

ROBERT E. SCOTT

Alfred McCormack Professor of Law and
Director, Center on Contract and Economic Organization
Columbia University
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EDUCATION

University of Michigan Law School

S.J.D., 1973

- W.W. Cook Fellow

William and Mary School of Law

J.D., 1968

- Phi Alpha Delta award (highest academic average)
- Order of the Coif
- Editor-in-Chief, William and Mary Law Review
- W.A.R. Goodwin Scholar

Oberlin College

B.A., cum laude, 1965

PROFESSIONAL EXPERIENCE

Columbia University School of Law

New York, New York

- Alfred McCormack Professor of Law and Director, Center for Contract and Economic Organization since 2006
- Justin W. D'Atri Visiting Professor of Law, Business, and Society (2001-06);
Visiting Professor (1987-88)

University of Virginia School of Law

Charlottesville, Virginia

- David and Mary Harrison Distinguished Professor (2003-2006)
- William L. Matheson & Robert M. Morgenthau Distinguished Professor
(2001-03)
- Dean and Arnold H. Leon Professor (1991-2001)
- Lewis F. Powell, Jr. Professor of Law (1982-2003)
- Professor of Law (1974-82)

William and Mary School of Law

Williamsburg, Virginia

- Professor of Law (1973-74)
- Associate Professor of Law (1971-73)
- Assistant Professor of Law (1969-71)

TEACHING CONCENTRATION

- Contracts
- Commercial Transactions
- Bankruptcy
- Contract Theory

PUBLICATIONS

Books and Book Chapters:

FOUNDATIONS OF COMMERCIAL LAW, Foundation Press 2010 (with George G. Triantis)

CONTRACT LAW AND THEORY, Lexis Pub., 4th ed. 2007 (with Jody S. Kraus).

THE LIMITS OF LEVIATHAN – CONTRACT THEORY AND THE ENFORCEMENT OF INTERNATIONAL LAW, CAMBRIDGE UNIV. PRESS, 2006 (with Paul B. Stephan).

PAYMENT SYSTEMS AND CREDIT INSTRUMENTS, Foundation Press, 2d. ed. 2007 (with Clayton P. Gillette and Alan Schwartz).

Rethinking the Uniformity Norm in Commercial Law, in THE JURISPRUDENTIAL FOUNDATIONS OF CORPORATE AND COMMERCIAL LAW, Cambridge University Press, J.S. Kraus & S.D. Walt, eds. (2000).

A Contract Theory of Marriage, in THE FALL AND RISE OF FREEDOM OF CONTRACT, Duke University Press, F.W. Buckley, ed. (1999) (with Elizabeth S. Scott).

CONTRACT LAW AND THEORY, The Michie Co., 2d ed. 1993 (with Douglas L. Leslie)

COMMERCIAL TRANSACTIONS: PRINCIPLES AND POLICIES, Foundation Press, 2d ed. 1991 (with Alan Schwartz)

SALES LAW AND THE CONTRACTING PROCESS, Foundation Press, 2d. ed. 1991 (with Alan Schwartz)

Articles:

Contract Interpretation Redux, 119 Yale L. J. 926 (2010) (with Alan Schwartz)

Hoffman v. Red Owl Stores and the Limits of the Legal Method, 61 Hastings L. J. 859 (2010)

Contract Design and the Structure of Contractual Intent, 84 N.Y.U. L. Rev. 1023 (2009) (with Jody S. Kraus)

In (Partial) Defense of Strict Liability in Contract, 107 Mich. L. Rev 1381 (2009)

Contracting for Innovation: Vertical Disintegration and Interfirm Collaboration, 109 Colum. L. Rev. 431 (2009) (with Ronald Gilson and Charles Sabel)

Market Damages, Efficient Contracting and the Economic Waste Fallacy, 108 Colum. L. Rev. 1610 (2008) (with Alan Schwartz)

Precontractual Liability and Preliminary Agreements, 120 Harv. L.Rev. 662 (2007) (with Alan Schwartz)

Hoffman v. Red Owl Stores and The Myth of Precontractual Reliance, 68 Ohio St. L. J. 71 (2007) (Commercial Calamities Symposium), *reprinted in* CONTRACT STORIES, Foundation Press, D. Baird, ed. (2007).

Anticipating Litigation in Contract Design, 115 Yale L. J. 814 (2006) (with George G. Triantis)

Incomplete Contracts and the Theory of Contract Design, 56 Case W. Res. L. Rev. 187 (2005) (essay with George G. Triantis)

The Political Economy of International Sales Law, 25 Int'l Rev. L. & Econ. 446 (2005) (with Clayton P. Gillette)

Embedded Options and the Case Against Compensation in Contract Law, 104 Colum. L. Rev. 1428 (2004) (with George G. Triantis)

The Death of Contract Law, 54 U. of Toronto L. J. 369 (2004) (Wright Memorial Lecture)

Self-Enforcing International Agreements and the Limits of Coercion, 2004 Wis. L. Rev. 551 (with Paul B. Stephan)

Contract Theory and the Limits of Contract Law, 113 Yale L. J. 541 (2003) (with Alan Schwartz)

A Theory of Self-Enforcing Indefinite Agreements, 103 Colum. L. Rev. 1641 (2003)

Rethinking the Default Rule Project, 6 Va. J. 84 (2003) (essay)

The Rise and Fall of Article 2, 63 La. L. Rev. 1109 (2002)

Is Article 2 the Best We Can Do?, 52 Hastings L. J. 677 (2001) (essay)

The Limits of Behavioral Theories of Law and Social Norms, 86 Va. L. Rev. 1603

(2003)

- The Case for Formalism in Relational Contract*, 94 Nw. U. L. Rev. 847 (2000)
- Marriage as Relational Contract*, 84 Va. L. Rev. 1225 (1998) (with Elizabeth S. Scott)
- The Truth About Secured Financing*, 82 Cornell L. Rev. 1436 (1997)
- Parents as Fiduciaries*, 81 Va. L. Rev. 595 (1995) (with Elizabeth S. Scott)
- The Political Economy of Private Legislatures*, 143 U. Pa. L. Rev. 595 (1995)
(with Alan Schwartz)
- The Mythology of Article 9*, 79 Minn. L. Rev. 853 (1995) (comment)
- The Politics of Article 9*, 80 Va. L. Rev. 1783 (1994)
- Chaos Theory and the Justice Paradox*, 35 W&M L. Rev. 329 (1993)
(George Wythe Lecture)
- Plea Bargaining as Contract*, 101 Yale L. J. 1909 (1992) (with William J. Stuntz)
- Imperfect Bargains, Imperfect Trials, and Innocent Defendants*, 101 Yale L. J. 2011
(1992) (with William J. Stuntz)
- The Case for Market Damages: Revisiting the Lost Profits Puzzle*, 57 U. Chi. L. Rev.
1155 (1990)
- A Relational Theory of Default Rules for Commercial Contracts*, 19 J. Legal Studies 597
(1990)
- Sharing the Risks of Bankruptcy: Timbers, Ahlers and Beyond*, 1989 Colum. Bus. L. Rev.
183
- Rethinking the Regulation of Coercive Creditor Remedies*, 89 Colum. L. Rev.
730 (1989)
- On the Nature of Bankruptcy: An Essay on Bankruptcy Sharing and the Creditors' Bargain*, 75 Va. L. Rev. 155 (1989) (with Thomas H. Jackson)
- Conflict and Cooperation in Long-Term Contracts*, 75 Calif. L. Rev. 2005 (1987)
- A Relational Theory of Secured Financing*, 86 Colum. L. Rev. 901 (1986)

Through Bankruptcy with the Creditors' Bargain Heuristic, 53 U. Chi. L. Rev. 690 (1986) (review essay)

Error and Rationality in Individual Decisionmaking: An Essay on the Relationship Between Cognitive Illusion and the Management of Choice, 59 S. Cal. L. Rev. 329 (1986)

The Limits of Expanded Choice: An Analysis of the Interactions Between Express and Implied Contract Terms, 73 Calif. L. Rev. 261 (1985) (with Charles J. Goetz)

The Mitigation Principle: Toward a General Theory of Contractual Obligation, 69 Va. L. Rev. 967 (1983) (with Charles J. Goetz)

Principles of Relational Contract, 67 Va. L. Rev. 1089 (1981) (with Charles J. Goetz)

Enforcing Promises: An Examination of the Basis of Contract, 89 Yale L. J. 1261 (1980) (with Charles J. Goetz)

Measuring Sellers Damages: The Lost Profits Puzzle, 31 Stan. L. Rev. 323 (1979) (with Charles J. Goetz)

Liquidated Damages, Penalties and the Just Compensation Principle: Some Notes on an Enforcement Model and a Theory of Efficient Breach, 77 Colum. L. Rev. 554 (1977) (with Charles J. Goetz)

Constitutional Regulation of Provisional Creditor Remedies: The Cost of Procedural Due Process, 61 Va. L. Rev. 807 (1975)

Abusive Debt Collection: A Proposed Model Statute, 15 W. & M. L. Rev. 567 (1974) (with Diane M. Strickland)

The Reality of Procedural Due Process: A Study of the Implementation of Fair Hearing Requirements by the Welfare Caseworker, 13 W. & M. L. Rev. 725 (1972)

The Regulation and Administration of the Welfare Hearing Process: The Need for Administrative Responsibility, 11 W. & M. L. Rev. 291 (1970)

Work in Progress:

Braiding: The Interaction of Formal and Informal Contracting in Theory, Practice and Doctrine 110 Colum. L. Rev. (forthcoming 2010) (With Ronald J. Gilson & Charles F. Sabel)

Text and Context: Interpreting Innovative Contracts (with Ronald J. Gilson & Charles F. Sabel)

Contract Design and Sovereign Bonds: The Case of the Missing Clients (book manuscript in draft) (with Mitu Gulati)

Rethinking the Law of Good Faith Purchase (with Alan Schwartz)

PROFESSIONAL ACTIVITIES, MEMBERSHIPS AND AWARDS

- The Thomas Jefferson Award (University of Virginia's highest honor), October 2004
- The Cecil A. Wright Memorial Lecture, University of Toronto, March 2004
- Fourth Circuit Judicial Conference, Inns of Court Professionalism Award (2001)
- President, American Law Deans Association (1999-2001); Board of Directors and Founding Member (1995-2001)
- Fellow, American Academy of Arts and Sciences since 1999
Class III: 4 Membership Committee 2001-2005
- Fellow of the American Bar Foundation since 1993 (Life Member since 2003)
- Fellow, Virginia Bar Foundation since 1993
- Member, American Law Institute
- The George Wythe Endowed Lecture, William and Mary Law School, April 1993
- Board of Directors, Tandem Friends School (1990-94)
- Member, American Law Institute, Uniform Commercial Code Article 9 Study Committee, (1989- 93)
- Member, National Conference of Commissioners on Uniform State Laws, Uniform Commercial Code Article 2 Drafting Committee (1991-93)
- Member, University of Virginia Center for Advanced Studies (1988-90)
- Board of Directors and Founding Member, American Law and Economics Association (1989-91)
- Columbia Law School, Faculty Member of the Year Award (1987-88)
- Chair, Faculty Appointments Committee (1977-78; 1980-81; 1983-84; 1989-90)
- Chair, Section on Contract Law, Association of American Law Schools (1984-85)
- Chair, Section on Law and Economics, Association of American Law Schools (1983-84)
- Chair, Section on Commercial, Contract and Consumer Law, Association of American Law Schools (1978-79)
- Advisor, Virginia State Corporation Commission (1975-79)
- Member of the Virginia Bar since 1968

PERSONAL

- Born February 25, 1944
- Married (Elizabeth S. Scott), two children (Christina S. Nielsen & R. Adam Scott)
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