

Business Law
Module 4 [Fundamentals of Contract Law]

The Module systemizes the knowledge of the basic notions of contract law and tackles contract formation (in both – Common and Civil law settings), performance of the contract, breach thereof and available remedies.

To know:

What is a contract
What is an offer
Who is an offeror
Who is an offeree
What is a counteroffer
What are preliminary negotiations
What is a revocation of the offer
When does an offer terminate (4 instances)
What is an option
What is an acceptance
Acceptance by silence
What is a mailbox rule
What is a receipt rule
What is a “mirror image” rule
What is a “battle of forms”
What is a “knock-out” rule
What is consideration
What is a pre-existing duty
Is past consideration valid?
What is an illusory promise?
What does the “freedom of contract” mean
What does “pacta sunt servanda” (Lat.) mean
What is a “meeting of minds”
What is a bilateral contract
What is a unilateral contract
What is an executed contract
What is an executory contract
What is a formal contract
What is an informal contract
What is a valid contract
What is a voidable contract
What is a void contract
What is an express contract
What is an implied contract
What is a personal services contract
When does a contract end
What is a breach of contract
What are contract defenses
What is a legality of the contract
What are usury laws
What are Sunday laws
What is licensing

What is an exculpatory clause
What is a non-compete clause
What is an adhesion contract
What is a capacity
What is an age capacity
What is a mental capacity
Who is a minor
What is emancipation
What is ratification
What is a lucid interval
What are necessities
What is misrepresentation
What is a fraud
What is duress
What is undue influence
What is a mutual mistake
What is a role of intoxication in contract formation
What is a statute of frauds
What is a parole evidence rule
Performance of a contract (basic terminology)
Breach of the contract
Anticipatory Breach
Fundamental Breach
Remedies in case of a breach (specific performance, damages, lost profit)
Punitive damages and their availability
Shrink-wrap contracts
Click-wrap contracts
Browse-wrap contracts
Adhesion / standard terms contracts

General Reference Materials:

Black's Law Dictionary Free Online Legal Dictionary 2nd Ed.:
<http://thelawdictionary.org/#ixzz2dKQavCad> (

Articles, Book Chapters, Other Overviews and Summaries

Fundamentals of contracts (handout)

Bix, Brian, Consent in Contract Law (2008). THE ETHICS OF CONSENT: THEORY AND PRACTICE, Alan Wertheimer, Franklin G. Miller, eds., Oxford University Press, 2010; Minnesota Legal Studies Research Paper No. 08-36. Available at SSRN: <http://ssrn.com/abstract=1140256>

Gotanda, John Y., Punitive Damages: A Comparative Analysis, Columbia Journal of Transnational Law, Vol. 42, 2003. Available at SSRN: <http://ssrn.com/abstract=439884> or <http://dx.doi.org/10.2139/ssrn.439884>

Lemley, Mark A., Terms of Use. Minnesota Law Review, Vol. 91, 2006. Available at SSRN: <http://ssrn.com/abstract=917926>

Shavell, Steven, Contracts. NEW PALGRAVE DICTIONARY OF ECONOMICS AND THE LAW (Peter Newman, Ed.), May 1998. Available at SSRN: <http://ssrn.com/abstract=52360> or <http://dx.doi.org/10.2139/ssrn.52360>

Zar Rokh, Ehsan, Practical Concepts in Contract Law. Available at SSRN: <http://ssrn.com/abstract=1016565> or <http://dx.doi.org/10.2139/ssrn.1016565>

Web resources:

Pacta sunt servanda <http://www.youtube.com/watch?v=xFvOIQNI8vQ>

Advertisement/ no offer <http://www.youtube.com/watch?v=ZdackF2H7Qc>

Counter-offer kills the offer http://www.youtube.com/watch?v=W3pf5_eV_xI

Advertisement – an offer to enter into unilateral contract
<http://www.youtube.com/watch?v=ABZeKvAIyEc&feature=related>

Unilateral Contract <http://www.youtube.com/watch?v=lZPEjHyOSWg> and
<http://www.youtube.com/watch?v=lSPFiY2I6F4>

Contract defenses – fraud http://www.youtube.com/watch?v=Vjo4p_CsZR8 and
<https://www.youtube.com/watch?v=qCoNvl5RUS0>

Contract defenses – misrepresentation <http://www.bbc.co.uk/news/business-22120971>

Contract defenses – puffery – not a defense <http://www.youtube.com/watch?v=S3ndteu0aj0>

Contract defenses – duress <http://www.youtube.com/watch?v=PkNM88dHTqw>

Liquidated damages http://www.youtube.com/watch?v=2qw6O_4-JPI

Compensatory damages http://www.youtube.com/watch?v=_6rYZaT8RI8

Punitive damages <https://www.youtube.com/watch?v=OIpZs6SfuEo>