

CONTRACTS - Week 1

I. DEFINITION:

II. TYPES OF CONTRACTS

- A. Express
- B. Implied
 - 1. Implied in fact
 - 2. Implied in law

III. GOVERNING LAW

- A. Common Law
 - 1.
 - 2.
 - 3.
 - a.
 - b.
 - c.
 - d.
 - e.
 - f.
 - g.
 - 4.
 - a.
 - b.
 - c.
- B. Uniform Commercial Code (UCC)
 - 1.
 - 2.
 - 3.
 - 4.
 - 5.

6. Article 1 and particularly Article 2 are of the most influential on contracts law.
 - a. Article 1 - Titled “General Provisions”
 - (1) Part 1 Short Title, Construction, Application and Subject Matter of the Act
 - (2) Part 2 General Definitions and Principles of Interpretation
 - b. Article 2 - Titled “Sales”
 - (1) Part 1 Short Title, General Construction and Subject Matter
 - (2) Part 2 Form, Formation and Readjustment of Contract
 - (3) Part 3 General Obligation and Construction of Contract
 - (4) Part 4 Title, Creditors and Good Faith Purchasers
 - (5) Part 5 Performance
 - (6) Part 6 Breach, Repudiation and Excuse
 - (7) Part 7 Remedies
7. UCC will govern contracts were the subject matter “applies to transactions in goods” (UCC 2-102).
8. UCC 1-103. Supplementary General Principles of Law Applicable. Unless displaced by the particular provisions of this Act, the principles of law and equity, including the law merchant and the law relative to capacity to contract, principal and agent, estoppel, fraud, misrepresentation, duress, coercion, mistake, bankruptcy, or other validating or invalidating cause shall supplement its provisions.
- 9.
10. “Goods” means all things (including specially manufactured goods) which
 - a.
 - b.
 - c.

- d.
- e. Identification occurs
 - (1)
 - (2)
 - (3)

11. Status of Parties

a.

b.

c.

C. Test for Differentiation

1. Predominance test

a.

b.

c.

2. What caused the breach?

a.

b.

IV. VALID CONTRACT

A.

B. Offer

1. Definition:

2. Present contractual intent

a.

b.

c.

(1)

(2)

(3)

(4)

(5)

(6) Exceptions

(a)

(b)

d.