

Curriculum Vitae

LAWRENCE PONOROFF

Tulane Law School
John Giffin Weinmann Hall
6329 Freret Street
New Orleans, LA 70118
lponoroff@tulane.edu
(520) 437-4493

ACADEMIC EMPLOYMENT:

Tulane University Law School

New Orleans, Louisiana

PROFESSOR EMERITUS OF COMMERCIAL & BANKRUPTCY LAW—2022-present

DEAN—2001 to 2009

MITCHELL FRANKLIN PROFESSOR OF PRIVATE AND COMMERCIAL LAW—2000-2009

VICE DEAN & PROFESSOR—1998-2001

PROFESSOR—1995-99

VISITING PROFESSOR—1994-95

Courses: Bankruptcy, Business Organizations, Commercial Paper, Contracts,
Sales, Secured Transactions

Awards: *Felix Frankfurter Distinguished Teaching Award*—1997
Black Law Students Association Community Service Award—1999
New Orleans City Business—Leadership in Law Award—2006

Michigan State University College of Law

East Lansing, Michigan

DEAN AND PROFESSOR OF LAW—2016-2020

PROFESSOR OF LAW—2020-2022

Courses: *Contracts, Bankruptcy, Secured Transactions, Sales & Leases*

The University of Arizona James E. Rogers College of Law

Tucson, Arizona

DEAN—2009-2012

SAMUEL M. FEGTLY CHAIR IN COMMERCIAL LAW—2009 to 2016

Courses: Contracts, Bankruptcy, Payment Systems, Secured Transactions

Awards: *John W. Strong Teaching Excellence Award*—2016
Arizona State Bar Service Award—2012

University of Michigan Law School

Ann Arbor, Michigan

VISITING PROFESSOR—Spring 1997

Courses: Commercial Transactions, Debtor/Creditor Law

Awards: *L. Hart Wright Teaching Excellence Award*—1997

The University of Toledo College of Law

Toledo, Ohio

PROFESSOR—1990-95

ASSOCIATE DEAN FOR ACADEMIC AFFAIRS & ADMINISTRATION—1990-92

ASSOCIATE PROFESSOR—1988-90

ASSISTANT PROFESSOR—1986-88

Courses: Agency/Partnership, Business Bankruptcy Reorganizations,
Debtor/Creditor Law, Corporations, Contracts, Secured Transactions

Awards: *University Outstanding Teaching Award*—1990-91
Law School Outstanding Professor Award—Spring 1991

Wayne State University Law School

Detroit, Michigan

VISITING PROFESSOR—Fall 1993

Courses: Corporations, Bankruptcy Reorganization Seminar

RELATED PROFESSIONAL EXPERIENCE

Judicial Conference of the United States

Washington, D.C.

Member, Advisory Committee on Federal Rules of Bankruptcy Procedure
(appointed by the Chief Justice of the United States)—2004-2010

Federal Judicial Center, Judicial Education Division

Washington, D.C.

- Member, Advisory Committee on Bankruptcy Judge Education (appointed by the Chief Justice of the United States)—2008-2014
- Moderator for semi-annual *Bankruptcy Update Program* broadcast to federal bankruptcy judges over the Federal Judicial Television Network—1998-2002

Administrative Office of the United States Courts

Washington, D.C.

Reporter and Consultant to the Long-Range Planning Subcommittee of the Committee on the Administration of the Bankruptcy System of the Judicial Conference of the United States—1992-94

PRIOR PROFESSIONAL EMPLOYMENT

Holme Roberts & Owen (now Bryan Cave Leighton Paisner)

Denver, Colorado

Partner —1984-1986

Associate —1978-1983

PUBLICATIONS

Books:

BANKRUPTCY: DEALING WITH FINANCIAL DISTRESS IN PERSONAL AND BUSINESSES CASES (with Epstein, Markell, and Nickles) Casebook and Teacher's Manual, West Academic Publishing

- (fourth edition, 2014)
- (fifth edition 2020)
- (sixth edition forthcoming 2024 (with Markell and Pardo)

A SHORT & HAPPY GUIDE TO BANKRUPTCY (with Markell), West Academic Publishing (2016) (second edition 2021)

MAKING AND DOING DEALS: CONTRACTS IN CONTEXT (with Epstein and Markell), Casebook and Teacher's Manual, LexisNexis (2002)

- second edition 2006
- third edition 2011 as **CASES AND MATERIALS ON CONTRACTS: MAKING & DOING DEALS** (West Academic Publishing)
- fourth edition (2014)
- fifth edition (2018)
- sixth edition (2022)

A SHORT & HAPPY GUIDE TO CONTRACTS (with Epstein and Markell), West Academic Publishing (2012) (second edition 2019)

CORE COMMERCIAL LAW PRINCIPLES: PAST, PRESENT & FUTURE (with Dolan and Markell), with Teacher's Manual, Thompson/West (2004)

BASIC CONCEPTS IN COMMERCIAL LAW: CASES AND MATERIALS (with Dolan), with Teacher's Manual, Thompson/West (1998) (2000 Supplement, with Revised Teacher's Manual, Thompson/West (2000))

COMMERCIAL BANKRUPTCY LITIGATION (with Snyder), Thompson/West (originally Clark Boardman & Co.) (1989 and Supplements. through 1995)

Articles:

Non-Collusive Foreclosure Sales and the Limits of the Preference Law, 97 *TULANE LAW REVIEW* (forthcoming 2023)

The Last Dance: Righting the Supreme Court's Greatest Bankruptcy Apostasy, 96 *AMERICAN BANKRUPTCY LAW JOURNAL* 199-245 (2022)

Allocation of Property Appreciation: A Statutory Approach to the Judicial Dialectic, 13 *WILLIAM AND MARY BUSINESS LAW REVIEW* 721-773 (2022)

Putting with a Pitching Wedge: Indiscriminating Termination of the Automatic Stay, 38 *EMORY BANKRUPTCY DEVELOPMENTS JOURNAL* 225-276 (2022)

The Resilience of the Equality Ethos in Bankruptcy, 30 *AMERICAN BANKRUPTCY INSTITUTE LAW REVIEW* 1-60 (2022).

A Contemporary Approach to Ride-Through, Ipso Facto Clauses, and the Nondefaulting Debtor, 21 *NEVADA LAW JOURNAL* 209-276 (2021)

Veiling Substance in Semantics: The Knotty State of the Earmarking Doctrine, 47 *FLORIDA STATE UNIVERSITY LAW REVIEW* 337-410 (2020)

Neither 'Twixt Nor 'Tween: Emerging Property Interests in Bankruptcy, 61 *ARIZONA LAW REVIEW* 101-154 (2019)

Rethinking Chapter 13, 59 *ARIZONA LAW REVIEW* 1-48 (2017)

Whither Recharacterization, 68 *RUTGERS UNIVERSITY LAW REVIEW* 1215-1292 (2016)

Bankruptcy Preferences: Recalcitrant Passengers Aboard the Flight From Equality, 90 *AMERICAN BANKRUPTCY LAW JOURNAL* 329-398 (BAPCPA at Ten Symposium Issue) (2016)

Constitutional Limitations on State-Enacted Bankruptcy Exemption Legislation and the Long Overdue Case for Uniformity, 88 *AMERICAN BANKRUPTCY LAW JOURNAL* 353-410 (2014). (Selected to receive the 2015 Editors' Prize for Best Article of 2014)

Reclaim This! Getting Credit Seller Rights in Bankruptcy Right, 48 *UNIVERSITY OF RICHMOND LAW REVIEW* 733-797 (2014)

Hey, The Sun is Hot and the Water's Fine: Why Not Strip Off That Lien, 30 *EMORY BANKRUPTCY DEVELOPMENTS JOURNAL* 13-71 (2013)

Having One's Property and Eating it Too: When the Article 9 Security Interest Becomes a Nuisance (co-authored), 82 *NOTRE DAME LAW REVIEW* 373-428 (2006)

Principles of Preclusion and Estoppel in Bankruptcy Cases (co-authored), 79 *AMERICAN BANKRUPTCY LAW JOURNAL* 839-892 (2005)

The Dubious Role of Precedent in the Quest for First Principles in the Reform of the Bankruptcy Code: Some Lessons from the Civil Law and Realist Traditions, 74 *AMERICAN BANKRUPTCY LAW JOURNAL* 173-226 (2000)

Exemption Impairing Liens Under Bankruptcy Code Section 522(f): One Step Forward and One Step Back, 70 *UNIVERSITY OF COLORADO LAW REVIEW* 1-72 (1999)

The Immovable Object Versus the Irresistible Force: Rethinking the Relationship Between Secured Credit and Bankruptcy Policy (co-authored), 95 *UNIVERSITY OF MICHIGAN LAW REVIEW* 2234-2307 (1997)

Exemption Limitations: A Tale of Two Solutions, 71 *AMERICAN BANKRUPTCY LAW JOURNAL* 229-258 (1997)

Desperate Times and Desperate Measures: The Troubled State of the Ordinary Course of Business Defense--And What to Do About It (co-authored), 72 *UNIVERSITY OF WASHINGTON LAW REVIEW* 5-71 (1997)

Vicarious Thrills: The Case for Application of Agency Rules in Bankruptcy Dischargeability Litigation, 70 *TULANE UNIVERSITY LAW REVIEW* 2515-2563 (1996)

Debtors Who Convert Their Assets on the Eve of Bankruptcy: Villains or Victims of the Fresh Start (co-authored), 70 *NEW YORK UNIVERSITY LAW REVIEW* 235-325 (1995)

Now You See It, Now You Don't: An Unceremonious Encore for Two-Transfer Thinking in the Analysis of Indirect Preferences, 69 *AMERICAN BANKRUPTCY LAW JOURNAL* 203-257 (1995)

Construction Claims in Bankruptcy: Making the Best of a Bad Situation, 11 *EMORY BANKRUPTCY DEVELOPMENTS JOURNAL* 343-403 (1995), reprinted in *THE LAW OF DISTRESSED REAL ESTATE*, Chap. 36 (West Group 1985-2002)

Enlarging the Bargaining Table: Some Implications of the Corporate Stakeholder Model for Federal Bankruptcy Proceedings (Bankruptcy Reform Symposium), 23 *CAPITAL UNIVERSITY LAW REVIEW* 441-498 (1994)

Evil Intentions and an Irresolute Endorsement for Scientific Rationalism: Bankruptcy Preferences One More Time, 1993 *UNIVERSITY OF WISCONSIN LAW REVIEW* 1439-1523

The Limits of Good Faith Analyses: Unraveling and Redefining Bad Faith in Involuntary Bankruptcy Proceedings, 71 *UNIVERSITY OF NEBRASKA LAW REVIEW* 209-303 (1992)

The Implied Good Faith Filing Requirement: Sentinel of an Evolving Bankruptcy Policy (co-authored), 85 *NORTHWESTERN UNIVERSITY LAW REVIEW* 919-992 (1991)

Involuntary Bankruptcy and the Bona Fides of a Bona Fide Dispute, 65 *INDIANA UNIVERSITY (Bloomington) LAW JOURNAL* 315-365 (1990)

Essays:

What's Really Wrong with Legal Education and What You Can do About it, 50 *UNIVERSITY OF TOLEDO LAW REVIEW* 323-333 (2019) (Deans' Leadership in Legal Education Series Issue XIV)

Competing With Jerry's Kids: The Moral Case for Law School Development, 40 *UNIVERSITY OF TOLEDO LAW REVIEW* 395 (2009) (Deans' Leadership in Legal Education Series Issue IX)

From Water Closets to Alumni Relations: A Few Reflections on Where the Dean's Time is Most Productively Deployed, 36 *University of Toledo Law Review* 137 (2004) (Deans' Leadership in Legal Education Series Issue V)

Law School/Central University Relations: Sleeping with the Enemy, 34 *UNIVERSITY OF TOLEDO LAW REVIEW* 134 (2002) (Leadership in Legal Education Symposium Issue III)

A Second Look at the Uniform Bankruptcy Exemptions: Tennessee as an Example, 28 *UNIVERSITY OF MEMPHIS LAW REVIEW* 647 (1998)

New Value Plans in Single Asset Cases: Is the Commission's Proposal an Effective Bar to Reorganization? 7 *JOURNAL OF BANKRUPTCY LAW AND PRACTICE* 291 (1998)

Procedural Exemptions and the Taylor Legacy, 7 *JOURNAL OF BANKRUPTCY LAW AND PRACTICE* 397 (1998)

Why Don't You Stay? The Current State of the Law Concerning the Enforceability of Prefiling Stay Waivers, 7 *JOURNAL OF BANKRUPTCY LAW AND PRACTICE* 505 (1998)

Modifying Wholly Unsecured Home Mortgage Loans in Chapter 13: If They're Underwater, Let 'Em Drown, 7 *JOURNAL OF BANKRUPTCY LAW AND PRACTICE* 625 (1998)

Surf's Up, Dude: Riding Through Bankruptcy, 7 *JOURNAL OF BANKRUPTCY LAW AND PRACTICE* 101 (1997)

Select Other Writings:

Amicus Curiae brief in Bartenwerfer v. Buckley, No. 21-908, in the Supreme Court of the United States (2022)

“An Ode to Ted” (Dean’s Tribute), 53 ARIZONA LAW REVIEW 363 (2011)

“Judging” Judge Feldman: The L.C. Stands for Leach-Cross, 78 TULANE LAW REVIEW 503 (2004)

Foreword to Third Edition, A.N. YIANNPOULOS, **PREDIAL SERVITUDES, LOUISIANA CIVIL LAW TREATISE** (Thompson/West 2004)

Thomas J. Andre, Jr.: A Friend’s Remembrance, 76 TULANE LAW REVIEW 1 (2001)

Foreword to Fourth Edition, A.N. YIANNPOULOS, **PROPERTY, LOUISIANA CIVIL LAW TREATISE** (Thompson/West 2001).

Analysis of Bankruptcy Exemption Policy, report prepared with Hon. William H. Brown for the National Bankruptcy Review Commission, 1997, available at: <http://govinfo.library.unt.edu/nbrc/reportcont.html>

SELECT INVITED LECTURES, SPEECHES, & PRESENTATIONS

Luncheon Speaker, Federal Bar Association for the Western District of Michigan, Bankruptcy Section—Grand Rapids, MI—2017

Speaker, Bankruptcy Exemptions Seminar, Debtor and Creditor Section of the Oakland County Bar Association—Bloomfield Hills, MI—2017

Panelist for the symposium on *BAPCPA at 10*, Plenary Session at the Annual Meeting of the National Conference of Bankruptcy Judges—Miami, FL—2015

17th Biennial Judge Joe Lee Bankruptcy Institute, Lexington, KY—2015

National keynote speaker for 24th Annual Bankruptcy Seminar & Retreat for the Bankruptcy Bar Association for the Eastern District of Washington, Winthrop, WA—2014

Keynote address for 24th South Carolina Bankruptcy Law Association Annual Seminar, Asheville, NC—2014

11th Annual Emory Bankruptcy Developments Journal Symposium, Emory University, Atlanta, GA—2014.

The Challenges for Legal Education and Services After the Crash, Tucson Cardozo Society, Tucson, AZ—2012

U.S. District Court of Arizona Annual Conference, keynote speaker—Phoenix, AZ—2012

Office of Risk Management & Disaster Response, Suffolk University, Boston, MA—2010

Society of American Law Teachers, panelist on topic of *“Law School Clinics & Political Pressures,”* Southeastern Association of Law Schools, Hilton Head, NC—2011

ABA Deans’ Workshop, Panel on *“The Dean’s Dual Role: University Leader and Law School Negotiator,”* Chicago, IL—2009

Promoting Diversity in Law School Leadership, panelist on topic of *“Deaning During Tough Times,”* Seattle University School of Law, Seattle, WA—2009

American Bar Association New Dean’s Seminar—Opening Dinner Address, Jackson Hole, WY—2009

Annual ABA Deans’ Workshop, Panel on the *The Dean as Financial Manager,* Phoenix AZ—2009

Louisiana State Bar Association, Conclave on Diversity in the Legal Profession, New Orleans, LA—2008

Oklahoma Bar Association Advanced Bankruptcy Seminar, Oklahoma City, OK—2007

St. John’s University School of Law, Bankruptcy Scholar Program, Queens, NY—2007

13th Biennial Judge Joe Lee Bankruptcy Institute, Lexington, KY—2007

Southern Regional Conference of the Society of College and University Planners, Atlanta, GA—2006

Law School Admissions Council, Annual Meeting and Educational Conference, plenary session on *When Disaster Strikes,* Toronto, Ontario—2006

University of Toledo College of Law Distinguished Lecture Series—2006

Northwest Bankruptcy Institute, Seattle, WA—2005

American Bankruptcy Institute Litigation Skills Symposium, New Orleans, LA—2005

Council for Advancement and Support of Education: Graduate and Professional School Fundraising Conference, New Orleans, LA—2005

Annual Meeting of the National Conference of Bankruptcy Judges, Boston, MA—2003

Smithsonian Institution/American Association of Museum (ALI/ABA Course of Study on Legal Problems of Museum Administration), New Orleans, LA—2003

Fifth Circuit Fellows of the American College of Bankruptcy, New Orleans, LA—2003

Keynote Address for the Annual Meeting of the Louisiana Law Institute, New Orleans, LA—2002

Faculty Workshops, Emory University School of Law, Atlanta, GA—March and September of 2000

Faculty Workshops, Georgia State University College of Law, Atlanta, GA—March and September of 2000

University of Texas Bankruptcy Conference, Austin, TX—2000

American Bankruptcy Institute, Winter Leadership Meeting, Phoenix, AZ—2000

Faculty of the Annual Southeastern Bankruptcy Law Institute, Atlanta, GA—2000

Bankruptcy Education Program, Louisiana State University Law Center, Baton Rouge, LA—1999 and 2001

Louisiana Bankers' Association, New Orleans, LA—2000

North Carolina Eastern Bankruptcy Institute, Myrtle Beach, SC—2000

Annual Meeting of the National Conference of Bankruptcy Judges, San Diego, CA—2000

Federal Judicial Center, Bankruptcy Judges Workshops, Seattle, WA, Denver, CO, New Orleans, LA—1998-2000

Lecturer for the Insolvency and Reorganization Practice Group Retreat for LeBoeuf, Lamb, Greene & MacRae, New York, NY—1999

Northwest Bankruptcy Institute, Seattle, WA—1999 & 2005

Stetson College of Law Bankruptcy Seminar, Clearwater Beach, FL—1998

Mid-South Conference on Bankruptcy Law, Memphis, TN—1998

American Bankruptcy Institute, Southeastern Bankruptcy Workshop, Amelia Island, FL—1997

Keynote Address for the North Carolina Bar Foundation Bankruptcy Seminar, Pinehurst, NC—1997

Midwest/Midsouth Bankruptcy Institute, Lexington, KY—1997

Faculty Workshop, Wayne State University Law School, Detroit, MI—1997

Faculty of the Annual Southeastern Bankruptcy Law Institute, Atlanta, GA—1996

Mississippi Bankruptcy Conference, Inc., Jackson, MI—1996

Annual Meeting of the National Conference of Bankruptcy Judges, San Diego, CA, New Orleans, LA—1996

Faculty Workshop, University of Georgia College of Law, Athens, GA—1996

University of Texas Bankruptcy Conference, Austin, TX—1995

Faculty of the Annual Southeastern Bankruptcy Law Institute, Atlanta, GA—1994

Bankruptcy Symposium, Capital University Law and Graduate Center, Columbus, OH—1994

Eastern District of Pennsylvania Annual Bankruptcy Conference, Princeton, NJ—1994

Keynote Speech, Toledo Bar Association Law Day Luncheon—1992

OTHER PROFESSIONAL ACTIVITIES

Consultant to Wilmington University School of Law in connection with formation and accreditation, and teaching faculty member beginning 2023, 2022—present

Co-Chair, Committee on Adjunct/Part-Time Faculty, Section for Legal Education and Admissions to the Bar, 2019—current

Member, State Bar of Michigan, Standing Committee on Law School Deans, 2016-2020

Member, Nominating Committee of the Association of American Law Schools, 2016-17.

American Bankruptcy Institute Podcast Debate with Hon. Judith Fitzgerald re: *Baker Botts L.L.P. v. Asarco LLC* at <http://www.abi.org/podcasts/bankruptcy-judge-and-scholar-debate-professional-fee-issue-currently-before-supreme-court>, and post-decision media teleconference at <http://www.abi.org/educational-brief/bankruptcy-experts-discuss-supreme-courts-ruling-in-baker-botts-llp-v-asarco-llc>.

Honorary Master of the Bench of the Arizona Bankruptcy American Inn of Court, Phoenix, AZ, 2012-2016

Chair, Law School Deans' Committee, State Bar of Arizona, 2011-12

Member, Arizona Prosecuting Attorneys' Advisory Council, 2012

Member, U.S. Ninth Circuit Merit Screening Committee, District of Arizona Bankruptcy Judgeships, 2012-2014

Chair, University of Arizona Sr. Vice President & General Counsel Search Advisory Committee, 2011-2012

Co-Chair, ABA Annual Law Deans' Workshop, San Diego, CA—2012

Member, Access to Justice Task Force, Arizona State Bar—2011-current

Member, Planning Committee, AALS Workshop for Deans and Law Librarians: Reconciling Core Values and the Bottom Line, San Francisco, CA—2011.

Member, Board of Governors, State Bar of Arizona (ex officio)—2009-2012t

Member, ABA Site Evaluation Inspection Team in connection with sabbatical reaccreditation of Emory University Law School (2008)

Member, Graduate Legal Education Committee, ABA Section for Legal Education and Admissions to the Bar—2004 (Chair, 2006-08)

Member, President's Leadership Group, 12-person team formed to coordinate the rebuilding and re-opening of Tulane's campuses after Hurricane Katrina—2005-06

Member, Tulane University Research Council— 2006-2009

Member, Board of Directors, Louisiana Supreme Court Historical Society—2005-2009

Member, Diversity Committee of the Louisiana State Bar Association—2004-2009

Honorary Member, Advisory Committee for the National Pro Bono Celebration, American Bar Association—2008-09

Member, Advisory Board of the *American Bankruptcy Institute Law Review*—2000-06

Member, Orleans Parish School Superintendent Search Committee—2002-03

Member, Board of Governors, Louisiana State Bar Association—2001-03

Executive Committee, AALS Section on Debtor/Creditor Rights—2002-03

Member, Board of Directors, *American Board of Certification*, national credentialing authority for insolvency professionals—2000-06

Southeastern Bankruptcy Law Institute Professor-in-Residence, Georgia State University, Atlanta, GA—2000

Organized, and administered for the Federal Judicial Center a three-day program at Tulane Law School for 50 bankruptcy judges from around the United States in 2001, and a similar program for 50 Article III judges held in May of 2007 focused on legal issues surrounding disaster recovery

Faculty Advisor, *Tulane Law Review*, 1997-98, 1999-2001

Panelist, National Bankruptcy Review Commission Hearings on Consumer Bankruptcy Policy, Washington, D.C.—1996 & 1997

American Bankruptcy Law Journal Fellow (awarded by the Board of Governors of the National Conference of Bankruptcy Law Judges)—1995

Discussion Leader, Annual Bankruptcy Judges Roundtable, National Conference of Bankruptcy Judge, New Orleans, LA—1995

Moderator, Corporate Law and Social Policy Colloquium, University of Toledo College of Law—1990 & 1992

Chair, Bankruptcy CLE Planning Committee, Toledo Bar Association—1991-94

Lecturer, Ohio BAR/BRI Review Course—(corporations law)—1991-97

Lecturer, BAR/BRI Review Course—Louisiana (negotiable instruments law)—1995-2009.

Co-Founder and Executive Director, "*For The Children*" Literacy Program—New Orleans, LA—1994 to 2009

EDUCATION

Stanford Law School

Juris Doctor, awarded June 1978

Loyola University of Chicago

Bachelor of Arts, *Summa Cum Laude*, Honors Program, awarded June 1975

BAR MEMBERSHIPS

Colorado: Admitted 1978

U.S. Court of Appeals (10th Cir.) Admitted 1978

Ohio: Admitted 1988

U.S. Supreme Court: Admitted 2008

PROFESSIONAL MEMBERSHIPS/RECOGNITION

American Law Institute (elected 2000)

Fellow, American College of Bankruptcy (elected 2004)

Life Fellow, American Bar Foundation (elected 2007)

American Bar Association

American Bankruptcy Institute

Fellow, Louisiana Bar Foundation (2001-09)