

On Tax—Larry Pasini of Pasini Law

Len Teti: Welcome to On Tax—A Cravath Podcast. I'm Len Teti, a partner in the Tax Department of Cravath, Swaine & Moore, a premier U.S. law firm based in New York City. On each episode of On Tax, I talk to professionals in the Cravath network about their life and work in the world of tax. We focus on the human side of tax law, highlighting the people, connections and stories that make this space such a fascinating and dynamic area of practice. I hope you enjoy this episode.

On this episode, we meet Larry Pasini. Larry grew up in Queens and started in the tax world as a benefits associate in the late '80s. His career has grown with the practice of employee compensation and benefits, and he worked at three of the top firms in New York City, including Cravath, before starting his own firm in 2017. Larry, welcome to the podcast and thanks for joining us.

Larry Pasini: Thanks very much, Len, for inviting me.

Len: So, Larry, we first met when you were at Cravath, several years ago, sort of at the second half of your career, but I want to talk about how you came to tax, and maybe more generally, how you came to the law in the first place. So, can we start there and can you tell me a little bit about that?

Larry: Sure, that sounds like a good place to start. I grew up in Queens, New York, and my grandparents were immigrants from Italy and my parents were first generation. As soon as my grandparents got off the boat, they were born, they worked at, I would say, you know, mid-level or low-level jobs and I grew up kind of poor in Queens.

And it was always a goal of mine to become a lawyer, and my father thought it was a good idea, too. I would speak to him about it and he said, "Yeah, become a lawyer, that might be a good thing."

So, I had that in the back of my mind. My goal was, though, to go to college. I knew that if I didn't get a scholarship, I wasn't going to college, or at least not the college that I would want to go to. I wound up doing really well in high school and doing well on the SATs so I got a scholarship to Fordham and I wound up doing very well at Fordham, and then I got a scholarship to St. John's Law and I went there as well. And I wound up being the editor-in-chief of the Law Review and that's how I wound up in law, at least.

Len: That's an amazing New York story.

Larry: Yes, I'm told that all the time by my colleagues and friends and they all want to hear that. And it's just wonderful to be able to have that joy of putting your mind to something and getting it done.

I also met my wife in college, which is kind of cool. I played in the Fordham band, and she was a band member, too, so I met her in the band and we didn't get married in college, but we got married right when I graduated law school. So that was another nice thing about going to Fordham.

Len: We've never talked about this, I don't think. But I was the conductor of the Princeton band in college.

Larry: Oh you were, that's cool.

Len: And I'm a trombone and sousaphone player, so.

Larry: It must be something about tax and music, right?

Len: Italian guys and tax lawyers and college marching bands. It's amazing.

Larry: Gotta be. Gotta be. Oh yeah. The Fordham fight song.

Len: So, tell me, it must've been some point in law school that you first encountered tax as a professional career path. Is that right?

Larry: That is right, Len. I was on the—in second year, I made Law Review, and the editor-in-chief was a woman, Tonianne Florentino, really super lawyer and terrific person. And she took an interest in my career and she suggested that maybe I write a note about ERISA, which is the Employee Retirement Income Security Act of 1974. That was obscure to me and completely unknown to me. But she just thought that would be, you know, I was asking her for suggestions, because she had worked at Cleary for the summer and I didn't even know what a law firm was, by the way—so I, you know, less a big law firm like Cleary. I was like, well, any hot areas you think I should think about and look into?

And she suggested I write my note on that and I wrote my note then on severance pay claims after a sale of assets, what happens under ERISA. And that kind of got me into both employment and ERISA, and then I joined Shearman & Sterling as a summer associate that year and I met Henry Blackiston, who was, at the time, a very senior guy and head of the executive comp team, and John Cannon. And still friends to this day. And the group was started, but it was kind of the nascent years; it was 1986, 1987. And I joined the executive comp or employee benefit group at Shearman, just based on that note and just based on Tonianne's suggestion and experience.

Len: It probably makes sense to take a moment and explain a little bit about this field itself. We're recording here in February of 2021 and one of the sort of founders of the field, Joe Bachelder, has just passed away recently. He was a Princeton resident, lived near me in Princeton, and I knew him at the tail end of his life a little bit. But this area of the law and the tax law kind of got carved out in the '80s and '90s, and I wonder if you can talk about how that happened and what your observations were as you came into a professional career in the law just as this was happening?

Larry: Sure. So I did see that Joe passed and I was really sorry to see that, and I guess I'll start there by saying he was really legendary in that I'm so glad to be following in his footsteps now. This is really what I always wanted to do now, which is just to represent CEOs and very senior executives at the very top.

But I will talk about how the exec comp groups formed themselves in the mid- to late '80s and early '90s. So, most big law firms that were doing corporate law, M&A, they don't really have employment law and that's still pretty much true, although they did want to have a group that did pension and 401(k) and defined benefit pension and ERISA, and there was this employee benefit group that did that.

But what became clear in the late '80s and early '90s was that the executive compensation was driving deals. If a deal could be done that was beneficial to executives as more juice in the deal, it would be more likely that deal gets done.

And the taxation that came around that, specifically 1984, the golden parachute tax, Congress viewed the fact that executives would get a ton of money in connection with the change of control, they put a 20 percent excise tax on golden parachutes in 1984.

And so these groups, they took the ERISA lawyers and they said, "OK, now you're executive comp lawyers in connection with deals and you're going to be doing that," which I found sexy and very cool, and I just thought that was the greatest thing ever. I never wanted to practice ERISA after I did some executive comp, M&A deals.

So I always considered myself an M&A lawyer, even from very early, even though I was in the employee benefit group. I just wanted to do deals. That's really what I wanted to do. Executive compensation was kind of the vehicle that I was practicing in and became an expert in that. But, I really wanted to be a deal lawyer.

And then that was the genesis of it. Then you get all the various law firms—you have deal lawyers who really began their executive comp practice. Sometimes they were corporate lawyers that came in to help. But, you really needed to be, I think you need to be a deal-focused person to be an executive comp lawyer at a big law firm.

Len: My perspective on this is that it's not really until quite recently that somebody would start their career as an executive compensation and benefits lawyer, an ECB lawyer. But you started your career in the late '80s doing exactly that. You didn't have to start doing something else and kind of transitioning to that?

Larry: Right, right. Shearman was a fairly built out, mature firm, they had a lot of different subgroups. And I was lucky that the group was so well established: Henry Blackiston and Linda Rappaport were there in the mid-'80s already doing this, and John Cannon, as an associate himself.

So, they had people to start it. And they had a separate group already, so I was very fortunate to be placed in there and I stayed a good long time there, too, and I learned a lot.

Len: So let's talk about that. I mean, it's amazing, your grandparents were immigrants, your parents were born here, probably spoke Italian at home growing up, I'm guessing.

Larry: Yes. Yes, absolutely right, Len.

Len: And here you are, after full scholarships at Fordham and St. John's Law School and you put on a suit one day and you are a first-year associate at Shearman & Sterling, one of the top law firms in New York City. What is that like, the first couple of months or, you know, year or two? What kind of adjustments do you have to make in terms of expectations for yourself?

Larry: Great question. It was terrifying. Honestly, it was terrifying. I remember I was in a meeting with—it was a due diligence meeting for a deal. And I didn't even know, what's due diligence? And afterwards, they said, "OK, well, start drafting your section of the merger agreement." I was like, "Oh, OK." And I left, I'm like, what's a merger agreement? I asked other people. I had absolutely no conception of anything, anything at all. I mean, I'm just this poor kid and I, you know, in St. John's Law, they didn't teach, really, corporate law, and I had really no sense of what even a deal was. So, it was absolutely terrifying.

I was the kind of person, I'm sure you were too, Len, and most people in our position, we wanted to do really well. My biggest embarrassment was going to be falling on my face and not being able to produce, especially as a young associate. I wanted to provide value and your clients, basically, when you're a first-year associate, are the partners and senior associates in the group, wanted to give them the best possible work.

So it was terrifying not knowing anything. And the first couple of months was really, really scary. I remember that fear and it's palpable. You know, it really is. And then you become more senior and, in this area, it probably wasn't until maybe fifteen years in, maybe even twenty years in, that I really felt comfortable. Really felt like, OK, I have a good handle on such a complicated area. So much is involved. You need so much experience to be good in this area. So I do remember that, Len. That's a very, very good observation.

Len: Setting aside the amount of time it took you to be comfortable with the substance of the law and the area, was there a point, as a junior lawyer, when you realized that this was actually going to work? That you were going to be able to make a living, both in terms of what you were able to produce for your firms and your clients, but also just in terms of the grit that's required and the discipline that's required to put a suit and tie on every day and come sit at a desk and do the job? Was there a point when you really remember like, yeah, I'm actually going to make this work for myself?

Larry: It's interesting that you ask that question. I don't necessarily remember one day or one time or one thing that just, it clicks it, then, and it just said, oh, yeah, I'll make it. I was always trying and I was always kind of unsure of myself as a junior associate. And after Shearman—I was there until '93, so about six or seven years—and then I went in-house to Warner-Lambert, because I said, OK, well, let me try something else. Let me still stay in employee benefits, but let me go in-house and see how I like that. And I guess I was there at Warner-Lambert for about 18 months to two years, and really, after six months, I was like, OK, I want to go back, I want to do M&A.

So I guess when I was at Warner-Lambert, I realized that I wanted to be a big firm and a New York lawyer.

Len: That's interesting, because, you know, people leave law firms all the time to go to other law firms. But leaving big law to go in-house is a different step, it's a categorically different step. And very few people do that and then come back to law firms, for various reasons. What was it like when you were deciding to come back to a big law firm and what was that process like?

Larry: Well, I went to Warner-Lambert Company, which is in New Jersey. Was in New Jersey, it was taken over. Now it doesn't exist. It was taken over by Pfizer, after I left. But, it was great. I mean, you know, you played, volleyball in the summertime. The hours were much better. It was very relaxed. But I found myself utterly bored and just completely professionally bored. I love M&A, I love deals, and I love really advising people and being critical to what's happening. And I just found that it wasn't for me. It was fine, it was a great life, and my family, I think liked it, and I liked it in the sense that it was kind of more relaxed, but it just wasn't for me. And I'm going to say after a year, year and a half into it, I said to my wife, "I think I'd like to go back in the city and work for a firm." She totally supported that. Just a question of finding where I fit and going back. I wound up going to Morgan Lewis. Did you know that, Len? I was at Morgan Lewis, too. That was another one. That was a great firm. I met Gary Rothstein and we work really well together. He was the head of the group at the time, employee benefits, and I did a lot of M&A there. And that was a great experience. It was so good to get back into M&A. And to do deals again, which I really wanted to do.

Len: Now, were you living in the city or had you moved to the suburbs and now you were commuting?

Larry: I had moved to the suburbs. I was living in New Canaan, even as a young associate of Shearman & Sterling. Then when I took the job at Warner-Lambert, I moved out to the Morristown area, Morris Plains, where it was located. I lived in Summit, New Jersey.

So we renovated, built a house. One of my passions is to do architecture and renovations. So we did that and lived there for two years and then when I came back to the city, I figured we had so many roots in New Canaan—not the roots, we had lots of friends that we had known and become friendly with in the eight years that we were there, so we wound up going back to New Canaan and settling there and in a series of houses. We stayed there for 25 years.

Len: Interesting. So after Morgan Lewis, then you began various stints at three of the top law firms in New York City.

Wachtell, Lipton, Rosen & Katz; Sullivan & Cromwell; and then with us at Cravath, Swaine & Moore. Very few people work at one of those firms. And it's extremely unusual for someone to work at two of those firms. But you had the trifecta, you worked at all three of them. Can you tell us about that part of your career and what the experiences were at those firms and how they differed and what they had in common?

Larry: Sure. Absolutely. And it's interesting, I feel so blessed to have worked at all three firms, and all three firms are still a wonderful source of collaboration. And my colleagues there are just incredible. I love Cravath, I love Wachtell, and I love Sullivan. All three of them have been really amazing. They each helped me kind of round out my career at the time. When I went to Wachtell, it was the highest-paying law firm in the world, I think, as far as like a non-partner. And I really didn't have an interest in becoming a partner. I don't know why. I just didn't have an interest in it. I always just wanted to be a specialist and go home, you know? And see my family and, who knows if that was good or not, but kind of worked for me and I felt comfortable with it. So I was at Wachtell for about five years, from 2000 to 2005, and I met some incredibly smart people. I really learned how to draft there, you know? I really learned how to be just a great lawyer there.

I guess it was my years at Wachtell that made me feel like, OK, I could be a pretty good lawyer. I can do OK. I'm just very grateful to Wachtell and I have so many friends there, and they call all the time with clients and it's just wonderful to work with them.

But after a while, I did get burnt out. I felt like it was a lot of work and I was commuting to Connecticut and I felt like I could probably do something different and still stay in the law. So I had the idea that I could approach Max Schwartz, who was the head of the executive comp group at Sullivan & Cromwell, I could approach him with a suggestion, which is I'll work, nine-twelfths of the year and I'll have three months off, and I'll go back to my old high school and I'll teach kids English or math pro bono. You know? Would you go for that?

And, coming out of Wachtell, I felt like I had a chance because it was such a highly renowned, great firm. And he went for it. He said, "Sure, we can try to work that out, we can do it, see how it works." And I made sure during the nine months I was working there, I worked like crazy to make it so that it was worth it for him to let me, or the firm, to let me do pro bono for the three months. And that was tremendous. That was really great.

Len: I recall that you had a sorta special arrangement there relating to three-quarters of the year on, and one-quarter off. But I don't think I knew what you were doing in that three-month-off period. So you were teaching at your high school?

Larry: I went back to my old high school in Queens, Holy Cross High School, which at the time was all-boys. And I felt like the boys could use some guidance and help and suggestions that you all can do pretty well. And I just tried to use my life as an example and try to help them with reading skills and whatever I could do to help out.

So I really enjoyed that. That was a really wonderful thing. I did that for about six, six or seven years. It was just a great thing.

Len: You happen to know if any of those boys grew up to be lawyers?

Larry: I don't, actually. That's a good question, Len. No, I don't. I tried to make an impact, you know, but not to be too overbearing. You know, high school boys don't want to be—I don't know. I just felt like it might've been too much if I got too into their lives. I think when you're that age, you want to keep at arm's length and I tried to make an impact, as I said, but I don't really know what happened with a lot of those boys. But hopefully some of them did become lawyers, you know?

Len: So then over the course of all these years, you must have worked with Cravath a fair amount on deals and transactions and you must've known a little bit about what you were getting into when you decided to come to Cravath, I guess it was in 2013. Tell me about that decision.

Larry: Well, sure. I had worked with Steve Gordon, I knew him well, and Eric Hilfers, professionally. So it was like coming home for me. Now, did you know that I was at Cravath for just like 10 months before I went to Wachtell?

Len: I'm not sure I knew that. It's like having a cup of coffee in the major leagues.

Larry: Right, exactly. After Morgan Lewis, I had a cup of coffee and became really friendly with Steve Gordon, actually, at the time. Eric Hilfers wasn't in the group yet. But, I don't know, Steve and I just hit it off and I knew I'd be a lifelong friend of his. I just wanted to try that opportunity at Wachtell just because I just saw it as like this burgeoning, incredible opportunity, and I gave it a shot and he said in 2013, when I came back, he said, "We've been keeping your seat warm for 12 years." It just makes me feel so good to even think back on that. He's just the best guy in the whole world. You know that, Len, I don't have to tell you that.

I just love him. And so it was like a no-brainer to come. And I had told them I'd stay four or five years and then I'd do something else. It was, the expectation was there that I would only stay about four or five years, which is what happened. At that point, I was convinced that I wanted to do something different, I wanted to start my own firm. But it was a question of convincing my wife. So I used that criteria to talk to her and kind of make a list of the people I knew and what I wanted to do.

And Cravath was just—I always said to people, it was my favorite firm because I had such a good feeling about the way law's practiced there. I always felt like I was treated really well and with a lot of respect. And you can be a great lawyer there. I always felt like I could be a great lawyer at Cravath and I'd be supported being great.

Len: A couple of things that you said really ring true for me. The first is what you said Steve Gordon said when you came back, that we've been keeping your seat warm. That sounds just like Steve. He's very warm and always makes people feel welcome. Steve's one of the guests on the podcast, also, and spoke a lot about trying to create an atmosphere in the department of safety and security, where people felt like they were valued and could feel comfortable and good about coming to work every day. And Sunday night rolls around, you have to think about going back to work, you want people to look forward to coming to work.

And then, second, the point you made about the way we practice law, the way we work together and in close-knit teams. Somebody like you is kind of an anomaly in our firm, because, for the most part, we hire lawyers right out of law school and we train them in the Cravath System and the partners that we make, you know, seven years later, are people who grew up in our associate ranks.

This is by far the rule. And so, someone who has practiced law at other firms, like you had, and many other firms, like you had, brings a perspective that we don't have in the building. In part, that's a perspective that we don't have, by design, but it's also a perspective that I think is valuable, particularly in a specialty practice like tax, and in the benefits practice.

And I became a partner in 2013, right about when you came back. And I remember watching you sort of mentor the junior associates in the ECB practice and it taught me a lot about how to be a supervisory lawyer. It's obviously a skill set that you've developed over time and I wonder if you can speak to that a little bit, particularly in the latter part of your career, when you were at Cravath?

Larry:

Yeah, that's a great question, Len. When I left Sullivan, even when I was at Sullivan, I felt, and certainly at Cravath, the focus of my practice, actually, was how do I develop the younger attorneys, the more junior attorneys, how can I help them not be as scared as I was when I started at Shearman & Sterling?

And, I was actually really happy to hear this year that Matt Bobby made partner at Cravath. That was just such a great feeling. And, you know, when he came through the doors, I said, "This is a very high-achieving guy. He's going to be great and I really want to help him." And I remember the first deal I worked on with him, I was like, "OK, go do it." And he goes, "Oh, what do you mean?" "Just go do it. I'll be here. I'm, you know, I'll work with you. But you do it, you know?" And he did, like, a phenomenal job, just a fantastic job. And of course, I was there for him. It wasn't quite like, "Go do it," but it was just wonderful to see him blossom.

And so, yeah, I totally agreed when I made it a point and I felt that I wanted to be a mentor and a tutor and helper for younger associates because it was so valuable to me when somebody did that to me and helped me. So, I felt like that was my role and I was so happy to do that.

Len:

What do you think the characteristics are of an effective tax lawyer? What do the best, most effective tax lawyers do well?

Larry:

That's a great question. I think being practical and pragmatic, if I put my finger on one thing. I think people, generally, think of tax lawyers as, like, some kind of accountant or actuary or automaton, but actually, I think, and Steve taught me this, to be a really effective, really good tax lawyer, you have to be a people person. We're all people, right? We're trying to find the answers, we're trying to find results, we're trying to find what's most effective, what's most practical. And to be practical and be pragmatic and to be human and to get across a point that it doesn't matter how many cites you have for something or how technically correct you think you might be, you have to be technically correct, but the thing is, you have to get across to your client that they should be comfortable with this pragmatic approach. That's what I try to focus on myself, and that's what I try to be.

Len:

That's a great point. It's one of the points we're trying to get across with this podcast and these series of discussions, is that tax lawyers are not merely technicians. The best tax lawyers, the most effective tax lawyers are those who can communicate well and collaborate well. It's a surprisingly social practice.

As you know, we all sit on the same floor and we're frequently in each other's offices when there's not global pandemic keeping us doing this at home.

I want to talk about this transition that you made to start your own firm. We're talking to Larry Pasini, who's the founder of Pasini Law LLC. So, Larry, in around 2018 or so I guess it was, you decided to leave Cravath and strike out on your own. Tell me what you were thinking when you did that, your goals and how's it going.

Larry:

Well, I left Cravath at the end of 2016, and the beginning of 2017, I started my own law firm, and I just wanted to have the freedom to have a practice that just helped people, and that's really the bottom line. I just wanted to help people. And I said, I'm not going to take on any corporations. I'm not going to represent any corporations, just people.

So, I took the Cravath and Wachtell model in the sense that I just wanted to do bet the company kind of things for the person. I wanted to do something for somebody that was the most important thing in their life. And for the most part, dealing with a very senior executive, a CEO, when they have a transition and change of

control or when they have a new employment agreement or an amendment or a termination, sometimes that's very sad and, you know, very stressful, hard thing to get through, I just wanted to be the person for that person. For two or three weeks, I wanted to be as important as their spouse to that person.

That was my goal, that was my feeling. I wanted to be that person. And I have achieved that, I will say. Now my practice is such that it's a closed practice. I only practice for my current clients and for close colleagues who refer somebody to me. There's no need to open the phone books to everybody in the world to come in. I have the kind of practice I want now, which is just to be the real counselor and friend, essentially, legal mind to individuals. And certainly Joe Batchelder created that mold, and that's what I wanted to be. I wanted to be another Joe Batchelder.

Len: It's a little bit like that old joke where business development for you now means you answer the phone on the second ring instead of the third.

Larry: Business development is please, you know, don't call too much. I just raised my rates and I went to this private practice model of referral only, but I still have to think of other things to try to stem the tide.

My son's going to go to law school, so that's, maybe that's closest thing I can do to cloning me. Although once you have this kind of experience, the kind of experience that I've had, Len—and after 34 years, I've seen so much, people just want a piece of that experience, people will try to engage me just for my experience and just what I think is a fair and equitable thing to do, in addition to, you know, whatever drafting skills there are and negotiating skills. It's just like, I'd like to talk to somebody and see what you think.

And it's very gratifying. It's a wonderful feeling. I've never felt better in my professional career than I do right now.

Len: Well, I don't expect ever to need your services myself, but I have referred a couple of friends to you and one of them reached out to me recently, didn't even know that you and I had been talking recently. But he told me you've done a lot of good things for me in my life, Len, but among the best was putting me in touch with Larry Pasini. And I thought that was pretty, pretty high praise.

Larry: That's incredibly humbling, actually, and very flattering. And that's what I hope my client relationships are. And I certainly feel that way about my clients. I'll do anything for my clients. There's no such thing anymore as like, a day off or day on or weekend or whatever. It's completely the service of my clients. And it's just wonderful to hear that from your friend. And your friend's an amazing person, by the way. Really one of my favorite clients.

Len: I have the same sense in my own professional career of serving clients. And sometimes it's very gratifying to get to the end of a complicated tax problem or to get an IRS ruling that you had been working on for a long time with a client, or produce some other result that benefits the client's business. And certainly, there are individuals I interact with at our clients, who I have close relationships with and to whom I feel a good deal of loyalty and dedication.

But I think it's got to be a different thing for you, especially at your point in your career and in the type of practice that you now have, to be dealing with individuals who are making the most important decisions in their own personal lives for their own families at a given moment. And it must be pretty rewarding for you to be able to deal with them as individuals.

Larry: Len, that's very true. Yes. I remember a situation last year where in our area, we have the 280G golden parachute tax that I talked about. And if you have a private company, shareholders can vote to kind of inoculate the transaction from 280G if 75 percent or more of the shareholders vote to approve a transaction and approve your payment as an executive, then you'll get it without golden parachute excise tax.

But the problem there is that in connection with that vote, it has to be a vote that actually approved the payment. So it can't be that you get the payment even if you put the payment up to vote, if it goes negative, you have to not get the payment.

Len: And so everything's riding on whether you get the vote or not?

Larry: Everything's riding on whether you get the vote or not. Everything is riding on it. And so this is the biggest decision, you know. Sometimes, I had one client last year where the payment was north of \$50 million and just riding on this payment. And to waive it or not to get the tax benefit, you know, it's scary. So when those votes come in and it's a positive vote, oh—I'm happy with my clients. I was like, oh my God, thank God, you know? And obviously we try to do it in a way that is quote-unquote safe; there's no safe way to do it because it can be a no vote. I mean, that's just the nature of the beast.

But yeah, it's a very gratifying feeling when a client has a win, just a sense of euphoria that I feel for them is amazing. And I really put myself ... you know, I'm in their shoes. I don't have to put myself in their shoes, I'm with them.

Len: I mentioned briefly earlier, I come from an Italian-American family. My family immigrated in the 1880s, but my grandfather didn't finish high school, from South Philly. So I sometimes wonder what he would say about what I'm doing right now. Do you ever wonder about what your grandfather would say if he could see what you were doing now and the type of work you're doing and the type of life that you've had?

Larry: I think my grandfather on my father's side was really an intelligent, strong guy. He moved to Staten Island from Manhattan and he built a house by hand, actually.

And it's interesting, just a strong guy, you know, they don't make 'em like that anymore. He'd bring over concrete in wheelbarrows until he built a small house, but it's kind of amazing what they did. And he would be so proud of me. My grandfather would've been so proud of me. He would always say, "You can have a great life, you can have a great future. Keep at it." He was very encouraging and very nice.

And I lived with my grandparents. We had three generations in one house, on my maternal side, my mom's parents. We lived all together in one small apartment growing up. It was very interesting and they all would have been so proud of me.

Len: A very New York story also, isn't it?

Larry: Yeah, it is. It is, actually. It is.

Len: So Larry, in the few minutes we have left, I wondered if we could talk a little bit about what your outside interests are, outside of the law and outside of the tax universe. You know, what have you been focusing on in your spare time?

Larry: Is there life outside tax, Len?

Well, one of the great things about having my own practice, also, is that I can somewhat regulate my time a little better than in a law firm. Obviously, it's all about what the client demands are. But I started in 2019, reading about intermittent fasting, and it was really very interesting to me how you can, kind of lose weight and become healthier. And at the same time, I started walking, I started getting into walking. So now I walk five miles a day and I'm still on the intermittent fasting, which is—I don't really don't eat my first meal until, say 1:00 in the afternoon and I have blueberries and oranges, yogurt, cinnamon and honey. That's my first meal of the day, every day.

And I lost about 60 pounds. I was able to lose the weight, really, within the first nine months of doing that. So my last year, I was already down in my weight, and I just feel so good, it feels so healthy to be active and to be lower on the glycemic index. And just to eat less, you know? Americans eat huge portions and we eat three meals a day, no need for that, you know? So I eat less and I'm very, very happy to be weighing less.

I call it a fitness and health kick. That's an interest of mine, for sure.

Len: I know how challenging that is. I mean, first of all, in our profession, when you're working in big law firms, you're working long hours, you're eating at your desk. When you're not eating at your desk, you might be

going out to take clients to dinner to nice restaurants and large portions, and it's tough to find time to exercise. I'm not really sure you and I have ever talked about this, but, about 12, 13 years ago, I lost 70 to 80 pounds.

Larry: Wow. That's terrific.

Len: I did it, I mean, I sort of did it the old-fashioned way. You know, eat less and exercise more. And that frustrates people when I told them. You know, "Oh, you look great, what have you done?" "Oh, I eat less and I exercise more." And they're like, "What?"

Larry: That's the answer though. That's the answer.

Len: What do you do? I'm a tax lawyer who eats less and exercises more. And people run.

Larry: Yeah, exactly.

Len: But I know that that's a really hard lifestyle decision and it's especially hard on our profession and I also know it's tough to keep up. I've kept most of the weight off, but, you know, I fluctuate, like everybody, and it's a constant source of focus. It's got to be. But it is great to weigh less and to feel better.

Larry: Yeah. No, totally. It's a great release to exercise, to walk, and to eat less and feel better, it's just great. And it's wonderful. And the other thing I've done since I've left the law firm, though I've always had an interest, I collect watches. It's kind of obscure.

Len: Really?

Larry: I find it like totally fascinating. I just love how the mechanics work. I love to see skeleton backs, how the back of the watches work. And I find it like fascinating.

Len: Do you keep them at home? Or do you keep them in a safety deposit box? Or how do you do this?

Larry: I have basically every watch that I ever owned, I've kept, so and I've given it to my sons and my sons each have a couple of watches, I've given one to my wife and I put a different bezel on it for her, too, and my daughter has one. So I have a lot. I just like it. Maybe they multiply. But I keep them around. As I said, my sons have a couple, too, so.

Len: Would you say you have dozens? Hundreds?

Larry: No, no, no, no. Maybe I have ten.

Len: And you probably go through phases of wearing and sort of liking one watch for several weeks.

Larry: Exactly. Yes, yes. The watch that I've been favoring recently is the one that Biden wore for the inauguration. I don't know if you saw that. But a watchophile would know. I saw an article in The New York Times.

Len: About this Rolex, right?

Larry: Yeah, right. One of the watches was the same exact one that I have. It's kind of funny. So that's been—I don't know why. That's been my favorite recently, so.

Len: I knew something sounded presidential about you today, Larry. And now I know what it is.

Larry: That must be what it is. But it's funny, the Presidential itself was not that watch. The Presidential is a different one. That was the one that Lyndon Baines Johnson wore for his inauguration.

Len: Oh is that the name of a watch? The Presidential?

Larry: That's the name of a watch. It's called the Presidential, after LBJ wore it. Isn't that funny? It's an all gold and it has a different kind of band, and it has a date and a day on it. It has like Saturday the seventh, it has that, as opposed to the one that Biden and I are wearing, just has the date on it. That's a Datejust.

Len: Well, it's probably as good a time as any to say that time is up.

Larry: Time is up.

Len: We've been thrilled to have you, Larry. It's been a real treat to catch up with you and to have you share your experiences with us. Thanks so much for coming by and visiting.

Larry: Len, thank you so much. It's just so awesome to do this and thanks for inviting me and happy to do it any time. Look forward to speaking to you again.

Len: Thanks. Take care.

Larry: So long, Len.

Len: That's all for this episode of On Tax – A Cravath Podcast. You can find us online at cravath.com/podcast, and don't forget to subscribe on iTunes, Google Play or Spotify. I'm your host, Len Teti. Thanks for listening.