CURRICULUM VITAE

ALAN SCHWARTZ

PERSONAL

Office: Yale Law School, New Haven, Connecticut 06520

Phone: 203-432-4030

Residence: 55 Mumford Road, New Haven, Connecticut 06515

Phone: 203-397-8435

EMPLOYMENT

Sterling Professor of Law, Yale Law School

Professor, Yale School of Management

TEACHING EXPERIENCE

Bankruptcy

Commercial Law (sales, secured transactions, negotiable instruments and payment systems)

Consumer Credit and Consumer Protection

Contracts

Corporate Finance

Mergers, Acquisitions and Corporate Governance

PROFESSIONAL ACTIVITIES

Current:

Member, American Academy of Arts and Sciences

Member, Editorial Board, The Journal of Financial Abstracts

Member, Editorial Board, The Journal of Law and Economics Abstracts

Member, Editorial Board, The Journal of Law, Economics, and Organization

Member, Advisory Board, The Asian Journal of Law and Economics

Past:

Director, Cliffs Natural Resources, Inc. 1991-2012

Director, Furniture Brands, International, Inc. 2008-2012

Director and Board Chair, Rohn Industries (1998-2003)

Editor, Journal of Law, Economics, and Organization (1993-2001)

President, American Law and Economics Association (1996-1997)

Member, American Law Institute

Member, American Bar Association

Associate Reporter, American Law Institute Project, "Enterprise Responsibility for Personal Injury"

Member, Editorial Board, Journal of Legal Education

Member, Executive Committee, Section on Business Associations, Association of American Law Schools

Chair, Section on Contracts, Association of American Law Schools

Chair, Section on Law and Economics, Association of American Law Schools

Chair, Section on Commercial, Contract and Related Consumer Law, Association of American Law Schools

PUBLICATIONS[1]

Articles

"Constraints on Private Benefits of Control: Ex Ante Control Mechanisms versus Ex post Transaction Review" (with Ronald Gilson), forthcoming Journal of Institutional and Theoretical Economics (2012)

"The Expectation Remedy Revisited" (with Daniel Markovits), forthcoming Virginia Law Review (2012)

"Intertemporal Choice and Legal Constraints" (with M. Keith Chen), 14 American Law and Economics Review 1 (2012)

"Rethinking the Laws of Good Faith Purchase" (with Robert Scott), 111 Columbia Law Review 1332 (2011)

"The Myth of Efficient Breach: New Defenses of Expectation Interest" (with Daniel Markovits), 97 Virginia Law Review 1939 (2011)

"Two Culture Problems in Law and Economics," 2011 Illinois Law Review 1531 (2011)

"The Doctrinal Foundations of the Dual Performance Hypothesis" (with Daniel Markovits), forthcoming, Suffolk Law Review (2011)

"Cross Border Bank Insolvency in the G20: A Comment," forthcoming, 4 Law and Economics of Risk in Finance (2011)

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[1]I have been identified by the Institute of Scientific Information as in the top one half of one percent of social scientists in total citations. I also have been identified by Heinonline (http://www.heinonline.blogspot.com/) as one of the fifty most cited legal scholars of all time. My Social Science Research Network download rank is in the top one half percent.

"Price Discrimination with Contract Terms: The Lost Volume Problem," 12 American Law & Economic Review 294 (2010)

"Is a Contract Law Necessary?," Max Weber Lecture, European University Publication (2010)

"Interpretation Redux" (with Robert Scott), 119 Yale L.J. 926 (2010)

"Market Damages and the Economic Waste Fallacy" (with Robert Scott), 108 Columbia Law Review 1610 (2008)

"How Much Irrationality Does the Market Permit?," 37 Journal of Legal Studies 131 (2008)

"Contractual Enforcement Mechanisms and the Structure of Information," 164 Journal of Institutional and Theoretical Economics 155 (2008)

"Precontractual Liability and Preliminary Agreements" (with Robert Scott), 120 Harvard L. Rev. 661 (2007)

"Valuation of Collateral," in BANKRUPTCY LAW STORIES 103-116 (Robert Rasmussen, ed. 2007)

"Comment: Rating the Law -- How Financial Agencies are Assessing the Legal Risks of Financial Transactions," 2 Law and Economics of Risk in Finance (Univ. of St. Gallen 2007)

"A Normative Theory of Business Bankruptcy," 91 Virginia L. Rev. 1199 (2005)

"Who Should Pay for Bankruptcy Costs?" (with Arturo Bris and Ivo Welch), 34 J. Legal Studies 295 (2005)

"Understanding MACs: Moral Hazard in Acquisitions" (with Ronald Gilson), 21 J. Law,

Economics & Organization 330 (2005)

"Decision Rules in a Judicial Hierarchy: Comment," 161 J. of Institutional and Theoretical Economics 299 (2005)

"The Law and Economics of Costly Contracting" (with Joel Watson), 20 J. Law, Economics & Organization 2 (2004)

"Contract Theory and the Limits of Contract Law (with Robert Scott), 113 Yale L.J. 541 (2003)

"Optimal Penalties in Contracts" (with Aaron Edlin), 78 Chicago Kent Law Review 101 (2003)

"The Still Questionable Role of Private Legislatures," 62 Louisiana L. Rev. 1147 (2002)

"The Law and Economics Approach to Corporate Bankruptcy," in Faillite Et Concordat Judiciare: Un Droit Aux Contours Incertains Et Aux Inferences Multiples 243-73 (T. Bosly, ed. 2002)

"Sales and Elections as Methods for Transferring Corporate Control" (with Ronald Gilson), 2 Theoretical Inquiries in Law 783 (2001)

"The New Textualism and the Rule of Law Subtext in the Supreme Court's Bankruptcy Jurisprudence," 45 New York Law School Law Review 149 (2001)

"Karl Llewellyn and the Origins of Contract Theory," in The Jurisprudential Foundations of Commercial and Corporate Law, 12-53 (2000)

"Contract Theory and Theories of Contract Regulation," 92 Review D'Economie Industrielle 101 (2000)

"Regulating Consumer Bankruptcy: A Theoretical Inquiry" (with Barry Adler and Ben

Polak), 29 J. Legal Studies 585 (2000)

"Statutory Interpretation, Capture and Tort Law: The Regulatory Compliance Defense," 2 American Law and Economics Review 1 (2000)

"Bankruptcy Contracting Reviewed," 109 Yale L.J. 343 (1999)

"Section 365, Mandatory Bankruptcy Rules and Inefficient Continuance" (with Yeon-Koo Che), 15 J. of Law, Economics, and Organization 441 (1999)

Comment on "The Political Origins of the Administrative Procedure Act," by McNollgast, 15 J. of Law, Economics, and Organization 218 (1999)

"Contracting for Bankruptcy Systems," in The Fall and Rise of Freedom of Contract 281 (F. Buckley, ed. 1999)

"Incomplete Contracts," 2 The New Palgrave Dictionary of Economics and the Law 277 (1998)

"Karl Llewellyn and the Early Law and Economics of Contract," 2 The New Palgrave Dictionary of Economics and the Law 421 (1998)

"A Contract Theory Approach to Business Bankruptcy," 101 Yale L.J. 1807 (1998)

"Contractual Priorities and Priority in Bankruptcy," 82 Cornell L. Rev. 501 (1998)

"Contracting About Bankruptcy," 13 J. of Law, Economics, and Organization 127 (1997)

"Law and Economics: L'Approccio Alla Teoria Del Contratto," 14 Rivista Critica Del Diritto Privato 427 (1996)

"The Normative Implications of Transaction Cost Economics," 152 Journal of Institutional and Theoretical Economics 287 (1996)

"Buyouts in Large Companies" (with Benjamin Hermalin), 25 Journal of Legal Studies

351 (1996)

"Legal Implications and Imperfect Information in Consumer Markets," 151 Journal of Institutional and Theoretical Economics 31 (1995)

"The Political Economy of Private Legislatures" (with Robert Scott), 143 Pennsylvania Law Review 595 (1995)

"The Absolute Priority Rule and the Firm's Investment Policy," 72 Washington University of Saint Louis Law Review 1213 (1994)

"Taking the Analysis of Security Seriously," 80 Virginia Law Review 2073 (1994)

"The Default Rule Paradigm and the Limits of Contract Law," 3 Southern California Interdisciplinary Law Journal 389 (1994)

"Bankruptcy Workouts and Debt Contracts," 36 Journal of Law and Economics 595 (1993)

"Legal Contract Theories and Incomplete Contracts," in Contract Economics 76 (L. Werin & H. Wijkander, eds. 1992)

"Price, Quality and Timing of Moves in Markets with Incomplete Information: An Experimental Analysis" (with David Grether and Louis Wilde), 102 Economic Journal 754 (1992)

"Relational Contracts in the Courts: An Analysis of Incomplete Agreements and Judicial Strategies," 21 Journal of Legal Studies 271 (1992)[2]

"Interpreting Torts; Explaining Contracts," 15 Harvard Journal of Law and Public Policy 747 (1992)

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[2]Reprinted in the International Library of Essays in Law and Legal Theory (2nd Series), 2 Contract Law (Brian Bix, ed. 1999).

"The Law and Economics Approach," in Universal Economics: Assessing the Achievements of the Economic Approach 221 (G. Radnitzky, ed. 1992)

"The Case Against Strict Liability," 55 Fordham Law Review 819 (1992)

"Appunti di Diritto Nordamericano (I)," 56 Responsabilita Civile E Providenza 361 (1991)

"Unconscionability and Imperfect Information: A Research Agenda," 1991 Canadian Business Law Journal 437 (1991)

"Der Verbaucherschutz," in Landerbericht USA I 638 (1991)

"Using Auction Theory to Inform Takeover Regulation" (with Peter Cramton), 7 J. of Law, Economics, and Organization 27 (1991)

"The Myth That Promisees Prefer Supracompensatory Remedies: An Analysis of Contracting for Damage Measures," 100 Yale L.J. 369 (1990)

"Imperfect Information and Consumer Protection," in L.informazione nell'economia e nel diretto 207 (1990)

"Defensive Tactics and Optimal Search," 5 J. of Law, Economics, and Organization 413 (1989)

"A Theory of Loan Priorities," 18 J. Legal Studies 209 (1989)

"Views of Addiction and the Duty to Warn," 75 Virginia Law Review 509 (1989)

"Unmatured Tort Claim Markets: A Comment," 75 Virginia Law Review 423 (1989)

"Uncertainty and Shopping Behavior: An Experimental Analysis" (with David Grether and Louis Wilde), 55 Review of Economic Studies 323 (1988)

"The Fairness of Tender Offer Prices in Utilitarian Theory," 17 J. Legal Studies 165

(1988)

"The Sole Owner Standard Reviewed," 17 J. Legal Studies 231 (1988)

"Products Liability Reform: A Theoretical Synthesis," 97 Yale L.J. 353 (1988)

"Causation in Tort Law: A Comment on Kelman," 25 Chicago Kent L. Rev. 639 (1987)

"Responsibility and Tort Law," 96 Ethics 270 (1986)

"Search Theory and the Tender Offer Auction," 2 J. of Law, Economics, and Organization 49 (1986)

"Bebchuk on Minimum Offer Periods," 2 J. of Law, Economics, and Organization 91 (1986)

"The Irrelevance of Information Overload: An Analysis of Search and Disclosure" (with David Grether and Louis Wilde), 59 U.S.C. L. Rev. 277 (1986)

"Justice and the Law of Contracts: A Case for the Traditional Approach," 9 Harvard J. of Law & Public Policy 107 (1986)

"Vacuum of Fact or Vacuous Theory: A Reply to Professor Kripke" (with Thomas Jackson), 133 Pennsylvania L. Rev. 987 (1985)

"Products Liability, Corporate Structure and Bankruptcy: Toxic Substances and the Remote Risk Relationship," 14 J. Legal Studies 689 (1985)

"Product Quality and Imperfect Information" (with Louis Wilde), 52 Review of Economic Studies 261 (1985)

"The Continuing Puzzle of Secured Debt," 37 Vanderbilt L. Rev. 1051 (1984), reprinted in 27 Corporate Practice Commentator 293 (1985)

"Imperfect Information in Markets for Contract Terms: The Examples of Warranties and

Security Interests" (with Louis Wilde), 69 Virginia L. Rev. 1387 (1983)

"Warranty Markets and Public Policy" (with Louis Wilde), 1 Information Economics and Policy 55 (1983)

"The Enforcement of Security Interests in Consumer Goods," 26 Journal of Law and Economics 117 (1983)

"Competitive Equilibria in Markets for Heterogeneous Goods Under Imperfect Information: A Theoretical Analysis With Policy Implications" (with Louis Wilde), 13 Bell Journal of Economics 181 (1982)

"Imperfect Information, Monopolistic Competition and Public Policy" (with Louis Wilde), 72 American Economic Review 18 (1982 (Papers and Proceedings)

"Security Interests and Bankruptcy Priorities: A Review of Current Theories," 10 Journal of Legal Studies 1 (1981)

"The Case for Specific Performance," 89 Yale L.J. 271 (1979)

"Intervening in Markets on the Basis of Imperfect Information: A Legal and Economic Analysis" (with Louis Wilde), 127 Univ. of Pennsylvania L. Rev. 630 (1979)

"Equilibrium Comparison Shopping" (with Louis Wilde), 46 Review of Economic Studies 543 (1979)

"A Re-examination of Nonsubstantive Unconscionability," 63 Virginia L. Rev. 1053 (1977)

"Sales Law and Inflation," 50 Univ. of Southern California L. Rev. 1 (1976)

"Products Liability and Judicial Wealth Redistributions," 51 Indiana L.J. 558 (1976)

"Cure and Revocation for Quality Defects: The Utility of Bargains," 16 Boston College Industrial and Commercial Law Review 543 (1975)

"Seller Unequal Bargaining Power and the Judicial Process," 49 Indiana L.J. 367 (1974)

"Optimality and the Cutoff of Defenses Against Financers of Consumer Sales," 15 Boston College Industrial and Commercial L. Rev. 499 (1974)

"The Private Law Treatment of Defective Products in Sales Situations," 49 Indiana L.J. 8 (1973)

"Procedural Arbitrability Under Section 301 of the LMRA," 73 Yale L.J. 1459 (1964)

Book Review: 31 The American Journal of Comparative Law 742 (1983)

Development Note, 35 Journal of Legal Education 597 (1985)

Books

"Payment Systems and Credit Instruments" (with Clayton Gillette and Robert Scott), Foundation Press (2nd edition, 2007)

"Foundations of Contract Law" (with Richard Craswell), Oxford University Press (2nd edition, 2007)

"Commercial Law: Principles and Policies" (with Robert Scott), Foundation Press (2nd edition, 1991)

"Sales Law and the Contracting Process" (with Robert Scott), Foundation Press (2nd edition, 1991)

Works in Progress

"Adaptive Contracting with Private Information" (with Tracy Lewis)

"Conceptualizing Contract Interpretation" (with Joel Watson).

"The Chapter 11 Institution"

"Contracting About Private Benefits of Control" (with Ronald Gilson)

Book Project: Contract Law and Theory (with Robert Scott)

Book Project: Reader in Contract Law (with Robert Scott).

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