

**GEORGE G. TRIANTIS**

**Curriculum Vitae (Academic Short Form)**

Stanford Law School  
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Stanford, CA 94305  
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(650) 724-6308

**Education:**

J.S.D., Stanford Law School (1989)  
LL.M., University of Virginia Law School (1986)  
LL.B., University of Toronto Faculty of Law (1983)  
B.A. (Hons., with Dist.), University of Toronto (1980)

**Employment:**

Stanford Law School

Dean and Richard E. Lang Professor of Law (2024 - )

Charles J. Meyers Professor of Law and Business (2015 - 2024)

James and Patricia Kowal Professor of Law (2012- 2015)

Teaching Subjects: Bankruptcy; Contract Law; Contract Design; Debt Restructuring; Advanced Contracts/Commercial Transactions.

Recent administrative roles include:

Senior Associate Vice-Provost of Research (2020-2024)

Provost's Budget Group (2013- 2024)

Associate Dean for Strategic Planning, Stanford Law School (2013-17)

Associate Dean of Research, Stanford University (2014-17)

Inaugural Faculty Director, Stanford Cyber Initiative (2014-17)

Harvard Law School

Eli Goldston Professor of Law (2007-11); Professor (2006-07)

Sullivan and Cromwell Visiting Professor of Law (2013-20)

Faculty, Executive Education, Program on Legal Profession (2009-14)

Chair, Committee to Visit Harvard Law School (2018 – 2024)

University of Virginia, School of Law

Perre Bowen Professor of Law (2001-06); Professor (1994-98)  
Nicholas Chimicles Research Professor of Business Regulation (2004-06, 1996-9); Horace W. Goldsmith Research Professor (2001-04)  
Faculty, Graduate Program for Judges (2002)  
Director, John M. Olin Program in Law & Economics (1995-99; 2002-06)  
Roger and Madeleine Traynor Faculty Achievement Award for Excellence in Legal Scholarship (1998)

University of Chicago Law School

Seymour Logan Professor of Law (2000-01); Professor of Law (1998-2000)

University of Toronto, Faculty of Law and Faculty of Management

Assistant Professor (1989-94)

**Visiting Academic Appointments:**

Visiting Law Professor: Harvard University (Fall 1999; Sullivan and Cromwell Vis. Prof., January 2013-20); Yale Law School (2005-06); Columbia University (Spring 1999); University of Chicago (Fall 1998); New York University (Fall 1996); University of Toronto (John M. Olin Distinguished Vis. Prof. January 1997, 2000, 2001, 2003, 2006); University of Virginia (1993-94); University of Richmond (George E. Allen Visiting Professor, February 1997).

**Journal Editorships and Selected Academic Associations:**

Fellow, American Academy of Arts and Sciences (2017 - )

Member, American Law Institute (2007 - )

Fellow, World Commerce and Contracting Association (2020 - )

Editor, Contracts and Commercial Law eJournal (SSRN) (2014 -2024)

Editorial Board, Journal of Strategic Contracting and Negotiation (2014 -2020)

Editor, Journal of Law & Economics (2000-2004)

Board of Directors, American Law & Economics Assoc. (2004-07)

Fellow, Center for Contract and Economic Organization, Columbia University (2006 -2020)

## **Scholarship:**

### ***Books:***

Foundations of Commercial Law (with R. Scott) (2009; Foundation Press, Foundations of Law Reader Series)

### ***Invited Contributions to Edited Collections:***

*Debtor-in-Possession Financing*, in B. Adler, ed., Corporate Bankruptcy Law Handbook (Edward Elgar 2020)

*The Role of Debt in the Governance of US Business Corporations*, in Z. Shishido, ed., Enterprise Law: Contracts, Markets, and Laws in the US and Japan (2014)

*Disruption and Innovation in Transactional Law Practice*, 89 Stanford Lawyer (Nov. 2013)

*The Design of Contract Damages*, in K. Dharmananda and L. Firios, eds., Long-Term Contracts: Commercial and Legal Considerations (2013)

*Bankruptcy For the States and By the States*, in P. Conti-Brown and D. Skeel, eds., When States Go Broke: Origins, Context, and Solutions for American States in Fiscal Crisis (2012)

*The Personification and Property of Legal Entities*, in K. Ayotte and H. Smith, eds., Research Handbook on the Economics of Property Law 190-206 (2011).

*A Tussle with Touse: Savings Clauses in Intercorporate Guaranties*, in J. Sarra, ed., Annual Review of Insolvency Law 557 (2009).

*Jumping Ship: Termination Rights in Bankruptcy*, in R. Rasmussen, ed., Bankruptcy Stories 55-75 (2007).

*The Law and Economics of DIP Financing*, in V. Subbulakshmi, ed., Bankruptcy Financing 128-43 (ICFAI U. Press 2005).

*Stock Pyramids, Cross-Ownership, and Dual Class Equity: The Creation and Agency Costs of Separating Control from Cash Flow Rights* (with L. Bebchuk and R. Kraakman) in R. K. Morck, ed., Concentrated Corporate Ownership (U. Chicago Press 2000).

*Comment on Daniels and Iacobucci: Some of the Causes and Consequences of Corporate Ownership Concentration in Canada*, in R. K. Morck, ed., Concentrated Corporate Ownership (U. Chicago Press 2000).

*Unforeseen Contingencies -- Risk Allocation in Contracts*, in B. Bouckaert and G. De Geest, eds., Encyclopedia of Law and Economics (Edward Elgar 2000).

*Private Law-making and the Uniform Commercial Code*, in Peter Newman, ed., New Palgrave Dictionary of Economics and the Law, vol. 3, 117 (1998).

*Insolvency Law: Treating the Illness, Not the Symptom*, in Corporate Restructurings and Insolvencies: Issues and Perspectives -- 1995 Queen's Annual Business Law Symposium (Carswell 1996).

### ***Academic Journal Publications:***

*Designing Contract Modification* (with A. Choi), 93 U. Chi. L. Rev. (forthcoming)

*The Administrative State in Bankruptcy* (with J. Ellias), 72 DePaul L. Rev. 323 (symposium 2022)

*Contract Design When Relationship-Specific Investment Produces Asymmetric Information* (with A. Choi), 50 J. Legal Studies 219 (2021)

*Government Activism in Bankruptcy* (with J. Ellias), 37 Emory Bankr. Dev. J. (2021)

*What Do Lawyers Contribute to Law and Economics* (with R. Scott), 38 Yale J. Reg. 707 (2021)

*Designing and Enforcing Preliminary Agreements* (with A. Choi), 98 Tex. L. Rev. 439 (2020)

*Waiting for Data: Barriers to Executing Data Use Agreements* (with Mello, Stanton, Blumenkrantz and Studdert), 367 Science 150 (2020)

*Bankruptcy's Uneasy Shift to a Contract Paradigm* (with D. Skeel), 166 U. Pa. L. Rev. 1777 (2018)

*Debt Priority and Options in Bankruptcy* (with B. Adler), 91 Am. Bankr. L. J. 563 (2017)

*Improving Contract Quality: Modularity, Technology, and Innovation in Contract Design*, 18 Stanford J. Law, Bus. & Fin. 177 (2013)

*Exploring the Limits of Contract Design in Debt Financing*, 161 U. Penn. L. Rev. 2014 (2013)

*Market Conditions and Contract Design: Variations in Debt Covenants and Collateral* (with A. Choi), 88 N.Y.U.L. Rev. 51 (2013)

*The Effect of Bargaining Power on Contract Design* (with A. Choi), 98 Va. L. Rev. 1665 (2012)

*Promissory Autonomy, Imperfect Courts, and the Immorality of the Expectation Damages Default*, 44 Suffolk L. Rev. 827 (2012)(symposium issue on C. Fried, Contract as Promise)

*The Evolution of Contract Remedies (And Why Do Contracts Professors Teach Remedies First?)*, 60 U. Toronto L.J. 643 (2010)

*Strategic Vagueness in Contract Design: The Case of Corporate Acquisitions* (with A. Choi), 119 Yale L.J. 848 (2010).

*Completing Contracts in the Shadow of Verification Costs* (with A. Choi), 37 J. Legal Studies 503 (2008)

*Evidence Arbitrage: The Fabrication of Evidence and the Verifiability of Contract Performance* (with C. Sanchirico), 24 J. Law, Econ. & Organ. 72 (2008)

*The Economic and Legal Boundaries of Firms* (with E. Iacobucci), 93 Virginia L. Rev. 515 (2007). Reprinted in 49 Corporate Practice Commentator 471- 523 (2007)

*The Economics of Creditor Control: Sovereign versus Corporate Contracts* (with M. Gulati), 75 U. Cincinnati L. Rev. 977 (2006 Annual Corporate Law Symposium) (2007)

*Anticipating Litigation in Contract Design* (with R. Scott), 115 Yale L.J. 814 (2006)

*Incomplete Contracts and the Theory of Contract Design* (with R. Scott), 56 Case W. Res. L. Rev. 187 (Special issue on incomplete contracts, 2005)

*Embedded Options and the Case Against Compensation in Contract Law* (with R. Scott), 104 Colum. L. Rev. 1428 (2004)

*Organizations as Internal Capital Markets: The boundaries of corporations, trusts and security interests in commercial and charitable ventures*, 117 Harv. L. Rev. 1102 (2004)

*Anticipatory Repudiation Reconsidered* (with J. Kraus), 6 Virginia J. 54 (2003)

*The Efficiency of Vague Contract Terms*, 62 Louisiana L. Rev. 1065 (Hawkland Symposium 2002)

*Absolute Priority in the Aftermath of North LaSalle Street* (with B. Adler), 70 U. Cincinnati L. Rev. 1225 (15<sup>th</sup> Annual Corporate Law Symposium 2002)

*Financial Contract Design in the World of Venture Capital*, 68 U. Chicago L. Rev. 305 (2001).

*Financial Slack Policy and the Laws of Secured Transactions*, 29 J. Legal Studies 35 (2000). Swedish Office for Composition and Reorganization (*Ackordscentralen*) Best Paper Award, University of Stockholm, June 1999.

*Timing Problems in Contract Breach Decisions* (with A. Triantis), 41 J. Law & Econ. 163 (1998).

*Debt Financing and Motivation* (George E. Allen Chair Lecture), 31 U. Richmond L. Rev. 1323 (1997).

*The Careful Use of Comparative Law Data: The Case of Corporate Insolvency Systems*, (Stieffel Symposium) 17 N.Y.L. Sch. J. of Int'l & Comp. L. 193 (1997).

*Foreword: The Allocation of Government Authority*, 83 Virginia L. Rev. 1275 (1997).

*Keeping the Gates to Corporate Reorganization: Judicial Activism under the BIA and CCAA*, 28 Can. Bus. Law J. 279 (1997).

*The Interplay Between Liquidation and Reorganization in Bankruptcy: The role of screens, gatekeepers and guillotines*, 16 Int'l Rev. Law & Econ. 101 (1996) and in A.O. Sykes and J.S. Bhandari, eds., Comparative Dimensions in International Law (Cambridge U. Press 1997).

*The Role of Debt in Interactive Corporate Governance* (with R. Daniels), 83 Calif. L. Rev. 1073 (1995). Recognized by Corporate Practice Commentator as one of the ten best articles of 1995 in corporate and securities law.

*Debt Financing, Corporate Decision Making and Security Design*, 26 Can. Bus. Law J. 93 (1995).

*Conversion Rights and the Design of Financial Contracts* (with A. Triantis), 72 Washington U. L. Q. 1231 (1994).

*A Free-Cash-Flow Theory of Secured Debt and Creditor Priorities*, 80 Virginia L. Rev. 2155 (1994).

*A Systems Approach to Comparing U.S. and Canadian Reorganization of Financially Distressed Companies* (with L. LoPucki), 35 Harvard Int'l. L. J. 267 (1994) and in Jacob S. Ziegel, ed., Current Developments in International and Comparative Corporate Insolvency Law 109 (Oxford U. Press 1994).

*The Effects of Insolvency and Bankruptcy on Contract Performance and Adjustment*, 43 U. Toronto L. J. 679 (1993).

*A Theory of the Regulation of Debtor-in-Possession Financing*, 46 Vand. L. Rev. 901 (1993).

*Contractual Allocation of Unknown Risks: A Critique of the Doctrine of Commercial Impracticability*, 42 U. Toronto L. J. 450 (1992).

*Secured Debt under Conditions of Imperfect Information*, 21 J. Legal Studies 225 (1992).

*Mitigating the Collective Action Problem of Debt Enforcement Through Bankruptcy Law: Bill C-22 and its Shadow*, 20 Can. Bus. Law J. 242 (1992).

***Further details available on request.***