

Can Delaware Be Dethroned? Evaluating Delaware's Dominance of Corporate Law
Friday, February 17 and Saturday, February 18, 2017
UCLA School of Law – Room 1314

Friday, February 17, 2017

11:30 am – 12:00 pm Check-In and Registration

12:00 pm – 12:50 pm Lunch

12:50 pm – 1:15 pm Welcome and Introductory Remarks
Jennifer Mnookin, Dean, UCLA School of Law
Stephen Bainbridge, William D. Warren Distinguished Professor of Law

1:15 pm – 3:00 pm Panel 1: Wilmington Versus Washington
Sung Hui Kim (UCLA): The Failure of Federal Incorporation Law: A Public Choice Perspective
James Park (UCLA): Delaware and Santa Fe Industries v. Green
Robert Thompson (Georgetown): Delaware's Dominance: A Peculiar Illustration of American Federalism
Iman Anabtawi (UCLA): Moderator

3:00 pm – 3:15 pm Break

3:15 pm – 5:00 pm Panel 2: Doctrinal Aspects 1
Steven Davidoff Solomon (Berkeley): The Rise and Fall of Delaware's Takeover Standards
Stephen M. Bainbridge (UCLA): Interest Group Analysis of Delaware Law: The Corporate Opportunity Doctrine as Case Study
William B. Chandler (Wilson Sonsini Goodrich & Rosati) and Anthony Rickey (Margrave Law): The Trouble with Trulia: Re-evaluating the Case for Fee-Shifting Bylaws as a Solution to the Overlitigation of Corporate Claims
Gregory Williams (Richards, Layton & Finger): Moderator

Saturday, February 18, 2017

8:00 am – 9:00 am Continental Breakfast

9:00 am – 10:45 am Panel 3: Alternatives to Delaware
Sean Griffith (Fordham Law): Product Differentiation in the Market for Corporate Law: How to Design a Regulatory Alternative to Delaware Corporate Law
Michal Barzuza (University of Virginia Law): Nevada's Corporate Law: What We Know and What We Don't (Yet)
Jill Fisch (University of Pennsylvania Law): Governance by Contract: The Implications for Corporate Bylaws
Lynn LoPucki (UCLA): Corporate Charter Competition
Keith Paul Bishop (Allen Matkins): Moderator

10:45 am – 11:00 am Break

11:00 am – 12:30 pm Panel 4: Doctrinal Aspects 2

Christine Hurt (BYU): Delaware Primacy for Limited Partnerships
Lyman Johnson (Washington & Lee University School of Law): Dominance By
Inaction: Delaware's Long Silence On Corporate Officers
Gordon Smith (BYU): The Corruption of Loyalty
Francis Pileggi (Eckert Seamans): Moderator

12:30 pm – 1:30 pm Lunch

1:30 pm – 3:00 pm Panel 5: Delaware Now and Forever?

Charles Elson (University of Delaware): Why Delaware Has Endured, Should
Endure, and Yet May Not Endure
A Gilchrist Sparks (Morris, Nichols, Arsht & Tunnell LLP): Delaware's Continued
Resilience: The Next Hundred Years
Hillary Sale (Washington University in St. Louis School of Law): Delaware's
Independence?
Stephen M. Bainbridge (UCLA): Moderator

3:00 pm Concluding Remarks