

UNIVERSITY OF CINCINNATI COLLEGE OF LAW

Sales

Course Information & Syllabus

Fall 2010 – M. & Th. 9:00-10:25am – Room 114

Professor Emily Houh

Office: Room 420

Office hours: T. 1:30-3:30pm and by appointment

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I. Course Description and Objectives (3 credits)

This course deals primarily with the sale of goods under Article 2 of the Uniform Commercial Code (“UCC”). In it, we will master code-reading and basic Article 2 doctrines. We will also examine how the law of the sale of goods differs from the common law of contracts, particularly with respect to the relevant law of warranties, performance, risk of loss, and remedies. We will explore the reasons—practical, theoretical, and political—for the substantive differences between Article 2 and common law contracts. Finally, we will cover to varying degrees the related law of leases of goods (under Article 2A of the UCC) and contracts for the international sale of goods under the Convention of Contracts for the International Sale of Goods (“CISG”).

II. Required and Recommended Materials

Required: DANIEL KEATING, *SALES: A SYSTEMS APPROACH* (4th ed. 2009) (“casebook” or “CB”).

Required: RONALD J. MANN, ELIZABETH WARREN, AND JAY LAWRENCE WESTBROOK, *COMPREHENSIVE COMMERCIAL LAW: STATUTORY SUPPLEMENT* (2010 edition) (“codebook” or “the Code”). The 2010 edition is preferred, but older editions (2009 or 2008) also may be used.

Required: TurningTechnologies ResponseCard “RF” model.¹ See below, Part IV, pp. 3-4, for detailed information about the required response card device.

Recommended: JAMES BROOK, *SALES AND LEASES: EXAMPLES AND EXPLANATIONS* (5th ed. 2009) (“E&E”). This recommended book provides excellent problems and answers that can help you figure out how to apply various sections of Article 2. However, I do *not* recommend that you learn substantive sales law from E&E. Rather, you should rely on the casebook, the codebook, and classroom discussion for substantive law.

¹ If you do not know what a response card device is or have never seen one before, you can take a look [here](http://www.turningtechnologies.com/audienceproducts/responseoptions/responsecards/): <http://www.turningtechnologies.com/audienceproducts/responseoptions/responsecards/>.

III. Format and Class Preparation

A. Method of Instruction and Class Preparation

1. Overview: In each session, I may use to varying degrees the following methods of instruction: a short (5-10 minute) “quiz” on that session’s assigned reading (to be administered through response card device technology), a short opening lecture and/or review of Code provisions, case- and Code-oriented inquiry (which may or may not use response card technology), and class discussion of the assigned reading and problem set(s) for the class session. Also, I am a heavy user of Power Point slides in code-based classes like this one.

2. Statutes/Code: We will emphasize reading, analyzing, and applying Code provisions. Thus, in preparing for class, I expect that you will have read carefully all of the relevant statutory and regulatory provisions. I also expect that you will have undertaken a thoughtful review of how those provisions apply to the problems in the casebook, and to other types of situations. All of the Code provisions can be found in your codebook and/or casebook.

3. Cases: We will use cases in the casebook to supplement our understanding of the Code. Although we will discuss cases in class, the bulk of class time will be spent on working through the problem sets.

4. Response card device “quizzes”: During the first 5-10 minutes of each class, I will give a short quiz using the response card devices. The quizzes are open book, however, I strongly urge you to use only your codebook in answering the questions, which will be strictly timed; you will have very little time to look up answers. Each quiz will cover the assignment you will have prepared for the class that day. The quiz questions will consist of multiple-choice, yes-no, and/or true-false questions. Some of the questions will exemplify the types of questions that may appear on the final exam. Some will be straightforward, “gimme” questions that will come directly from the reading.

5. Cold-calling: Generally, I will call randomly on students to discuss problems and other class materials, although I also may ask for volunteers.

6. Problem sets: This course emphasizes problem-solving. You will notice the lengthy problem sets at the end of every assignment in the casebook. In addition to the materials in the assignments, we will cover the problems in class and, to varying degrees, additional hypotheticals.

B. Access to slides:

I will make slide presentations or portions of slide presentations available to you at my discretion. If I choose to post slides, I will do so within a day or two of each class session. If you do not see slides posted on TWEN for a particular class session, please do

not ask me to post them, as it is likely that I will have deliberately not posted them. I will do my best to let you know in advance if I plan on posting slides, however, for purposes of note-taking in class, you should assume that slides will *not* be made available.

IV. TurningTechnologies Response Cards Devices

A. General information:

I will be using in this class (for the first time), response card technology (“clickers”) as a teaching tool. A long-time opponent of this type of technology in the classroom, I have decided to try clickers in this class for the following reasons: (1) I have heard clickers can succeed in keeping students more engaged—and off the internet!—during class; (2) I think clickers might be particularly effective in Code classes like this one; and most importantly (3) I have been persuaded (for now) that clickers, when effectively used, can help both student and teacher to assess and improve our performance during the course of the semester. I am hoping that response cards will not only enable you to better assess your own understanding of the material throughout the semester, but also will generate and enhance class discussion.

B. Purchasing and registering the TurningTechnologies ResponseCard RF

1. Purchase: You can purchase the TurningTechnologies response card device (aka “response system keypad”) at the UC Campus Bookstore where it costs \$37.50 (new) or \$28.25 (used). **Please be sure to purchase the “RF” model (the only one sold by the Bookstore) to ensure compatibility with the TurningPoint software in use here at the College.**



TurningTechnologies ResponseCard RF

You may be able to find this device online at a slightly lower cost, however, there is some inconsistency about what devices are actually being sold by online retailers (e.g., a specific Amazon.com search will yield results that list both compatible and incompatible response card devices). As such, if you decide to go with an online or

third-party vendor, please use an abundance of caution so that you don't get stuck with a device you can't use!

2. Registration: Once purchased, you must register your response card device in order to enable its use in class. To register, follow these instructions:

1. Go to the website ***student.turningtechnologies.com***.
2. Enter your ResponseCard ID (found on back of unit).
3. Enter your first name and last name in the appropriate fields.
4. Complete security entry.
5. Press **Next**.
6. Enter instructor's email address (***emily.houh@gmail.com***).
7. Select class name ("**Sales – Fall 2010**") and add it to the list on the right.
8. Click **Next** and confirm information. Click **Back** if you need to correct information.

V. Requirements and Assessment

Your grade will be based on class participation and a final exam. Class participation is worth a total of 100 maximum points. The final exam is worth a total of 200 maximum points. Thus, your final grade will be based on a total of 300 maximum points.

A. Class Participation (100 points)

1. Overview: Your class participation is worth a maximum of 100 points. In considering class participation, I will take into account such things as: your level of preparation and performance when called on; your willingness and ability to engage in classroom discussion in a considered and thoughtful manner, on both an involuntary and on-call basis; clicker quizzes (see below); and attendance.

2. Response card device ("clicker") quizzes: Your performance on the response card quizzes will *not* be graded on the basis of how many questions you answer correctly or incorrectly. Rather, like class participation generally, your quiz performance will impact your grade on a discretionary basis. This is so because I intend to use the clickers not as a competitive grading tool, but as one that will help me to assess your class preparation and understanding of the material throughout the semester, as well as the effectiveness of my own teaching. I also may use your responses to quiz questions as a jumping-off point for classroom discussion. While I will *not* be grading the quizzes in absolute terms, I *will* be monitoring closely your quiz performance, both individually and collectively, so that I can get a sense of how you are doing, whether you're preparing for class, whether you're getting the material, etc. I want to reiterate and emphasize that use of the quizzes is not meant to hurt you, but to assess your good faith preparation for class and understanding of

the material. Note, however, that if your performance consistently gives me concern, you will be required upon notification to meet with me.

B. Final Exam (200 points):

The final exam will consist of both multiple choice and essay questions, and will be comprehensive and cumulative in nature. It will be worth a maximum of 200 points. Further details about the final exam will be discussed in class.

VI. TWEN (The West Education Network)

Please register for the TWEN course I have created for this class, titled “Sales (Fall 2010).” The password for the course is: **goodfaith**. I will use TWEN mostly to keep you up to date on day-to-day assignments via the Calendar link and to post slides (if they are posted). I also may post other course materials to TWEN, so please log-in with regularity.

VII. Syllabus – Overview

There is no session-by-session syllabus for this class. Refer to the **Summary of Contents on pages ix-x of the casebook** for a general overview of the Assignments that we will be covering during the semester. We will cover all (or most) of these Assignments in order, as they appear in the Summary of Contents and Table of Contents. Note, however, that we will be **omitting** the materials on real estate transactions in the Assignments unless otherwise directed by me.

Ideally, by a couple weeks into the semester, we will be covering **1-2 assignments per class session**. However, depending on the pace and content of our discussions, assignments may take more or less time to cover. **Assignments will be announced at the end of every class period for the following session, and then will be posted to the Calendar on TWEN.**

All assignments, unless otherwise indicated, refer to the 2009 edition of the Keating casebook. Referenced UCC and other statutory provisions can be located in the codebook.

Finally, please be advised that I may change, add, or drop topics/assignments as warranted.