

National Business Law Scholars Conference

June 16-17, 2022

The Oklahoma University College of Law

THURSDAY, JUNE 16th

Shuttles departing Embassy Suites for the OU College of Law (leaving at 7:40am and 8am)

***free parking is also available at the College of Law**

8:00-8:45 Registration & Breakfast (Sneed Lounge & Boren Atrium)

8:45-9:00 Opening Remarks (Bell Courtroom)

Dean Katheleen Guzman (University of Oklahoma College of Law)

Megan W. Shaner (University of Oklahoma College of Law)

9:00-10:15 Concurrent Panels

Panel A (Classroom 1)

Securities Litigation and Arbitration

Moderator and Discussant: Geeyoung Min (Michigan State University College of Law)

- James Tierney (University of Nebraska College of Law), *Secretly Recidivist Stockbrokers: An Error Cost Theory of Broker Expungement*
- Nicole G. Iannarone (Drexel University Thomas R. Kline School of Law), *Private Adjudication of Public Information*
- Jessica Erickson (University of Richmond School of Law) & A.C. Pritchard (University of Michigan Law School), *The Business of Securities Class Action Litigation*

Panel B (Active Learning Classroom (ALC))

Business Law & Technology

Moderator and Discussant: Nizan Geslevich Packin (City University of New York)

- Roe Sarel (University of Hamburg), *Globalize Me: Regulating Decentralized Ledger Technology*
- Joan MacLeod Heminway (The University of Tennessee College of Law), *Business and Campaign Finance in an NFT World*

Panel C (Classroom 2)

Legal Aspects of Business Distress

Moderator and Discussant: Kara Bruce (University of Oklahoma College of Law)

- Patrick Perkins (The Ohio State University Moritz College of Law), *Crisis Legislation: The Paycheck Protection Program and the Challenges of Assisting Businesses in Widespread Emergencies*
- Michael Francus (Harvard Law School), *Disaggregating State Bankruptcy*

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Password: guestoflaw

Panel D (Classroom 3)

Corporate Governance and Stakeholderism

Moderator and Discussant: Lécia Vicente (Louisiana State University Paul M. Hebert Law Center)

- Amelia Miazad (UC Berkeley School of Law), *D&O Insurers as ESG Monitors*
- Chris Havasy (Harvard Law School), *The Quest for Legitimacy in Corporate Law*
- Matthew T. Bodie (Saint Louis University School of Law) & Grant Hayden (SMU Dedman School of Law), *Democratic Participation as Corporate Purpose*

10:15-10:30 Break

10:30-11:45 Plenary Panel (Bell Courtroom)

International Law, National Security, and Corporate Law

Moderator: Megan W. Shaner (University of Oklahoma College of Law)

- Kish Parella (Washington and Lee University School of Law)
- Tom C.W. Lin (Temple University Beasley School of Law)
- MJ Durkee (University of Georgia School of Law)
- Evan Criddle (William & Mary Law School)

11:45-12:30 Lunch (Sneed Lounge, Boren Atrium & North Patio)

12:30-2:00 Concurrent Panels

Panel A (Classroom 1)

Technology and Securities Regulation

Moderator and Discussant: Nicole G. Iannarone (Drexel University Thomas R. Kline School of Law)

- Andrew Schwartz (University of Colorado Law School), *Investment Crowdfunding - Chapter 8*
- Nizan Geslevich Packin (City University of New York), *Financial Inclusion Gone Wrong: Securities and Crypto Assets Trading for Children*
- Eric C. Chaffee (The University of Toledo College of Law), *Regulating Robo-Advisers*

Panel B (Classroom 4)

Retail Investors & Corporate Governance

Moderator and Discussant: Kevin R. Douglas (Michigan State University College of Law)

- Christina M. Sautter (Louisiana State University Paul M. Hebert Law Center), *The Corporate Forum*
- Jennifer Fan (University of Washington School of Law), *Non-Traditional Investors*
- Abraham Cable (University of California Hastings College of the Law), *Regulating Democratized Investing*

Panel C (Active Learning Classroom (ALC))

Business and Bankruptcy Law

Moderator and Discussant: Megan W. Shaner (University of Oklahoma College of Law)

- Christopher Odinet (University of Iowa College of Law), *Stablecoins in Bankruptcy*
- Kara Bruce (University of Oklahoma College of Law), *Bankruptcy's Arbitration Counter-Current and the Future of Debtor Class Actions*
- Dhruv Chand Aggarwal (Yale Law School/Yale School of Management), *Does Bankruptcy Priority Matter?: Evidence from India*

2:00-2:15 **Break (snacks available in the Sneed Lounge)**

2:15-3:15 **Plenary Panel (Bell Courtroom)**

Author-Meets-Readers Session

THE CORPORATION AS TECHNOLOGY: RE-CALIBRATING CORPORATE GOVERNANCE FOR A SUSTAINABLE FUTURE (Oxford University Press 2022).

Author: Christopher M. Bruner (University of Georgia School of Law)

Discussants: Christina M. Sautter (Louisiana State University Paul M. Hebert Law Center)
 Amelia Miazad (UC Berkeley School of Law)

3:15-3:30 **Break**

3:30-4:45 **Concurrent Panels**

Panel A (Classroom 1)

Regulating Securities Markets

Moderator and Discussant: Jessica Erickson (University of Richmond School of Law)

- Emily Winston (University of South Carolina School of Law), *Unequal Intermediation*
- Alexander I. Platt (University of Kansas School of Law), *The Lost History of Mandatory Disclosure*
- Kevin R. Douglas (Michigan State University College of Law), *Getting Property Right in the Regulation of Insider Trading*

Panel B (Classroom 2)

The Limits of the Corporation

Moderator and Discussant: Joan MacLeod Heminway (The University of Tennessee College of Law)

- Tomer Stein (Stetson University College of Law), *Debt as Corporate Governance*

- Geeyoung Min (Michigan State University College of Law), *Governance Webs and Compliance Gaps*
- Aneil Kovvali (University of Chicago Law School), *Stark Choices for Corporate Reform*

Panel C (Classroom 3)

Corporate Criminal Law

Moderator and Discussant: Andrew Jennings (Brooklyn Law School)

- W. Robert (Will) Thomas (University of Michigan - Ross School of Business), *Shaming Criminal Corporations*
- David Kwok (University of Houston Law Center), *Fraudulent Equilibria Between Criminal and Ethical Commercial Codes*
- Mihailis Diamantis (University of Iowa College of Law), *Branding Corporate Criminals*

Panel D (Classroom 4)

Banking Law

Moderator and Discussant: Eric C. Chaffee (The University of Toledo College of Law)

- Jeremy C. Kress (University of Michigan Ross School of Business), *Banking's Climate Conundrum*
- Colleen Baker (University of Oklahoma Price College of Business), *The Federal Reserve As Investment Option of Last Resort*

4:45-5:00 **Break**

5:00-6:00 **Plenary Panel (Classroom 2)**

Author-Meets-Readers Session

THE CAPITALIST AND THE ACTIVIST: CORPORATE SOCIAL ACTIVISM AND THE NEW BUSINESS OF CHANGE (Berrett-Koehler Publishers 2022).

Author: Tom C.W. Lin (Temple University Beasley School of Law)

Discussants: Matthew T. Bodie (Saint Louis University School of Law)
 Jay B. Kesten (Florida State University College of Law)

6:00-7:00 **Reception (Boren Atrium & North Patio)**

Shuttles departing OU College of Law for hotels at 7pm

FRIDAY, JUNE 17th

Shuttles departing Embassy Suites for the OU College of Law (leaving at 7:40am and 8am)

*free parking is also available at the College of Law

8:00-8:45 **Breakfast (Sneed Lounge, Boren Atrium & North Patio)**

8:45-10:00 **Concurrent Panels**

Panel A (Classroom 1)

Fiduciary Duties

Moderator and Discussant: Andrew Tuch (Washington University School of Law)

- Roy Shapira (Harry Radzyner Law School, IDC), *Mission Critical ESG and the Scope of Director Oversight Duties*
- Alan Kluegel (University of Kentucky College of Law), *To Whom Do Corporate Managers Owe Their Duties? (And Does It Matter?)*
- Itai Fiegenbaum (St. Thomas University College of Law), *The Litigation-Proof Monitoring Board? Caremark Duties Outside Delaware*

Panel B (Classroom 2)

Emerging Issues in Corporate Law

Moderator and Discussant: Chris Havasy (Harvard Law School)

- Sarah J. Williams (Penn State Dickinson Law), *Regulatory Personhood: The Elixir for Redundancy Between the SEC and the PCAOB*
- Roberto Tallarita (Harvard Law School), *Bargaining Over Voting Rights*
- Anat Alon-Beck (Case Western Reserve University School of Law), *Where Do Unicorns Incorporate?*

Panel C (Classroom 3)

Mergers & Acquisitions

Moderator and Discussant: Christina M. Sautter (Louisiana State University Paul M. Hebert Law Center)

- Andrew Jennings (Brooklyn Law School), *The Market for Corporate Offenders*
- Joseph Franco (Suffolk University Law School), *Contract Realism and Formalism in Preliminary Acquisition Agreements and Negotiations*

10:00-10:15 **Break**

10:15-11:45

Plenary Panel (Bell Courtroom)

The JOBS Act: Ten Years Later

Moderator: George S. Georgiev (Emory University School of Law)

- Jennifer Fan (University of Washington School of Law)
- Alexander I. Platt (University of Kansas School of Law)
- Cary Martin Shelby (Washington and Lee University School of Law)
- Marc I. Steinberg (SMU Dedman School of Law)

11:45-12:30

Lunch (Sneed Lounge, Boren Atrium & North Patio)

12:30-2:00

Concurrent Panels

Panel A (Classroom 1)

ESG

Moderator and Discussant: Amelia Miazad (UC Berkeley School of Law)

- Roberto Tallarita (Harvard Law School), *The Limits of Portfolio Primacy*
- Maria Maciá (Notre Dame Law School), *Mandatory Disclosure for Ethical Supply Chains: Market Responses to Conflict Mineral Reports*
- Aneil Kovvali (University of Chicago Law School), *A Basic Contradiction: Fraud on the Market and ESG Disclosures*
- George S. Georgiev (Emory University School of Law), *ESG Disclosure and the SEC's Statutory Mandate*

Panel B (Classroom 2)

The Corporation and Society

Moderator and Discussant: Anat Alon-Beck (Case Western Reserve University School of Law)

- Lécia Vicente (Louisiana State University Paul M. Hebert Law Center), *The Social Enterprise: A New Form of Enterprise?*
- John Rice (Duquesne University School of Law), *Rainbow Washing*
- Michael B. Dorff (Southwestern Law School), *What Counts as a Public Purpose?*
- Chasmin Brooks (Georgetown University Law Center), *For More Black Corporate Directors and Fewer Corporate Opinions Excusing Their Absence*

Panel C (Classroom 3)

Seeking Capital

Moderator and Discussant: Eric C. Chaffee (The University of Toledo College of Law)

- Andrew Tuch (Washington University School of Law), *The Further Erosion of Investor Protection: Expanded Exemptions, SPAC Mergers and Direct Listings*
- Emily N. Strauss (Duke University School of Law), *Suing SPACs*
- David Nows (Central Michigan University), *Corporate Innovation: One Path to More Sustainable Big Business*
- Patrick Corrigan (Notre Dame Law School), *SPAC Contracts and the Securities Laws*

Panel D (Classroom 5)

Shareholder Voting

Moderator and Discussant: Matthew T. Bodie (Saint Louis University School of Law)

- Caley Petrucci (Harvard Law School), *Equal Treatment Agreements: Theory, Evidence & Policy*
- Caleb Griffin (University of Arkansas School of Law), *Shareholder Altruism*
- Matteo Gatti (Rutgers Law School), *Interested Voting*

2:00-2:15 Break (snacks available in the Sneed Lounge)

2:15-3:00 Plenary Panel (Bell Courtroom)

The Legacy of Professor Peter J. Henning

Moderator: Joan MacLeod Heminway (The University of Tennessee College of Law)

- W. Robert (Will) Thomas (University of Michigan - Ross School of Business)
- David Kwok (University of Houston Law Center)
- Andrew Jennings (Brooklyn Law School)

(Audience comments will be welcomed.)

3:00-3:10 Closing Remarks (Bell Courtroom)

Megan W. Shaner (University of Oklahoma College of Law)

Shuttles departing OU College of Law for hotels at 3:30pm

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