

## DIRECTOR'S MESSAGE



This letter is my first as the Director of the ALI. It is truly daunting to follow in the footsteps of the five prior directors: William Draper Lewis, Herbert Goodrich, Herbert Wechsler, Geoffrey Hazard, and Lance Liebman. My two living predecessors have been wonderfully supportive during the transition. I very much enjoyed and learned a great deal from my visit with Geoff Hazard in his San Francisco office. Geoff was my Civil Procedure professor. I found him daunting as a first-year law student and I find his intellectual breadth and his enormously exacting standards daunting even now. Over a period of several months, Lance guided me patiently and skillfully through all of the things that I needed to learn to avoid an embarrassing start. He leaves us with a record of great accomplishment, reflected in the 19 projects that were completed during his tenure, the 13 ongoing projects that I am inheriting, the international partnerships that he launched, and the warmth and humor he brought to all his interactions. We all owe Lance enormous gratitude for his extraordinary leadership and I owe him special gratitude for his very generous mentorship.

What I found most attractive when I was first approached about this position was that, in a society plagued by division and distrust, the ALI stands as a shining example of how judges, lawyers, and academics can work productively on projects of great public importance, and where the currency of the realm is the strength of the argument and the persuasiveness of the written word, rather than the position of interest groups.

In my first five months on this job, I've been able to observe first-hand how well this process works. The leadership of this organization is extraordinary. It is a real privilege to work daily with our President, Roberta Ramo, and our Deputy Director, Stephanie Middleton. More broadly, I marvel at the dedication of Council members, who bring such care and insight to the evaluation of drafts across very broad areas. For each project, the Advisers and Members Consultative Group are sources of insights that greatly improve the quality of the drafts. The active participation of our members, displayed so clearly at our Annual Meetings, is essential to the legitimacy of our projects,

which is based in large part on the bicameral approval process of each project by the Council and by the membership at an Annual Meeting. And for all the parts of this complex process to be effective, Stephanie's talented staff at the ALI's Philadelphia headquarters is essential.

At its meeting last month, the Council approved four new projects. Three are Restatements, in the areas of Conflict of Laws, Copyright and Property. The fourth is a Principles project: Principles of Compliance, Enforcement and Risk Management for Corporations, Nonprofits, and Other Organizations.

Restatements are addressed primarily to the courts and rely primarily on sources of positive law. A Restatement is engaged in the same inquiry as an excellent common law judge. But what a Restatement can do that a busy common law judge, however distinguished, cannot is to engage the best minds in the profession over an extended period of time, with access to extensive research, being able to test rules against disparate fact patterns in many jurisdictions, in the quest to determine the best rule. Two of our just-launched Restatements—Conflicts and Property—deal with areas of longstanding ALI concern. Our first Restatements in these areas were completed in 1934 and 1944, respectively.

Copyright, in contrast, is a new field for us. It is a departure from our typical Restatement, which deals with traditional common law areas. Copyright, of course, is predominantly a statutory area, but it is fitting for a Restatement because of the broad discretion that judges must exercise on key concepts such as the subject matter covered by copyright and the nature of fair use.

Unlike Restatements, Principles projects are addressed primarily to other institutions, such as legislatures, administrative agencies, and private actors. Our new Principles project will be addressed primarily to private organizations. Over the past decade, compliance, enforcement, and risk management have emerged as fundamental components in internal controls in complex organizations, both in the United States and around the world. Despite some partial efforts, there is still no consensus of "best practices" in this enormously important area. My hope—and expectation—is that we will fill that void.

The ALI was founded in 1923 and in nine years we'll be celebrating our 100th anniversary. That will be a great time to take stock of our accomplishments to date and the directions in which we want to focus during our second century. My hope is that by the time of our anniversary, we will have completed all the projects now in the pipeline, the four projects that Council just approved and a number of others that I will recommend in the coming years. To make this possible, our new projects will typically be directed by a Reporter and three to five Associate Reporters, each of whom will be responsible for drafting portions of the project, working closely with the Reporter. It is therefore fitting that I end by expressing my enormous gratitude to all of the Reporters working on our projects. They are leading scholars in their respective fields who dedicate an extraordinary amount of time and effort to this endeavor.