that must be completed independently outside of class are designated on the Syllabus, and must be completed in good faith and *a hard copy* must be turned in during the class period in which it due. If you are absent for the class in which an Ungraded Assignment is due, you must submit the completed assignment to me in advance of the start of that class in order to receive credit (you may email the completed assignment to me, or submit a hard copy to my faculty mail box.)
- The Ungraded Assignments that are designated on the Syllabus to be completed in class must be submitted to me by the end of the class period, either by email or hard copy. If you are absent for a class when an Ungraded Assignment is completed in class, you may contact me to request a copy of the Ungraded Assignment and you must complete it on your own and submit to me prior to the start of the next class period in order to receive credit.

ATTENDANCE REQUIREMENT

You should attend every class. WSCL written policy for students whose class regularly meets twice per week, is that upon your fifth absence, you will fail this course and receive a grade of 0.0 (on the 4.0 scale). *See* Student Handbook, § 5.13. For students whose class meets once per week, if you are absent for an entire, or substantially all, of a three hour class period, you will have accumulated two official absences. If, however, you are absent for only half of a three hour class period or a significant portion thereof, you will accumulate just one absence.

OUT OF CLASS PREPARATION

You should expect to spend about 6 hours per week for out-of-class preparation. The expected out-of-class preparation time is not evenly distributed across every week of the semester; periods of more intense preparation are compensated for by less time required at other parts of the semester. Students should review the syllabus and plan accordingly, noting weeks with longer reading assignments and the due dates for the Ungraded Assignments.

DISABILITY SERVICES STATEMENT:

Western State College of Law provides accommodations to qualified students with disabilities. The **Disabilities** Services Office assists qualified students with disabilities in acquiring reasonable and appropriate accommodations and in supporting equal access to services, programs, and activities at Western State College of Law.

To seek reasonable accommodations, a student must contact Senior Assistant Dean Donna Espinoza, Student Services Director and Disabilities Services Coordinator, whose office is in the Students Services Suite 119. Dean Espinoza's phone number and email address are: (714) 459-1117; despinoza@wsulaw.edu. When seeking accommodations, a student should notify Dean Espinoza of her or his specific limitations and, if known, her or his specific requested accommodations. Students who seek accommodations will be asked to supply medical documentation of the need for accommodation. Classroom accommodations are not retroactive, but are effective only upon the student sharing approved accommodations with the instructor or professor. Therefore, students are encouraged to request accommodations as early as feasible with Dean Espinoza to allow for time to gather necessary documentation. If you have a concern or complaint in this regard, please notify Dean Espinoza; or please notify Dean Allen Easley at aeasley@wsulaw.edu or (714) 459-1168. Complaints will be handled in accordance with the College of Law's "Policy against Discrimination and Harassment."

SYLLABUS & READING ASSIGNMENTS:

January 23

- Introduction to Course, UCC and Statutory Analysis

Read: Warkentine pgs. 3-38

January 30

- Contract Formation

Read: Warkentine pgs. 39-71

February 6

- Contract Defenses

Read: Warkentine pgs.73-88

Ungraded Assignment Due: Ex. 4-11 & 4-12

February 13

- Contract Terms

Read: Warkentine pgs.89-142

February 20

- Contract Terms, cont.

Read: Warkentine pgs.145-169

Ungraded Assignment Due: Ex. 7-2

February 27

- Contract Terms, cont.

Read: Warkentine pgs.171-182

Ungraded Assignment Due: 8-2

March 5

- In-Class Ungraded Assignment

March 12

- Contract Performance

Read: Warkentine pgs. 183-200

March 19

- *no class - spring break*

March 26

- Excuses for Non-Performance; Breach of Contract

Read: Warkentine pgs. 201-227

April 2

- Excuses for Non-Performance; Breach of Contract, cont.
- In-Class Ungraded Assignment

April 9

- Remedies

Read: Warkentine pgs.229-252

April 16

- Remedies

Ungraded Assignment Due: 12-2 & 12-11

April 23

- Advanced Issues

Read: Warkentine pgs. 253-278

April 30

- Semester Review
- In-Class Ungraded Assignment

Western State College of Law – Programmatic Learning Outcomes

Western State College of Law’s curriculum is designed so that every student achieves a level of competency prior to graduation in each of the eight Programmatic Learning Outcomes listed below:

(1) **Doctrinal Knowledge**

Students will demonstrate knowledge of substantive and procedural law in the core curriculum subjects, including Contracts, Criminal Law, Criminal Procedure, Torts, Real Property, Business Association, Evidence, Civil Procedures, Constitutional Law, Estates, Community Property, Remedies, and Professional Responsibility.

(2) **Practice Skills**

Students will demonstrate the development of other law practice skills. Each student’s chosen outcomes within this category will be varied based on the student’s particular interests, coursework and work experiences. They may include, but are not limited to, the following topics: oral presentation and advocacy; interviewing; counseling; client service and business development; negotiations, mediation, arbitration, or other alternate dispute resolution methods; advanced legal research and writing (excluding purely academic papers and the first four units earned in introductory first-year legal research and writing class); applied legal writing such as drafting contracts, pleadings, other legal instruments; law practice management or the use of technology in law practice; cultural competency; collaboration or project management; financial analysis, such as accounting, budgeting project management, and valuation; cost benefit analysis in administrative agencies; use of technology, data analyses, or predictive coding; business strategy and behavior; pre-trial preparation, fact investigation, such as discovery, e-discovery, motion practice, assessing evidence, or utilizing experts; trial practice; professional civility and applied ethics; a law clinic that includes a classroom component; or a legal externship that includes a classroom component.

(3) **Legal Analysis**

Students will demonstrate the ability to identify the factual and legal issues implicated by a fact pattern and to appropriately use cases (including identifying the salient features of an appropriate precedent case, identifying legally significant similarities or differences between the precedent case and a fact pattern and explaining why those are legally significant) and rules (including the ability to connect legally significant facts in a fact pattern to the rule) to predict how a court would decide the issue. Students will also demonstrate the ability to identify and evaluate the public policies of a precedent case or

rule, and be able to evaluate how public policy can impact the application of a rule to the legal issue.

(4) Legal Research

Students will demonstrate the ability to locate relevant legal authority using a variety of book and electronic resources, and to properly cite to such legal authority.

(5) Communication

Students will demonstrate the ability to communicate both orally and in writing in a manner appropriate to a particular task to effectively convey the author or speaker's ideas. This includes audience sensitivity in written and oral communication (the ability to adopt a tone, style and level of detail appropriate to the needs, knowledge and expertise of the audience); and written communication basic proficiency (the ability to use the conventions of grammar, spelling, punctuation, diction and usage appropriate to the task and sufficient to convey effectively the author's ideas).

(6) Advocacy of Legal Argument

Students will demonstrate the ability, in both oral and written formats, to evaluate the legal, economic and social strengths and weaknesses of a case and use case and statutory authority as well as public policy to persuade others. Making policy-based arguments includes the ability to identify and evaluate the public policies of a precedent case or rule and their implications, and be able to assert such appropriate arguments to support a particular application or distinction of a precedent case to a legal controversy or a particular resolution of the application of a rule to the legal controversy.

(7) Client Sensitivity and Cultural Competency

Students will demonstrate an awareness of clients' needs and goals, including a sensitivity to clients' background and circumstances (including, but not limited to, socio-economic, gender, race, ethnicity, educational, disability and/or religious background(s)), the ability to make decisions that reflect an appropriate focus on those needs and goals, and awareness that cultural issues may affect the relevance of facts and application of the law.

(8) Legal Ethics

Students will demonstrate the ability to identify ethical issues in law practice contexts and make appropriate decisions to resolve such issues.