

28th Annual Francis G. Pileggi Distinguished Lecture in Law



The Pileggi Distinguished Lecture Series

History

In 1985, Francis G.X. Pileggi, the then Volume 11, Internal Managing Editor for the *Delaware Journal of Corporate Law*, envisioned creating a forum whereby practitioners, judges, and academics, distinguished in the area of corporate law, could speak directly to those most responsible for setting policy on corporate law in the United States, the Delaware bench and bar. Through Frank's tireless efforts and the generosity of his father, Francis G. Pileggi, a founding attorney of Pileggi & Pileggi, the idea quickly turned into reality.

In 1986, the first Pileggi speaker, Robert W. Hamilton, Benno C. Schmidt Professor of Business Law, The University of Texas at Austin School of Law, spoke to a gathering of approximately 70 people at the Rodney Square Club. Mr. Hamilton's topic was "*The State of State Corporation Law: 1986*," which was later published in 11 DEL. J. CORP. L. 3 (1986). Since that first speech in 1986 the Pileggi Lecture Series has attracted many renowned, well-respected speakers and has continued to build on the enormous success of that first lecture. The efforts of many members of the *Delaware Journal of Corporate Law* and the continued generosity of Francis G. Pileggi, Esquire, has contributed to the Pileggi Lecture's continued success.

Past Speakers

1985-1986	Professor Robert W. Hamilton
1986-1987	The Honorable Ralph K. Winter
1987-1988	Professor Louis Loss
1988-1989	Professor Harvey L. Pitt
1989-1990	A.A. Sommer, Jr., Esquire
1990-1991	Lawrence J. Bugge, Esquire

1991-1992	Professor Richard M. Buxbaum
1992-1993	Professor Deborah A. DeMott
1993-1994	The Honorable Henry R. Horsey
1994-1995	Professor John C. Coffee, Jr.
1995-1996	Professor Donald C. Langevoort
1996-1997	Robert R. Keatinge, Esquire
1997-1998	Dean Joel Seligman
1998-1999	Professor Larry E. Ribstein
1999-2000	Professor Ronald J. Gilson
2000-2001	Professor Charles M. Elson
2001-2002	Professor Lynn A. Stout
2002-2003	Dean Harry J. Haynsworth
2003-2004	Professor Robert B. Thompson
2004-2005	Professor Melvin A. Eisenberg
2005-2006	Professor Stephen M. Bainbridge
2006-2007	Professor Hillary A. Sale
2007-2008	Professor Mark J. Roe
2008-2009	Professor Eric L. Talley
2009-2010	Professor Edward B. Rock
2010-2011	Professor Joseph A. Grundfest
2011-2012	Professor Jill E. Fisch

Past Lectures

SEPTEMBER 30, 1985

Robert W. Hamilton, Benno C. Schmidt Professor of Business Law, The University of Texas at Austin School of Law, Austin, Texas; Reporter for the Revised Model Business Corporation Act. *The State of State Corporation Law: 1986*, 11 DEL. J. CORP. L. 3 (1986).

SEPTEMBER 29, 1986

Ralph K. Winter, U.S. Circuit Judge, United States Court of Appeals, Second Circuit, New Haven, Connecticut. Lecture title: "The Academic Revolution in Corporate Law." Never printed.

MARCH 21, 1988

Louis Loss, William Nelson Cromwell Professor Emeritus, Harvard University Law School, Cambridge, Massachusetts. Lecture title: "Confluence of Federal and State Securities Regulation." Never printed.

APRIL 24, 1989

Harvey L. Pitt, Esquire, Partner, Fried, Frank, Harris, Shriver & Jacobson, Washington, D.C. *On the Precipice: A Reexamination of Directors' Fiduciary Duties in the Context of Hostile Acquisitions*, 15 DEL. J. CORP. L. 811 (1990).

APRIL 11, 1990

A.A. Sommer, Jr., Partner, Morgan, Lewis & Bockius, Washington, D.C.; Former Commissioner of Securities and Exchange Commission. *Whom Should the Corporation Serve? The Berle-Dodds Debate Revisited Sixty Years Later*, 16 DEL. J. CORP. L. 33 (1991).

APRIL 3, 1991

Lawrence J. Bugge, Esquire, Foley & Lardner, Madison, Wisconsin; President of the National Conference of Commissioners. *Commercial Law, Federalism, and the Future*, 17 DEL. J. CORP. L. 11 (1992).

MARCH 3, 1992

Richard M. Buxbaum, Ralston Professor of Law, Director of University of California Center for German and European Studies, University of California at Berkeley, Berkeley, California. *New Owners and Old Managers: Lessons from the Socialist Camp*, 18 DEL. J. CORP. L. 867 (1993).

MARCH 16, 1993

Deborah A. DeMott, Professor, Duke University School of Law, Durham, North Carolina. *Do You Have the Right to Remain Silent? Duties of Disclosure in Business Transactions*, 19 DEL. J. CORP. L. 65 (1994).

MARCH 23, 1994

The Honorable Henry R. Horsey, Justice of the Supreme Court of Delaware (Retired), Wilmington, Delaware. *The Duty of Care Component of the Delaware Business Judgment Rule*, 19 DEL. J. CORP. L. 971 (1994).

OCTOBER 28, 1994

John C. Coffee, Jr., Adolf A. Perle Professor of Law, Columbia University School of Law, New York, New York. *Transfers of Control and the Quest for Efficiency: Can Delaware Law Encourage Efficient Transactions While Chilling Inefficient Ones?*, 21 DEL. J. CORP. L. 359 (1996).

OCTOBER 20, 1995

Donald C. Langevoort, Lee S. and Charles A. Speier Professor, Vanderbilt University School of Law, Nashville, Tennessee. *Words From on High About Rule 10b-5: Chiarella's History, Central Bank's Future*, 20 DEL. J. CORP. L. 865 (1995).

OCTOBER 18, 1996

Robert R. Keatinge, Esquire, Holland & Hart, Denver, Colorado. *Universal Business Organization Legislation: Will it Happen? Why and When?*, 23 DEL. J. CORP. L. 29 (1998).

OCTOBER 10, 1997

Joel Seligman, Dean and Samuel M. Fegtly Professor of Law, The University of Arizona College of Law, Tucson, Arizona. *A Mature Synthesis: O'Hagan Resolves "Insider" Trading's Most Vexing Problems*, 23 DEL. J. CORP. L. 1 (1998).

OCTOBER 16, 1998

Larry E. Ribstein, GMU Foundation Professor of Law, George Mason University School of Law, Arlington, Virginia. *Limited Liability Unlimited*, 24 DEL. J. CORP. L. 407 (1999).

OCTOBER 22, 1999

Ronald J. Gilson, Charles J. Meyers Professor of Law and Business, Stanford Law School, Stanford, California, and Marc and Eva Stern Professor of Law and Business, Columbia University School of Law, New York, New York. *Unocal: Fifteen Years Later*, 26 DEL. J. CORP. L. 491 (2001).

NOVEMBER 10, 2000

Charles M. Elson, Edgar S. Woolard, Jr., Professor of Corporate Governance and Director of the Center for Corporate Governance, University of Delaware, Newark, Delaware. Lecture title: "The Procedural Duty of Care: Advisor Boon, Shareholder Bust." Never published.

OCTOBER 19, 2001

Lynn A. Stout, Professor of Law, University of California, Los Angeles, California. *On the Proper Motives of Corporate Directors (Or, Why You Don't Want to Invite Homo Economicus to Join Your Board)*, 28 DEL. J. CORP. L. 1 (2003).

APRIL 11, 2003

Harry J. Haynsworth IV, President and Dean, William Mitchell College of Law, St. Paul, Minnesota. *The Convergence of Fiduciary Duties in Unincorporated and Incorporated Entities: The Issue, Its Implications, Its Limitations*, 29 DEL. J. CORP. L. 83 (2004).

NOVEMBER 14, 2003

Robert B. Thompson, Professor and New York Alumni Chancellor's Chair, Vanderbilt University Law School, Nashville, Tennessee. *Delaware, the Feds, and*

the Stock Exchange: Challenges to the First State as First in Corporate Law, 29 DEL. J. CORP. L. 779 (2004).

NOVEMBER 19, 2004

Melvin A. Eisenberg, Koret Professor of Law, University of California-Berkeley School of Law, Berkeley, California. *The Duty of Good Faith in Corporate Law*, 30 DEL. J. CORP. L. 1 (2005).

SEPTEMBER 16, 2005

Stephen M. Bainbridge, Professor of Law, University of California, Los Angeles, California. *Unocal at 20: Director Primacy in Corporate Takeovers*, 31 DEL. J. CORP. L. 769 (2006).

OCTOBER 20, 2006

Hillary A. Sale, Professor of Law, University of Iowa College of Law, Iowa City, Iowa. *Monitoring Caremark's Good Faith*, 32 DEL. J. CORP. L. 719 (2007).

SEPTEMBER 28, 2007

Mark J. Roe, Professor of Law, Harvard Law School, Cambridge, Massachusetts. *Washington and Delaware*, 34 DEL. J. CORP. L. 1 (2009).

OCTOBER 10, 2008

Eric L. Talley, Professor of Law, University of California, Berkeley (Boalt Hall) School of Law, Berkeley, CA. *On Uncertainty, Ambiguity, and Contractual Conditions*, 34 DEL. J. CORP. L. 755 (2009).

OCTOBER 9, 2009

Edward B. Rock, Professor of Law, University of Pennsylvania Law School, Philadelphia, PA. *When the Government is the Controlling Shareholder: Implications for Delaware*, DEL. J. CORP. L. 409 (2010).

OCTOBER 8, 2010

Joseph A. Grundfest, Professor of Law, Stanford Law School, Stanford, CA. *The History and Evolution of Intra-Corporate Forum Selection Clauses: An Empirical Analysis*, 37 DEL. J. CORP. L. (forthcoming 2012).

SEPTEMBER 23, 2011

Jill E. Fisch, Professor of Law, University of Pennsylvania Law School, Philadelphia, PA. *Leave it to Delaware: Why Congress Should Stay Out of Corporate Governance*, 37 DEL. J. CORP. L. (forthcoming 2012).