

Judge Raymond J. Lohier, Jr. (NY): Good morning. Although I'm here as Chair of the Awards Committee to present her with the Distinguished Service Award, I really think we also need to present Carol an award for chairing yesterday's Consumer Contracts discussion. *(Laughter) (Applause)* We'll figure out how to get that award to you, Carol, next year.

Since it was established in 2006, the Distinguished Service Award has been presented to an officer or committee chair of the ALI who has played a major role in the ALI's work. Past recipients include ALI Presidents and longtime committee chairs whose work and thinking profoundly shaped the Institute.

Last year, the Awards Committee revised the criteria for the Distinguished Service Award to allow the Council to present the award to Council members and project participants who are not officers or committee chairs, but who are widely recognized for their truly outstanding contributions to the ALI.

When the Awards Committee voted to approve this revision, the names Carol and Lee were never mentioned, at least not together. But we all secretly had Carol Lee's name in mind.

Now anyone who knows Carol also knows that she hates to talk about herself. So I'll spend just a little time doing that for her. And it turns out that there are many facets of Carol Lee that you may not know about. Let me name just a few.

Many of you may not know that she was born in Montreal, as I was, and is a great Canadian American. You may also not know that over the years, she's taken an avid interest in her family's roots in China and also proudly identifies as Chinese American.

She was a Marshall Scholar at Oxford, and I have it on very good authority that she had a perfect record, with a top grade in every single course she took at Yale Law School, before becoming the first law clerk from Yale good enough to clerk for Justice Stevens.

So it's fair to say that Carol is also a really, really, really smart American. In fact, her husband, David, told me that Carol is the smartest and most detail-oriented person he's ever met—and David is here. That statement, in any other context, would have been relatively unremarkable had David not clerked for Henry Friendly.

Today, though, I want to focus on Carol as a great ALI American. As much as anyone I know, she embodies what this Institute is about, what Justice Kennedy, you'll recall, described on Monday. Few of us can match the depth of her commitment and devotion to the ALI or the scope of her contributions to its work or its projects.

In fact, she keeps the ALI in the family. David, for example, her husband, is a life member

of the ALI, and her brother, her younger brother Ron, is also an ALI member.

Carol's tenure on the ALI has been remarkable. Since her election to the ALI 11 years ago and to the Council seven years ago, she has attended every single Council meeting and all but one Annual Meeting.

She served on the Projects Committee and the Investments Committee, and she's been an Adviser and Consultative Group member who's helped to guide us brilliantly through a number of Restatements, including, as we all saw yesterday, the Restatement on Consumer Contracts.

In a profile piece for the Yale Law Women website a few years ago, Carol lamented that her attention to detail can sometimes be "too much of a good thing." Well, all that I can say, Carol, is that that attention to detail has been fantastic for the ALI. No one takes more seriously than Carol her responsibility to review project drafts slated for Council discussion. She seems to literally consume drafts like catnip.

It's apparently not an exaggeration to say that Carol reads from cover to cover, word for word, each of the six or seven sizable drafts that the Council or the membership is set to review. She comes completely, and I mean completely, prepared for each and every discussion.

And the Reporters have now come to expect several, six to 15, typed pages of tightly reasoned and comprehensive comments from Carol in advance of meetings. Comments, by the way, that not only address substantive legal issues, but also suggest improvements to language, organization, and sentence structure, point out typos and correct mistaken cross-references, and we've all seen those.

Every ALI Restatement or Principles over the last several years has been touched by Carol's exacting eye, improved by her pointed suggestions, or stumbled under the force of her precise and very careful criticism.

Carol's incredible contributions to the Institute's academic work, her unrivaled level of civil participation in meetings, and her painstaking review of project drafts all set a nearly impossible example for her many friends and colleagues in this room, including me. Her remarkable dedication and profound commitment to the ALI's work reflects the Institute's founding purpose of clarifying, modernizing, and improving the law.

That is why her colleagues on the Council thought her so obviously worthy of this important award. It is my privilege, therefore, to present the Distinguished Service Award to a great ALI American, Carol Lee.

(Ms. Lee received a standing ovation.)

Ms. Carol F. Lee (NY): Thank you very much, Ray.

When I was told that I was going to receive the Distinguished Service Award, I realized that I had come full circle from third grade. I was an eager little girl in Mrs. Rita Would's class at Lakeside Heights Elementary School. Whenever Mrs. Would made a spelling mistake in writing something on the blackboard, I felt the need to put up my hand and point out the error. *(Laughter)* She probably didn't appreciate it.

During the course of my career, I've had to learn to rein in my impulse toward perfectionism. Depending on the context, it sometimes isn't appropriate to take the time and effort to get every single word absolutely right, much as I would have liked to do so.

But when I became a member of the ALI and then a member of the Council, I discovered, to my delight, that this is an organization that actually wants people to point out errors and suggest changes. The Reporters have been very receptive to the comments I send them, based on careful, close reading of their drafts. One of them even told me that he wished he could get me to review everything he wrote.

A somewhat irreverent way to put it is that the ALI has given me the opportunity to indulge my inner third grader. When I joined the Council, I started to read drafts with greater care so that I would be well prepared for deliberation with people who are giants in the legal profession. I had been told that, as a Council member, I should read one or two drafts carefully and skim the rest.

But I had a problem. I've never learned how to skim. So I found myself closely reading all or nearly all of the Council drafts. Having done this, the natural next step is to write up the comments and send them to the Reporters. But first, I edit my own comments for clarity and consistency. I can't help it.

On the typical project, I start out without prior knowledge or preconceived notions. Engaging closely with the drafts is a way for me to learn a new area of the law. I and other nonspecialist readers of drafts are a proxy for an important part of the readership of ALI publications—judges, lawyers, teachers, and students who are looking for a clear, thoughtful guide to the ways the courts have addressed the major issues in an area of law.

A nonspecialist doesn't know the received wisdom and, therefore, can ask questions that lead the Reporters to take a second look. Why do these rules sound inconsistent with each other? Why doesn't the draft mention an issue that seems closely related to issues that are discussed? And if this is the rule, why is the case-law support in the project—in the Reporters' Notes so thin?

Other comments seek to clarify and improve the presentation of the ideas—topic sequence, paragraph structure, clarity of wording. I even point out typos while I'm at it. Generally, I think the goal of nonspecialist readers like me is to help the Reporters say what they want to say in the clearest and most consistent way. I'm well aware that they're the experts on the subject and not I. There is no subject on which I claim to be an expert.

This award is not so much a tribute to me personally, although it is a great honor, as it is a sign of the importance that our Institute places on all of us working together to produce the best possible Restatements of the Law, Principles of the Law, and model statutes. Every member can and ought to participate in the collective enterprise of the ALI.

An acceptance speech is incomplete without a few thank yous. So, first and foremost, I'd like to thank my mother, Mary Lee, who came up with the idea that I ought to go to law school rather than become a history Ph.D., desperately looking for a job.

Mom, a stay-at-home mother who had a master's degree in literature, taught me more about good writing than any of my schoolteachers or professors. Both she and my father, Frank B. Lee, an engineer, would be very proud of me today.

And I'd like to thank my husband, David Seipp, now an ALI life member. He's a law professor at Boston University and a legal historian. He's my greatest supporter and best editor. He encouraged me to become a member of the ALI. I turn to David regularly, as I'm reading ALI drafts, to help me figure out what would a reasonable person do or whether some reasoning makes sense.

In 2016, the night before I interviewed Justice Stevens on stage at the Annual Meeting, I asked David to play Justice Stevens in a mock interview to help me prepare. He did a great job. *(Laughter)*

Thanks also to my friends Ellen Pryor and John Beckerman, who, together with David, put me forward for ALI membership. And I'm grateful to Roberta Ramo and the late Dan Meltzer for calling to invite me to join the Council.

Finally, this occasion gives me the opportunity to urge all of you to participate actively in the process of improving ALI drafts. Broad participation results in better work product. At ALI meetings, Council meetings, Advisers and MCG meetings, and Annual Meetings, no matter how closely I read the draft, fellow members point out numerous drafting issues and substantive issues that hadn't occurred to me.

As Reporter Ward Farnsworth said last year upon the completion of his project on Torts: Economic Harm: "[A] central principle of the ALI is that everybody is smarter than anybody." The more people who look with care at a draft, the better it will be. And the more that you engage with the ALI process, the more fulfilling you will find ALI membership to be.

In a sense, I'm getting this award on behalf of every member of this organization who has contributed to the Institute's work by making a suggestion, raising a question, or offering a comment on a draft.

I love the ALI and what it stands for, the clarification and improvement of the law through reasoned discourse and the civil exchange of ideas. I am honored and humbled to receive this award. Thank you.

(Ms. Lee received a standing ovation.)