THURSDAY, JUNE 23rd

8:00-8:45  Registration & Breakfast (Classroom Corridor)

8:45-9:00  Opening Remarks (Room III)
Dean Thomas J. Miles (The University of Chicago Law School)

9:00-10:00  Keynote Address (Room III)
Steven L. Schwarz (Duke Law School)

10:00-10:15  Break

10:15-12:15  Concurrent Panels
Panel A (Room I)
Business Bankruptcy
Moderator and Discussant: Michelle M. Harner (University of Maryland Francis King Carey School of Law)
- Douglas G. Baird (The University of Chicago Law School), Bankruptcy's Quiet Revolution
- Shlomit Azgad-Trome (UC Berkeley School of Law), Too Important to Fail: Bankruptcy versus Bailout of Socially-Important Non-Financial Institutions
- Anthony J. Casey (The University of Chicago Law School), Bankruptcy on the Side
- Laura Napoli Coordes (Arizona State University Sandra Day O'Connor College of Law), Gatekeepers Gone Wrong: Reforming the Chapter 9 Eligibility Rules
- Jared A. Ellias (University of California Hastings College of the Law), What Drives Bankruptcy Forum Shopping? Evidence from Market Data

Panel B (Room IV)
Business Entities and Social Responsibility
Moderator and Discussant: Felix B. Chang (University of Cincinnati College of Law)
- Matthew T. Bodie (Saint Louis University School of Law) Faith and the Firm
- Eric C. Chaffee (The University of Toledo College of Law), The Theoretical Foundations of Corporate Social Responsibility
- Joan MacLeod Heminway (The University of Tennessee College of Law), Corporate Purpose and Litigation Risk in Publicly Held U.S. For-Profit Benefit Corporations
- Alicia Plerhoples (Georgetown University Law Center), Rejecting Charity
Panel C (Room V)
Mergers and Acquisitions
Moderator and Discussant: Megan Wischmeier Shaner (University of Oklahoma College of Law)
- Afra Afsharipour (UC Davis School of Law), *Legal Transplants in the Law of the Deal: M&A Agreements in India*
- Robert Anderson (Pepperdine University School of Law) & Jeffrey Manns (George Washington University Law School), *The Inefficient Evolution of Merger Agreements*
- Cathy Hwang (Stanford Law School), *Preliminary Paper in Deal Design*
- Jay B Kesten (Florida State University College of Law), *Pathologies of the Modern Appraisal Remedy*
- Charles Korsmo (Case Western Reserve University School of Law) & Minor Myers (Brooklyn Law School), *Interest in Appraisal*

12:15-1:00 Lunch (South Green Lounge)

1:00-2:45 Concurrent Panels

Panel A (Room I)
Lending Regulation
Moderator and Discussant: David Epstein (University of Richmond School of Law)
- Pamela Foohey (Indiana University Maurer School of Law), *The Expressive Power of Bankruptcy*
- David Min (UC Irvine School of Law), *Housing Finance Reform and the Safe Asset Supply*
- Paolo Saguato (London School of Economics), *The Liquidity Dilemma and the Repo Market: A Two-Step Policy Option to Address the Regulatory Void*
- Yueh-Ping (Alex) Yang (Harvard Law School), *Government Ownership of Banks in the U.S.: A Curse or a Blessing?*

Panel B (Room IV)
Investment Fund Regulation
Moderator and Discussant: Jeff Schwartz (University of Utah S.J. Quinney College of Law)
- William A. Birdthistle (Chicago-Kent College of Law), *Empire of the Fund: Mutual Funds, 401(k)s & the Way We Save Now*
- Sung Eun (Summer) Kim (University of California, Irvine, School of Law), *Attractive Nuisances in Finance*
- Anita K. Krug (University of Washington School of Law), *Investor Democracy*

Panel C (Room V)
Business Entities and Political Rights
Moderator and Discussant: Eric C. Chaffee (The University of Toledo College of Law)
- Vince Buccola (The Wharton School, University of Pennsylvania), *States’ Rights against Corporate Rights*
- Sarah C. Haan (University of Idaho College of Law), *The Shareholder Proposal Settlement and the Private Ordering of Public Elections*
- Joseph K. Leahy (South Texas College of Law), *Is Management’s Decision to Cause the Corporation to Make a Political Contribution a “Business Judgment”?
- Elizabeth Pollman (Loyola Law School, Los Angeles), *Regulatory Entrepreneurship*
**Panel D** (Room D)
The Intersection of Business and Criminal Law
Moderator and Discussant: Dorothy Shapiro (The University of Chicago Law School)
- Todd Haugh (Indiana University Kelley School of Business), *The Criminalization of Compliance*
- Lauren A. Newell (Ohio Northern University Pettit College of Law), *Up in Smoke? Unintended Consequences of Retail Marijuana Laws for Partnerships*
- W. Robert Thomas (University of Michigan), *The Ability and Responsibility of Corporate Law to Improve Criminal Punishment*

2:45-3:00 Break

3:00-4:45 Concurrent Panels

**Panel A** (Room I)
Financial Market Intermediaries
Moderator and Discussant: Tom C.W. Lin (Temple University Beasley School of Law)
- Benjamin P. Edwards (Barry University Dwayne O. Andreas School of Law), *Conflicts & Capital Allocation*
- Gina-Gail S. Fletcher (Indiana University Maurer School of Law), *Financial Data Intermediaries*
- Veronica Root (Notre Dame Law School), *Monitors as Data Brokers*
- Paolo Saguato (London School of Economics), *The Organization and Governance of Clearinghouses: Mutual Enterprises or For-profit Corporations*

**Panel B** (Room IV)
Agency Costs and Fiduciary Duties
Moderator and Discussant: René Reich-Graefe (Western New England University School of Law)
- Matthew T. Bodie (Saint Louis University School of Law), *Employment as Fiduciary Relationship*
- Justin Sevier (Florida State University College of Law), *Who Cares About Agency Costs in Executive Compensation?*
- Gregory H. Shill (Harvard Law School), *Activist Loyalties*

**Panel C** (Room V)
Securities Regulation and Disclosure Under the 1933 Act
Moderator and Discussant: Donna M. Nagy (Indiana University Maurer School of Law)
- Brent J. Horton (Fordham University Gabelli School of Business), *What Did Prospectuses Look Like Before 1933? A Review of Pre-Securities Act Offerings*
- Neal Newman (Texas A&M University School of Law), *Regulation A+ – New and Improved After the J.O.B.S. Act or a Failed Revival?*
- Hillary A. Sale (Washington University School of Law), *‘We Believe’: Omnicare, Legal Risk Disclosure and Corporate Governance*

4:45-5:00 Break
5:00-6:45 Concurrent Panels
Panel A (Room I)
Business Forms and Their Regulation
Moderator and Discussant: Kelli Alces Williams (Florida State University College of Law)
• Gechun Lin (Washington University in St. Louis, School of Law), Regulating Business Trusts in China
• Mohsen Manesh (University of Oregon School of Law) Equity in LLC Law?
• Peter Molk (Willamette University College of Law), Contracting Around LLC Default Rules

Panel B (Room IV)
Understanding Shareholders
Moderator and Discussant: William A. Birdthistle (Chicago-Kent College of Law),
• Shlomit Azgad-Trome (UC Berkeley School of Law), Corporations and the 99%: Team Production Revisited
• Kobi Kastiel (Harvard Law School) & Yaron Nili (Harvard Law School), In Search of the ‘Absent’ Shareholders: A New Solution to Retail Investors’ Apathy
• Benjamin Means (University of South Carolina School of Law), Entrepreneurial Action in Family Controlled Companies
• Megan Wischmeier Shaner (University of Oklahoma College of Law), The Stockholder Monitor: Plaintiff Stockholders vs. Activist Stockholders

Panel C (Room V)
Securities Litigation
Moderator and Discussant: Hillary A. Sale (Washington University School of Law)
• Yuliya Guseva (Rutgers School of Law-Newark), Extraterritoriality Redux: Public Enforcement and Litigation Five Years After Morrison v. NAB
• Adam C. Pritchard (University of Michigan Law School), Piling On? An Empirical Study of Parallel Derivative Suits
• Margaret V. Sachs (University of Georgia School of Law), Superstatute Theory and Federal Securities Law: Towards A New Understanding of Morrison v. National Australia Bank, Ltd.
• James C. Spindler (University of Texas School of Law), We Have a Consensus on Fraud on the Market – And It’s Wrong

Panel D (Room D)
Antitrust and Regulating Anticompetitive Behavior
Moderator and Discussant: Eric C. Chaffee (The University of Toledo College of Law)
• Felix B. Chang (University of Cincinnati College of Law), Second-Generation Monopolization: Parallel Exclusion in Derivatives Markets
• Gregory Day (Oklahoma State University Spears School of Business), Efficient Piracy
• Vera Korzun (Fordham Law School), Arbitrating Antitrust Claims: From Suspicion to Trust
• Samuel N. Weinstein (U.C. Berkeley School of Law), Rigged Results? Solving the Antitrust Puzzle of Search-Engine Keyword Bid-Rigging Agreements

6:45-7:45 Reception (North Green Lounge)
FRIDAY, JUNE 24th

7:45-8:45  Breakfast (Classroom Corridor)

8:45-9:45  Concurrent Panels
Panel A (Room I)
Business Law and Technology
Moderator and Discussant: Joan MacLeod Heminway (The University of Tennessee College of Law)
- Carla L. Reyes (Stetson University College of Law), *Disruptive Regulation: The Blockchain and Standard Setting Using an Endogenous, Technology-Assisted Methodology*
- Wulf A. Kaal (University of St. Thomas School of Law), *Venture Capital as Dynamic Regulation of Disruptive Innovation*

Panel B (Room IV)
Financial Market Regulatory Design
Moderator and Discussant: Benjamin P. Edwards (Barry University Dwayne O. Andreas School of Law)
- John Crawford (University of California Hastings College of the Law), *A Regulatory Design for Market Discipline*
- Minor Myers (Brooklyn Law School), *Profit-Taking in the Market for Corporate Law*

Panel C (Room V)
Securities Market Regulatory Theory
Moderator and Discussant: Lauren A. Newell (Ohio Northern University Pettit College of Law)
- Wendy Gerwick Couture (University of Idaho College of Law), *A Glass-Half-Empty Approach to Securities Regulation*
- Cary Martin Shelby (DePaul University College of Law), *The SEC as the Primary Regulator of Systemic Risk*

9:45-9:55  Break

9:55-11:10  Concurrent Panels
Panel A (Room I)
The Intersection of Business Law and Cyber Law
Moderator and Discussant: Carla L. Reyes (Stetson University College of Law)
- Kristin N. Johnson (Seton Hall University Law School), *Cyber Risks: Emerging Risk Management Concerns for Financial Institutions*
- Tom C.W. Lin (Temple University Beasley School of Law), *New Market Manipulation*
- Ge Zhang (Washington University School of Law), *The Legal Mechanism for Safeguarding Personal Information of Credit Reporting in the Era of Big Data-The Current Practice in China*
Panel B (Room IV)
Financial Market Regulation
Moderator and Discussant: Gina-Gail S. Fletcher (Indiana University Maurer School of Law)
- Kevin Haeberle (University of South Carolina School of Law), Information-Dissemination Law: The Regulation of How Market-Moving Information Is Regulated
- Jeremy R. McClane (University of Connecticut School of Law), “Boilerplate” and the Impact of Disclosure in Dealmaking
- Yuliya Guseva (Rutgers School of Law-Newark), Russian Capital Markets and Shareholder Litigation: Quo Vadis?

Panel C (Room V)
The Intersection of Business and Tax Law
Moderator and Discussant: Eric C. Chaffee (The University of Toledo College of Law)
- Ilya Beylin (Columbia Law School), Taxing Fictive Orders: How an Information Forcing Tax Can Reduce Manipulation and Distortion in Financial Product Markets
- Limor Riza (Carmel Academic Center), Charitable Contributions and Dependent Care Expenses in a Coherent System
- Sloan G. Speck (University of Colorado Law School), Competitiveness as a Rationale for International Tax Reform

11:10-11:20 Break
11:20-12:20 Concurrent Panels
Panel A (Room I)
Whistleblowers
Moderator and Discussant: Yaron Nili (Harvard Law School)
- Miriam H. Baer (Brooklyn Law School), The Whistleblower’s Dilemma
- Benjamin P. Edwards (Barry University Dwayne O. Andreas School of Law), Regulating Culture: Improving Corporate Governance with Antiarbitration Provisions

Panel B (Room IV)
Risk Regulation
Moderator and Discussant: Jay B Kesten (Florida State University College of Law)
- Kristin N. Johnson (Seton Hall University Law School), Diversifying to Mitigate Misconduct Risk
- Robert F. Weber (Georgia State University College of Law), Why Don't Financial Regulators Talk About Risk Regulation?

Panel C (Room V)
Hot Topics in Securities Regulation
Moderator and Discussant: Cathy Hwang (Stanford Law School)
- Jeff Schwartz (University of Utah S.J. Quinney College of Law), Cost-Benefit Analysis and The Conflict Minerals Rule
- Victoria Schwartz (Pepperdine University School of Law), The Celebrity Stock Market

12:20-12:30 Break
12:30-1:45  **Lunch and Keynote Address** (South Green Lounge)
The Honorable Diane P. Wood (United States Court of Appeals for the Seventh Circuit)

1:45-2:45  **Plenary Panel** (The Courtroom)
**Diverse and Inclusive Leadership in Business: What's Happening in the Academy, the C-Suite, and the Boardroom?**
Moderator and Discussant: Joan MacLeod Heminway (The University of Tennessee College of Law)
- Afra Afsharipour (UC Davis School of Law)
- E. Thames Fulton (RSR Partners)
- Mary Ann Hynes (Archdiocese of Chicago)
- Cynthia Jamison (Tractor Supply Company)
- Kristin N. Johnson (Seton Hall University Law School)
- Steven A. Ramirez (Loyola University Chicago School of Law)
- Darren Rosenblum (Pace Law School)
- Hillary A. Sale (Washington University School of Law)

2:45-2:55  **Break**

2:55-4:10  **Concurrent Panels**
**Panel A** (Room I)
**Understanding the Board**
Moderator and Discussant: Kobi Kastiel (Harvard Law School)
- René Reich-Graefe (Western New England University School of Law), *Corporate Boards and Calculative Trust: Theory*
- Darren Rosenblum (Pace Law School), *When Does Board Diversity Benefit Firms?*

**Panel B** (Room IV)
**The Intersection of Business and Contract Law**
Moderator and Discussant: Pamela Foohey (Indiana University Maurer School of Law)
- Matthew Jennejohn (BYU Law School), *Designing Relational Contracts in Asymmetric Innovation Networks*
- Frederick Trilling (Boston University), *The Uniform Commercial Code: A View Forward*
- Kelli Alces Williams (Florida State University College of Law), *Contract Disclosures as Warnings*

**Panel C** (Room V)
**Insider Trading**
Moderator and Discussant: Afra Afsharipour (UC Davis School of Law)
- Michael D. Guttentag (Loyola Law School, Los Angeles), *Selective Disclosure and Insider Trading*
- Donna M. Nagy (Indiana University Maurer School of Law), *Beyond Dirks: Gratuitous Tipping and Insider Trading*