Commercial Transactions  
Spring 2015

Credit Hours: 4

Days and hours of class meetings: Mondays and Wednesdays from 2:00-3:50 p.m.

Office Hours: Mondays and Wednesdays from 10:00 a.m. – 12:00 noon and by appointment. Students should feel free to email me with questions at miles@law.edu.

Instructor contact information:

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Course Description:

Commercial Transactions (4 hrs)  
In a transactional approach, the course treats the creation and effect of financing arrangements and other secured transactions in personal property; the rights of third parties claiming interests in the collateral; and the use of checks, notes, and electronic payment techniques. The course combines materials traditionally taught in separate courses on negotiable instruments and secured transactions. Principal emphasis is the Uniform Commercial Code as the prevailing commercial legislation, but the impact of the common law, the Bankruptcy Act, and other pertinent authority also is considered throughout.

Instructional Methods:

The instructional method will include the case law and problem method.
Required Text:

William D. Warren and Steven D. Walt, *Commercial Law*, 9th Edition; and

Course Goals

The goals of the course are to provide students with a full understanding of the legal rules governing the law of secured transactions and negotiable instruments as practiced throughout the United States pursuant to the Uniform Commercial Code.

Course Requirements

The course grade will be based solely on the final examination. The final examination format will be a combination of essays and short answers/or multiple choice. Your copy of the Statutory Code may be brought into the exam with you and it may be annotated.

Expectations and policies

Academic honesty:

The Rules of Professional Conduct for Law Students (the Honor Code) applies to conduct of law students from the time a student registers in the law school until graduation. The Rules of Professional Conduct for Law Students are located in the Announcements and posted to the web. Allegations of violations of these rules, including allegations of academic dishonesty, are brought before the Honor Board for investigation and possible adjudication. In addition to the Law School Honor Code, students are also bound by the University’s Academic Honesty policy found at [http://policies.cua.edu/academicundergrad/integrityprocedures.cfm](http://policies.cua.edu/academicundergrad/integrityprocedures.cfm). Academic honesty is expected of all students. Neither the Law School nor the University will tolerate violations of academic honesty.

Other Policies or Expectations.

Course Expectations: Daily class preparation is expected and necessary so that you don’t fall behind. If you are not prepared let me know before class. (However, if you are not prepared for a class you can expect to be a discussion leader on a problem in the next class.)

In-class laptop usage is permitted for the purpose of note taking. Students are permitted to have the class recorded in the event of an expected absence. It is
highly recommended that the absent student make arrangements to have the class recorded by a fellow classmate as opposed to requesting recording services from the library.

**Accommodations for students with disabilities:**

Any student who feels that he or she may need an accommodation based on the impact of a disability should present documentation to the University Office of Disability Support Services and that office will determine what accommodations, if any, are necessary and communicate that information to Dean Niedzielko. Dean Niedzielko then insures that the accommodations are provided. Questions regarding accommodations should be directed to Dean Niedzielko or to Disability Support Services. The link to Disability Support Services is [http://disabilitysupport.cua.edu](http://disabilitysupport.cua.edu). Because the law school uses a blind exam grading policy, students should not contact individual faculty members to obtain accommodations.

**Law School Grades:**

The law school grading policy is available at [http://www.law.edu/Announcements/GradingandEvaluation.cfm](http://www.law.edu/Announcements/GradingandEvaluation.cfm). Reports of grades in courses are available at the end of each term on [http://cardinalstation.cua.edu](http://cardinalstation.cua.edu).

**Assigned Reading in Commercial Law by Warren and Walt are as follows and will typically cover approximately 35-40 pages per week.**

Chapter 1. Creating a Security Interest (pp. 1-47)

This chapter addresses several topics including the reason for secured credit; the history of Article 9 of the Uniform Commercial Code; and understanding the “attachment” or how the security interest is created or recognized under Article 9.

Chapter 2. Perfection. (pp. 49 – 127)

Topics covered in this chapter focus on the methods of perfecting a security interest. Perfection is important, because it is the way creditors establish a priority security interest against secured and unsecured creditors and lien holders.

Chapter 3. Priority. (pp. 129 – 239)
This chapter covers the topics governing priorities between competing creditors, buyer and lien holder interests in property used as security interests for various loans or that is subsequently sold.

Chapter 4. Default and Enforcement. (pp. 255 – 328)

The materials covering default and enforcement address the rights and obligations of both debtors and creditors as it relates to the property securing the debt in default. Topics include repossession, resale and redemption of the collateral.

Chapter 8. Security Interests in Fixtures. (pp. 473 – 490)

The focus of this chapter is on the perfection of security interests in fixtures, the priority rules governing conflicting interests between fixtures financers and real estate mortgage holders, as well as enforcement rules in the event of default.

Chapter 9. Security Interests in Bankruptcy. (pp. 491 – 515; 532 - 557)

This chapter provides an overview of the treatment of Article 9 security interests under federal bankruptcy law.

Chapter 11. Negotiability and Holders in Due Course. (pp. 643 – 713)

Introduces students to legal concepts of negotiability and holder in due course status with respect to negotiable instruments under Article 3 of the UCC.

Chapter 12. Liability of Parties to Negotiable Instruments. (pp. 715 – 745; 747 - 751)

This chapter focuses on the contractual liabilities applicable to the various parties to negotiable instruments under Articles 3 and 4 of the UCC.

Chapter 15. Fraud, Forgery and Alteration. (pp. 881 - 916)

Topics in this chapter address legal consequences of issuing and taking negotiable instruments in cases of fraud, forgery and unauthorized alterations.