Stephen Radin Authors Definitive Treatise on Business Judgment Rule

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Stephen A. Radin, a partner in Weil, Gotshal & Manges’ Securities Litigation/Corporate Governance Practice, is the author of the just-published sixth edition of the authoritative treatise, The Business Judgment Rule: Fiduciary Duties of Corporate Officers. Published by Wolters Kluwer Law & Business and Aspen Publishers, this four-volume, 6000 page text provides an exhaustively researched, thorough analysis of the business judgment rule, the legal principle forming the basis by which courts scrutinize the decisions of corporate directors, and numerous related corporate governance subjects.

Expanded by more than 3,000 new pages from previous editions, the treatise includes discussions of the duties of care and loyalty, good faith, interested director transactions, controlling shareholder transactions, change of control transactions and related mergers and acquisitions issues, executive compensation and stock options, disclosure requirements, financially troubled companies and the zone of insolvency, shareholder derivative litigation, and indemnification of directors and officers.

Ira M. Millstein, Senior Partner, Weil, Gotshal & Manges LLP and Senior Associate Dean for Corporate Governance, Yale School of Management, states in a Foreword, “The success of this treatise over the past two decades is demonstrated by its having been cited in close to 50 court decisions…. Its strength lies in its dynamic approach to the rapidly developing law. … Steve and I have worked together on corporate governance matters for more than a quarter century …. [H]e is someone Weil Gotshal partners and clients turn to for his scholarship and acuity. I congratulate him on a job well done.”

E. Norman Veasey, Senior Partner, Weil, Gotshal & Manges LLP and Chief Justice of Delaware from 1992 to 2004, states in a second Foreword, “[C]orporate practitioners—transactional lawyers, advisors, litigators, judges, and law professors—should own or have easy access to this magnificent, comprehensive, and learned treatise. … [T]his monumental treatise … is a ‘deep dive’ into the law, its rationale, and its policy, coupled with a marvelous user-friendliness.”

Jesse A. Finkelstein, a leading member of the Delaware Bar and co-author of The Delaware Law of Corporations and Business Organizations, has called the newly revised and expanded The Business Judgment Rule “an indispensable work” for lawyers engaged in the day-to-day issues affecting the fiduciary duties of directors.

Mr. Radin has focused on corporate governance for more than 25 years. Much of his practice at Weil, Gotshal has involved shareholder derivative and class action litigation. Among other honors, he has been named a “Best Lawyer” in Corporate Governance and Compliance Law in The Best Lawyers in America 2010 and a recipient of the Burton Award for excellence in legal writing. A prolific author and lecturer, Mr. Radin is an adjunct professor at Cardozo Law School and the chairperson of the American Bar Association Section of Litigation Committee on Corporate Counsel Subcommittee on Corporate Governance. Mr. Radin holds a B.A. with distinction in all subjects from Cornell University and a J.D. from Columbia Law School, where he was a Harlan Fiske Stone Scholar.

Weil Gotshal’s nationally recognized Securities Litigation/Corporate Governance practice is entrusted with some of corporate America’s most important and complex cases. For more information about The Business Judgment Rule: Fiduciary Duties of Corporate Officers, Sixth Edition, please click here.