



MASSACHUSETTS SCHOOL OF LAW at ANDOVER

PRELIMINARY SYLLABUS for UCC – Summer 2024
Summer Session I (articles 2 and 9)
Professor Sullivan & Professor Dimitriadis

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Text: 1. Problems & Materials on Commercial Law, Whaley (**12th Edition NEW Edition – older editions should not be used as cases and problems have changed**), ISBN 978-1-5438-2590-9;
2. UCC Official Text (2014 publication year or after will suffice).

Class Times: Tuesday & Thursday 9:00 a.m. – 1:00 p.m. in person on campus; or
Tuesday & Thursday 6:00 p.m. – 10:00 p.m. in person on campus.

UCC 2&9 Summer I 2024 will be in-person and on campus.

Final Exam: UCC 2&9 final exams will be administered through Examsoft, but students have the option of taking it by hand in a bluebook. The exam is three hours, in person. For exam schedule, see end of syllabus.

Scope: Articles 2 (sales) and 9 (secured transactions) are taught in the first summer session. Article 3 (negotiability) and Article 4 (Bank deposits & collection) are taught in the second summer semester.

Purpose: The purpose of this course is to (1) provide some historical background by providing insight into why a particular section of the code was developed and how it was influenced by commercial practices; (2) to provide an understanding of UCC terminology; (3) have students deal with practical considerations underlying the UCC; (4) assist students in effectively dealing with the code and other common law principles not displaced by the code; and (5) keep students well-prepared.

**Course
Description
& Grading
Criteria:**

Summer Session I (articles 2 and 9)

A student will earn (2) credits for successful completion of this course. Each student is expected to attend all classes and be fully prepared for each class. The article 2 exam and article 9 exam are each 90 minutes and each count as 50% each (of the total combined grade).

This UCC course is taught with an emphasis on solving problems. Cases are used to supplement the problems, but the main focus is on solving problems utilizing the code. Accordingly, classroom strategy is to call on particular students for problems, seeking solutions to the problems assigned. Additionally, we utilize role-playing to fully analyze problems. To keep the

class well-prepared, I do not allow students to pass their turn.

ASSIGNMENTS DUE FOR EACH CLASS

	<u>Code Topics</u>	<u>Some Key Code Sections</u>
	<u>Article 2</u> (use unamended Article 2)	
Class 1 05/28	Scope; Merchant Status; Statute of Frauds; Parol Evidence	2-102; 2-104; 2-105; 2-107; 2-201; 2-202
	<u>Problems Due:</u> 1, 4-6, 8-9, 12-15	
	<u>Cases Due:</u> <u>Audio Visual Artistry, Simulados Software LTD, Anthony Pools, Frix v. Integrity, Ellig, St. Ansgar Mills, JBB Investment Partners, Ltd, Columbia, Diamond</u>	
Class 2 05/30	Offer & Acceptance; Battle of the Forms; Warranty of Title, Express Warranties; Warranty of Merchantability; Fitness for a Particular Purpose	2-205; 2-206; 2-207; 2-312; 2-313; 2-314; 2-315; 2-305; 2-306
	<u>Problems Due:</u> 16-20, 22, 26-33	
	<u>Cases Due:</u> <u>Bayway, Ultraflex Systems, Klocek, In Re Toshiba, Shaffer, Webster, In re Carrier IQ, Inc., Bell Sports</u>	
Class 3 06/04	Warranty Disclaimers & Limitations; Defenses; Filling in the gaps of K Formation; Unconscionability Identification of the goods; Risk of Loss; Delivery Terms; Installment Sales; Perfect Tender; Cure; Rejection; Revocation.	2-316; 2-319; 2-320; 2-321; 2-322; 2-323; 2-302; 2-303; 2-501; 2-612
	<u>Problems Due:</u> 35-36, 38-39, 41, 52-58, 61-62, 64-69	
	<u>Cases Due:</u> <u>Cate, Carrigg, Bowdin, Rinaldi, Wilson Trading, Peirce, Helena Chemical Co., Fitl, Reed, Lincoln, Casserlie, Sacramento, Green Tree, Cherwell-Ralli, Larson, Wilson, Ramirez, Waddell</u>	
Class 4 06/06	Impossibility; Remedies; Statute of Limitations; Anticipatory Repudiation; <u>Article 9</u> – Use 1999 Revised Pre-Code Security Devices; Scope of Article 9; Consignment; Leases; Exclusions from Article 9; Landlord liens; Statutory liens; Wage Assignments; Non-financing Transactions; Real Estate & other Exclusions.	2-609; 2-610; 2-615; 2-701 2-719; 2-725; 1-201(37); 9-109; 9-102
	<u>Problems Due:</u> 72-80, 84-88, 90-91, 289, 293	

