

CONTRACTS II

Professor Michelle Boardman

Spring 2026

Law 103 003: Wednesday, 6:05-9:00 p.m.

Assignments

January 14: Parol Evidence Rule, 589-622. Re-read the introduction after reading to page 605.

January 21: Observe a Monday schedule.

January 28: Interpretation, 623-43. Read note 2 closely. We will be discussing *Soper's Estate* at some length.

February 4: Interpretation, 643-669.

February 11: Conditions, 675-76, then review *Steas v. Leonard* p86), 677-87. Possible Interpretation redux.

February 18: Conditions: Modification and more, 687-714.

February 25: Mistake, 759-98 (note longer reading) & Frustration of Purpose, 832-46.

March 4: Impossibility and Impracticability, 798-832.

March 11: Spring Break

March 18: Breach: Anticipatory Breach, 867-86 & Seeking Assurances, 907-25. (plus video on damages)

March 25: Expectation Damages, 939-55 (plus *American Standard* and worksheet), Specific Performance, 956-65, & Punitive Damages, 988-98.

April 1: Reliance Damages, 965-78 & Restitution, 978-88.

April 8: Limits on Compensation: Certainty, 1016-24, Foreseeability, 1024-34, including 130-133, and the Duty to Mitigate, 1035-47. May be slightly longer than usual.

April 15: Special problems in UCC Damages for Seller and Buyers. 998-1016.
Review of compensation examples.

April 22: Excuse Doctrines in the Time of Covid & Measuring Compliance. Materials to be provided.

TBD, 6:00 p.m.: The three-hour exam will be open book/open document/open computer/closed internet. The use of AI in writing the exam is prohibited.

Required texts: A **physical copy** of the correct edition of each book is mandatory. You must have both books available to you during class.

Casebook: *Contract Law and Theory*, Robert Scott & Jody Kraus (6th ed.)

Supplement: *Contract Law and Theory: Selected Provisions* (6th ed.)

Assignments

Your primary reading will be from the casebook. If the casebook reading refers to a Code or Restatement section that is in the *Selected Provisions* supplement, read and ponder that section. As you know by now, reading a section several times is necessary but rarely sufficient for full understanding.

Learning Outcomes

This course is about continuing adventures in contract law. Among other skills, at the end of Contracts II, students will understand and be able to apply:

- Rules of interpretation and parol evidence, in order to determine the applied meaning of a contract.
- Mistake and the excuse doctrines, including impossibility, impracticability, and frustration of purpose.
- Conditions and warranties.
- Breach and the extensive universe of damages and compensation.

This course will continue to refine your ability to read and apply cases in a common law system. At the end of Contracts II, students will have an advanced understanding of:

- How and when to apply the common law, the Second Restatement of Contracts, and the U.C.C.
- How to read and analyze a legal opinion in the context of other sources of law.
- How to use analogical reasoning to predict, or advocate for, a legal outcome in a novel factual circumstance.