

**GREGORY KLASS**  
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<http://ssrn.com/author=363445>

## **PROFESSIONAL**

Georgetown University Law Center 2005-present  
Associate Dean of Research & Academic Programs,  
2020-present, 2012-2015  
Agnes N. Williams Research Professor, 2017-present  
Professor of Law, 2010-present  
John Carroll Research Professor, 2011-12  
Associate Professor, 2005-2010

Office of the New York State Attorney General 2003-2005  
Assistant Solicitor General

Hon. Guido Calabresi, U.S. Court of Appeals for the Second Circuit 2002-2003  
Law Clerk

Institut für Philosophie, Technische Universität Dresden 1996-1998  
Assistant Professor

### Visiting Positions

Faculty of Law, University of Freiburg September 2019  
Buchmann Faculty of Law, Tel Aviv University March 2017

## **DEGREES**

J.D. Yale Law School, 2002  
Ph.D. Dept. Philosophy, Graduate Faculty, New School for Social Research, 1999  
B.A. (Philosophy) Carleton College, 1990

## **LAW COURSES**

Contracts; Torts; Law of Deception; Fellows Seminar & Workshop; Advertising Law;  
Bargain, Exchange & Liability; Advanced Contracts; Law & Philosophy Workshop;  
Contemporary Legal Scholarship; Legal Justice; Contract Theory; Philosophy of Law

## PUBLICATIONS

### Books and Monographs

STUDIES IN CONTRACT LAW (Foundation Press) (with Ian Ayres)  
9TH EDITION (2017)  
8TH EDITION (2012)

PHILOSOPHICAL FOUNDATIONS OF CONTRACT LAW (Oxford University Press, 2014;  
paperback 2016) (editor with George Letsas and Prince Saprai)

INTERNATIONAL ENCYCLOPEDIA OF LAWS, CONTRACT LAW: USA (Wolters Kluwer 2009,  
updates through 2011)  
*Reprinted as* CONTRACT LAW IN THE UNITED STATES, 2D ED. (Wolters Kluwer 2011)  
CONTRACT LAW IN THE UNITED STATES (Wolters Kluwer 2009)

INSINCERE PROMISES: THE LAW OF MISREPRESENTED INTENT (Yale University Press  
2005) (with Ian Ayres)

### Articles, Essays and Book Chapters

*Promise, Agreement, Contract, in* RESEARCH HANDBOOK ON PRIVATE LAW THEORIES  
(H. Dagan & B. Zipursky eds., Elgar forthcoming)

*False Advertising Law, in* OXFORD HANDBOOK OF NEW PRIVATE LAW (Andrew Gold *et al.*  
eds., Oxford Univ. Pr. forthcoming)

*Contracts, Constitutions, and Getting the Interpretation-Construction Distinction Right,*  
18 GEO. J. L. & PUB. POL'Y 13 (2020)

*Boilerplate and Party Intent,* 82 LAW & CONTEMP. PROBS. 105 (2019)

*One-Legged Contracting,* 132 HARV. L. REV. F. 1 (2019) (with Ian Ayres)

*Parol Evidence Rules and the Mechanics of Choice,* 20 THEO. INQ. L. 457 (2019)

*Empiricism and Privacy Policies in the Restatement of Consumer Contract Law,* 36  
YALE J. ON REG. 45 (2019)

Symposium on the JReg Notice & Comment blog:

<https://www.yalejreg.com/topic/symposium-on-the-draft-restatement-of-the-law-of-consumer-contracts/>

## **PUBLICATIONS (cont.)**

*The Law of Deception: A Research Agenda*, 88 COLO. L. REV. 707 (2018)

*The Rules of the Game and the Morality of Efficient Breach*, 29 YALE J. L. & HUM. 71 (2017)

*What If Fiduciary Obligations Are Like Contractual Ones?*, in CONTRACT, STATUS, AND FIDUCIARY LAW 93 (Paul B. Miller & Andrew S. Gold eds., Oxford Univ. Pr. 2017)

*Introduction*, in PHILOSOPHICAL FOUNDATIONS OF CONTRACT LAW 1 (G. Klass, G. Letsas & P. Saprai eds., Oxford Univ. Pr. 2014)

*Efficient Breach*, in PHILOSOPHICAL FOUNDATIONS OF CONTRACT LAW 362 (G. Klass, G. Letsas & P. Saprai, eds., Oxford Univ. Pr. 2014)

*Against Endowment Theory: Experimental Economics and Legal Scholarship*, 61 UCLA L. REV. 2 (2013) (with Kathryn Zeiler)

*Promise Etc.*, 45 SUFFOLK U. L. REV. 695 (2012)

*To Perform or Pay Damages*, 98 VA. L. REV. 143 (2012) (comment on Markovits & Schwartz, *The Myth of Efficient Breach*, 97 VA. L. REV. 1939 (2011))

*Meaning, Purpose and Cause in the Law of Deception*, 100 GEO. L.J. 449 (2012)

*Implied Certification under the False Claims Act*, 41 PUB. CONT. L.J. 1 (2011) (with Michael Holt)

*Intent to Contract*, 95 VA. L. REV. 1437 (2009)

*Reprinted in part in* PERSPECTIVES ON CONTRACT LAW, 4TH ED. 317 (R. Barnett ed. 2009)

*A Conditional Intent to Perform*, 15 LEGAL THEORY 107 (2009)

*Three Pictures of Contract: Duty, Power and Compound Rule*, 83 N.Y.U. L. REV. 1726 (2008)

*Contracting for Cooperation in Recovery*, 117 YALE L.J. 2 (2007)

*New Rules for Promissory Fraud*, 48 ARIZ. L. REV. 957 (2006) (with Ian Ayres)

*The Very Idea of a First Amendment Right against Compelled Subsidization*, 38 U.C. DAVIS L. REV. 1087 (2005)

*Reprinted in* FIRST AMENDMENT LAW HANDBOOK: 2005-2006 EDITION 726 (Rodney A. Smolla ed., 2005)

## **PUBLICATIONS (cont.)**

*Promissory Fraud without Breach*, 2004 WIS. L. REV. 507 (with Ian Ayres)

*A Framework for Reading Kant on Apperception: Seven Interpretive Questions*, 94 KANT-STUDIEN 80 (2003)

### Other Publications

Contributor to New Private Law blog, available at: <http://blogs.law.harvard.edu/nplblog/>

*Empiricism and Privacy Policies in the Restatement of Consumer Contracts*, 36 YALE J. ON REG.: NOTICE & COMMENT (Feb. 28, 2019)

*S2ERC Project: Vendor Truth Serum* (Sept. 22, 2016) (with Eric Burger) (white paper analyzing DeWitt clauses in software contracts, NSF Grant No. 1362046), available at: [http://s2erc.georgetown.edu/sites/s2erc/files/documents/vts\\_technical\\_report.pdf](http://s2erc.georgetown.edu/sites/s2erc/files/documents/vts_technical_report.pdf)

*Three Pictures of Contract: Duty, Power and Compound Rule*, THE LEGAL WORKSHOP, April 27, 2008

*Writing on Insincere Promises*, THE SCRIVNER (Fall 2006)

*Promissory Fraud*, 78 N.Y. ST. B.J. 26 (May 2006) (with Ian Ayres)

INTERPRETATION, APPERCEPTION AND JUDGMENT: AN INQUIRY INTO KANT AND CONTEMPORARY PHILOSOPHY OF MIND (1999) (unpublished Ph.D. dissertation, Graduate Faculty of Political and Social Science of the New School for Social Research (New York))

GEIST UND WELT (1998) (translation of JOHN McDOWELL, MIND AND WORLD (1994), with Holm Bräuer and Thomas Blume)

### Works in Progress

*How to Interpret a Vending Machine: Smart Contracts and Legal Contracts*

*The Parol Evidence Rule: Past, Present and Future*

*The Compound Theory of Contract*

*Interpretation and Construction in Contract Law*

## PRESENTATIONS AND CONFERENCES

Organizer, Summer 2020 Online Contract Reading Group (approximately 70 participants from all over the world)

*How to Interpret a Vending Machine: Smart Contracts and Legal Contracts*  
Georgetown Law Summer Workshop, June 4, 2020

*False Advertising Law and Private Law Values*  
Oxford Handbook on Private Law Conference, Harvard University, Harvard University, March 15-16, 2019

*Contracts, Constitutions, and Getting the Interpretation-Construction Distinction Right*  
2018 Salmon P. Chase Faculty Colloquium & Lecture, Center for the Constitution, Georgetown University Law Center, December 1, 2018

*Empiricism and Privacy Policies in the Restatement of Consumer Contract Law*  
Haifa Law School Faculty Workshop, March 7, 2018  
Hebrew University Private Law Workshop, March 26, 2018  
Georgetown Law Faculty Workshop, August 29, 2017

*The Law of Deception: A Research Agenda*  
Private Law Theory Workshop, Faculty of Law, Tel Aviv University, March 7, 2018  
2017 Rothgerber Constitutional Law Conference, University of Colorado School of Law, April 14, 2017

*The Parol Evidence Rule and the Mechanics of Choice*  
Freedom, Choice, and Contract, Columbia Law School, October 13-14, 2017

*The Rules of the Game and the Morality of Efficient Breach*  
Workshop on Contract and Promise, Yale Law School, September 16, 2016  
Georgetown Law Summer Workshop, June 2, 2016

*Apt and Certain Words: Contract Interpretation, Construction and Theory,*  
Chapters 2 & 3  
Private Law Theory Workshop, Faculty of Law, Tel Aviv University, March 30, 2016  
Legal Theory Workshop, Fordham Law School, February 3, 2016  
North American Workshop on Private Law Theory, University of Toronto, October 23-24, 2015

*What If Fiduciary Obligations Are Like Contractual Ones?*  
Contract, Status and Fiduciary Law, McGill University, November 6 & 7, 2015  
Contract and Fiduciary Duty: Two Things or Just One?, University College London, July 9, 2015

10<sup>th</sup> International Conference on Contracts, Boyd School of Law, UNLV,

## PRESENTATIONS AND CONFERENCES (cont.)

February 27 & 28, 2015

Panelist, Roundtable on Tentative Draft No.1, Restatement of Consumer Contracts  
Panelist, Roundtable on Robin Kar, *Contract as Empowerment*

*Who Contracts and the Plural Functions of Contract Law, or Convergence by Design*

Harvard Private Law Colloquium, February 4, 2014  
Georgetown Law Faculty Workshop, January 29, 2013  
Georgetown Law Summer Workshop, May 31, 2011

*Apt and Certain Words: The Interpretation and Construction of Contracts*

Georgetown Law Summer Workshop, June 4, 2013

Co-organizer (with Prince Saprai and George Letsas), Bentham House Annual Conference 2013: The Philosophical Foundations of Contract Law, at University College London, May 10-11, 2013

*Efficient Breach*

The Philosophical Foundations of Contract Law, University College London, May 11, 2013

*Against Endowment Theory: Experimental Psychology and Legal Scholarship*

University of North Carolina School of Law, October 4, 2012  
Georgetown Faculty Workshop, January 17, 2012

*The Rules of the Game: Punitive Damages in Efficient Contracts*

Quinnipiac-Yale Dispute Resolution Workshop, April 13, 2012

Invited participant, ALI Law of Criminal Fraud Conference at Duke Law School, October 29, 2011

Organizer, Contract and Promise Workshop, at Georgetown University Law Center  
September 23-24, 2011; September 24-25, 2010; September 11-12, 2009; September 19-20, 2008; September 14-15, 2007

*Promise Etc.*

*Contract as Promise* at 30, Suffolk University Law School, March 24, 2011  
Georgetown Law & Philosophy Workshop, February 7, 2011

*Intent to Contract in Theory and Practice*

AALS Contracts Section Annual Meeting, Navigating Lombard Street in a Fog: Seeking (or Ignoring) Landmarks of Intent and Context, January 6, 2011

*Implied Certification Under the False Claims Act*

Georgetown Law Faculty Workshop, September 2010

## **PRESENTATIONS AND CONFERENCES (cont.)**

### *Meaning, Purpose and Cause in the Private Law of Information*

University of Washington School of Law Faculty Colloquium, February 2010

Co-Organizer, Endowment Effect Workshop, at Georgetown University Law Center, November 13, 2009

### *Regulating Information*

Contract Law: Interdisciplinary Perspectives, Hebrew University, June 2009

Georgetown Law Summer Workshop, June 2008

### *Powers and Duties*

Oxford Jurisprudence Discussion Group, Oxford University, April 2009

### *Intent to Contract*

Ayres Co-Author Conference, Yale Law School, February 2009

University of Georgia School of Law Faculty Workshop, October 2008

SMU Dedman School of Law Faculty Forum, October 2007

Georgetown Law Faculty Retreat, February 2007

### *Three Pictures of Contract*

Contract Theory Seminar, William And Mary Law School, October 2008

Georgetown Law and Philosophy Workshop, November 2007

Georgetown Law Summer Workshop, May 2007

### *Contracting for Cooperation in Recovery*

Stanford-Yale Junior Faculty Forum, Stanford Law School, June 2007

Georgetown Law Faculty Workshop, January 2007

University of Virginia Law School Faculty Workshop, October 2006

### *New Rules for Promissory Fraud*

Dan Dobb's Economic Torts Conference, Arizona Law School, March 2006

### *Promissory Fraud without Breach*

Freedom from Contract Conference, Univ. Wisconsin Law School, February 2004

## **ACADEMIC SERVICE**

Peer Review: Oxford University Press; Cambridge University Press; Israel Science Foundation; Law & Social Inquiry; Erkenntnis; Oxford Journal of Legal Studies; American Journal of Comparative Law; Law and Philosophy; Legal Theory; Queens Law Journal; Journal of Law, Information & Science; Journal of Law, Medicine and Ethics

## **ACADEMIC SERVICE (cont.)**

### Committees

Entry-Level Appointments, 2006-07, 2008-09, 2012-15, 2020-21  
Lateral Appointments, 2010-11, 2013-15, 2020-21  
University Committee on Rank and Tenure, 2018-20  
Library Director Search, 2019-20  
University Faculty Senate, 2018-20  
Fellows, 2008-11, 2011-15 (chair), 2015-16, 2018-19  
ABA Self-Study & Faculty Handbook (chair), 2016-18  
University Downtown Planning, 2016-18  
University Research Integrity, 2015-17  
University Research Integrity, 2013-15  
Campus Art, 2013-14 (chair)  
Institutes and Centers, 2012-13  
Legal Research and Writing, 2012-13  
Long-Range Planning, 2007-09, 2012-13  
Rank & Tenure, 2011-13  
Third-Year Curriculum, 2009-10  
Curriculum, 2007-08  
Journals, 2005-06

### **OTHER**

Admitted: New York State, Second Circuit Court of Appeals  
German (fluent); Spanish (fair)