

# Rutgers Center for Corporate Law *and* Governance

NEWSLETTER FROM THE RUTGERS CENTER FOR CORPORATE LAW AND GOVERNANCE / 2023-2024 ACADEMIC YEAR

A photograph of a crowd of people, overlaid with a red filter. In the foreground, a person's arm is raised, with their hand pointing upwards. The background shows other people, some with their arms raised, suggesting a celebratory or public event. The text is centered in the upper half of the image.

*This spring we will celebrate the  
10-year anniversary of the founding  
of the Center for Corporate Law  
and Governance.*

## MESSAGE FROM OUR CO-DIRECTORS

This spring we will celebrate the 10-year anniversary of the founding of the Center for Corporate Law and Governance. We are immensely proud of the Center's work over this time, and we are deeply grateful for the continued support of the Advisory Board and the Alumni Steering Committee, without which we could not have accomplished our goals of serving students, faculty, staff, and the broader legal and business communities.

Last year was marked by continued achievement. The Center's Business and Human Rights Law Program and Blockchain and Fintech Program continued their critical work. The Entrepreneurship Clinic provided students in Camden and Newark with hands-on transactional experience while contributing to the economic development of the greater Camden and Newark communities. The Certificate in Corporate and Business Law remains popular with students.

The Center hosted a number of programs, including a keynote address by Rohit Chopra, Director of the Consumer Financial Protection Bureau, as well as "Bridging the Gap Between Corporate Lawyers and Investors – A Conversation with Jon Lukomnik;" "Investment Crowdfunding with Andrew Schwartz;" "Discover Delaware Practice: The Hub of American Corporate Law;" and a "Student Lunch with Philadelphia Bar Association Representatives." The Center's Blockchain and Fintech Program also hosted a number of programs throughout the year.

The Law School's clinical programs as a whole, including the Entrepreneurship Clinic, received the Outstanding Service Award from the President of Rutgers University last spring. This fall, *preLaw* Magazine recognized Rutgers Law School as a "Top School" in Business Law and gave a special mention to the Entrepreneurship Clinic.

The Center continues to be a recognized forum for research, analysis, and discussion of current issues in corporate law and governance, and remains a valued resource for faculty, alumni, students, and the business and non-profit communities. We remain committed to providing our students with a strong foundation for practice in the business law area, as we seek to promote best corporate and governance practices and to stimulate potential law reform.

Yours truly,

Douglas S. Eakeley and Arthur B. Laby

CO-DIRECTORS, RUTGERS CENTER FOR CORPORATE LAW AND GOVERNANCE

## INTRODUCING OUR 2024-2025 STUDENT FELLOWS



**Anwasha Chatterjee**

Anwasha is a third-year law student at Rutgers Law School in Newark. She received her Bachelor of Arts and Bachelor of Laws (B.A. and LL.B.) from India and her Master of Laws (LL.M.) in International Business, Corporate, and Financial Law from the United Kingdom as a Hodgson Law Scholar. Before attending Law School, she worked as an assistant professor of law, an associate, and a research assistant in India and the United Kingdom.

Anwasha spent her 1L summer at McCarter & English in Newark, working in business litigation and other practice groups. She spent her 2L summer at K&L Gates in Newark and will be returning to K&L Gates as a full-time associate in fall 2025.

Anwasha is a Teaching Fellow for the Minority Students Program's Legal Skills Study Group. She volunteers for New Hope Community Ministries in Prospect Park and Volunteer Lawyers for Justice in Newark while in law school, often interpreting and preparing various client paperwork.



**Joy Rosenberg**

Joy is a current 3L at Rutgers Law School in Camden. She is the Senior Articles Editor of the Rutgers University Law Review. Joy has worked for the United States Bankruptcy Court and the Third Circuit Court of Appeals. During her 2L summer she worked at Kirkland & Ellis as a Summer Associate in their New York office. Upon graduation she will return to the firm as a Corporate Associate.

Prior to law school, Joy attended Drexel University, obtaining a double major in Real Estate Management & Development and Legal Studies. During her undergraduate career she worked at industry-leading companies and prominent law firms in the Philadelphia area.



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SCHOOL OF LAW



**PROGRAMS**

## **BRIDGING THE GAP BETWEEN CORPORATE LAWYERS AND INVESTORS — A CONVERSATION WITH JON LUKOMNIK**

**September 7, 2023**

The annual fall Public Session featured Jon Lukomnik, a member of the Standards and Emerging Advisory Group of the PCAOB; co-author of *Moving Beyond Modern Portfolio Theory: Investing That Matters*; former Trustee of the NYC Retirement System; and co-founder of the International Corporate Governance Network. Mr. Lukomnik discussed bridging the gap between corporate lawyers and investors.

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## **INVESTMENT CROWDFUNDING WITH ANDREW SCHWARTZ**

**January 20, 2024**

'Investment crowdfunding' is a new and inclusive form of online venture capital market open to all investors, both retail and accredited. It's like Kickstarter, except the backer gets a share of stock, which would be an illegal public offering of unregistered securities—absent the special exemption adopted as part of the federal JOBS Act of 2012. Since then, many other jurisdictions—including Canada, Australia, and the EU—have enacted analogous legal regimes, each a bit different than the others.

Professor Schwartz recently published the definitive guide to investment crowdfunding, based on ten years of on-the-ground research, including as a Fulbright Scholar in New Zealand. He addressed the law and practice of investment crowdfunding in the United States and compared it with other jurisdictions.

*Co-sponsored by the Center's Blockchain and Fintech Program, Newark Faculty Colloquium, and Institute for Professional Education*



## **COULD AI REPLACE HUMAN JUDGES? VIEWS FROM OVERSEAS: A SEMINAR WITH SUPREME COURT JUSTICES OF POLAND**

**March 6, 2024**

Supreme Court Justices of Poland shared their views on whether AI could replace human judges in the future in a fascinating panel discussion followed by the opportunity for Q&A with attendees.

Panelists:

- Prof. Mariusz Zalucki- Justice of the Supreme Court of Poland, Head of the Institute of Private Law at AFM Kraków University, Poland
- Prof. Tomasz Szancilo- Justice of the Supreme Court of Poland, professor at Cardinal Stefan Wyszyński University in Warsaw, Poland
- Prof. Beata Stepień-Zalucka- advocate, Head of the Human Rights Laboratory, University of Rzeszów, Poland

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## **DISCOVER DELAWARE PRACTICE: THE HUB OF AMERICAN CORPORATE LAW**

**March 21, 2024**

The Center hosted a lunch event highlighting the practice of corporate law in Delaware, an untapped but opportunity-rich market in Philadelphia's backyard.





Panelists:

- Troupe Mickler- Director, Ashby & Geddes
- Alyssa Ronan- Partner, Potter Anderson
- Makayla Monica- 3L at Rutgers Law and summer associate with Young Conaway, returning to the firm in fall 2024



## **STUDENT LUNCH WITH PHILADELPHIA BAR ASSOCIATION REPRESENTATIVES**

**March 25, 2024**

The Philadelphia Bar Association's Business Law Section offers programming in a range of areas and opportunities for networking. The Business Law Section has a new Law School Outreach initiative to connect with law students. Representatives from the Section joined us to discuss its programming and its relevance to practice. We were also joined by Tara Pellicori, a 2008 graduate of the Law School and our Adjunct Professor of the Entrepreneurship Clinic. Professor Pellicori has thought deeply about ways students can flourish professionally and network in a meaningful and deliberate manner.

## **A HAZY FORECAST: ESG, CLIMATE, AND THE LAW**

**April 5, 2024**

The Rutgers Business Law Review held a symposium on the current landscape of ESG as it relates to corporate America. New regulations are cropping up such as the SEC climate rule, which would require companies to disclose their carbon emissions in a standardized way. This program examined the different avenues that create change in the ESG space, such as government regulation, consumer/investor driven regulation, or incentives such as tax credits. Panelists discussed these topics along with the future of ESG and offered their thoughts on what the best approach might be and whether it will be driven by individual states or the federal government.

*Co-sponsored by the Center for Corporate Law and Governance*

Panelists:

- Shawn LaTourette- New Jersey's Commissioner of the Department of Environmental Protection
- Jurgita Ashley- Partner and Co-chair of the ESG Collaborative, Thomson Hines
- Monica Perez Schroeck- Environmental Law Attorney, Norris McLaughlin
- David Yawman- current Senior Advisor at BarkerGilmore and former Executive Vice President, General Counsel and Corporate Secretary of PepsiCo

Moderator:

- Douglas Chia- President, Soundboard Governance LLC and Senior Fellow, Rutgers Center for Corporate Law and Governance

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## **DISTINGUISHED SPEAKER: ROHIT CHOPRA**

**April 10, 2024**

Rohit Chopra was the Distinguished Speaker for the Rutgers Center for Corporate Law and Governance spring session. He is Director of the Consumer Financial Protection Bureau. The CFPB is a unit of the Federal Reserve System charged with protecting families and honest businesses from illegal practices by financial institutions, and ensuring that markets for consumer financial products and services are fair, transparent, and competitive.





## **DIGNITY NOT DEBT BOOK LAUNCH**

**April 23, 2024**

The Center held a reception to celebrate the launch of Affiliated Faculty Member Chrystin Ondersma's book, *Dignity Not Debt: An Abolitionist Approach to Economic Justice*. Professor Ondersma shared remarks about the book and discussed the subject with attendees.

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## **COERCED DEBT, IDENTITY THEFT AND FINANCIAL EXPLOITATION**

**June 11-12, 2024**

The Rutgers Center for Corporate Law and Governance—together the Rutgers Center for Gender Law and Justice and the Norwegian Research Council's Social Security and Dignity Identities Project—hosted a working conference on Coerced Debt, Identity Theft, and Financial Exploitation.

This conference brought together 20 of the foremost identity theft and coerced debt experts from around the world, including academics, lawyers, advocates, and even cryptologists. Conference participants included members of the Identity Theft Resource Center (ITRC), the Center for Information Technology at Princeton, the Legal Aid Society, and Volunteer Lawyers for Justice, among many others.

The conference addressed the financial exploitation of vulnerable groups, with a focus on exploitation and injustice around gender, age, ethnicity, and disability. Conference participants shared research, data, and case examples, and strategized and problem-solved together. Participants appreciated the opportunity to advance their work in this field by learning from other disciplines, programs, and countries.

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## **BLOCKCHAIN AND FINTECH PROGRAM**

Led by Professor Yuliya Guseva, the Center's Blockchain and Fintech Program is engaged in multidisciplinary blockchain and fintech research, as well as a curriculum- and project-based set of activities designed to advance faculty and student engagement in blockchain, cryptocurrency, cyber-security, fintech, and related subjects. The Program's Collaboratory is a series of gatherings via Zoom of leading lawyers, former regulators, and academics interested in regulatory and industry developments in fintech, defi, crypto, and blockchain-based businesses.

Speakers and Panelists featured during the 2023-2024 Academic Year:

### **August 2023 Meeting of the Collaboratory:**

- Dante Disparte, Chief Strategy Officer and Head of Global Policy for Circle

### **SEC v. Ripple: Are digital tokens securities? (September 27, 2023)**

- A fireside chat with Ripple's General Counsel, Stu Alderoty
- \* View the recording [here](#).

### **October 2023 Meetings of the Collaboratory:**

- Alex Wenham, Global Head of Digital Asset Product and Strategy at Bloomberg
- Björn Wahlström, CEO of Current Consulting Group
- Neel Chopra, Head of Regulatory, Investigations and Litigation at Binance

### **August 2023 Meeting of the Collaboratory:**

- Dante Disparte, Chief Strategy Officer and Head of Global Policy for Circle

### **November 2023 Meeting of the Collaboratory:**

- John Ho, Head of Legal, Financial Markets for Standard Chartered Bank
- \* View John's presentation [here](#).

### **January 2024 Meeting of the Collaboratory:**

- Dirk Zetsche, Professor in Financial Law, ADA Chair in Financial Law (inclusive finance) at University of Luxembourg, and Professor Douglas Arner, Kerry Holdings Professor in Law at The University of Hong Kong

### **February 2024 Meeting of the Collaboratory:**

- David McIlroy, Global Distinguished Professor of Law at the University of Notre Dame in England.
- \* View the recording here.

### **March 2024 Meeting of the Collaboratory:**

- Stephan Mögelin, Senior Officer at BaFin (Germany's Financial Supervisory Authority)
- \* View the recording here.

## **Fintech and Blockchain Symposium (New York City, May 3, 2024)**

*Co-Sponsored by Sidley Austin*

### **General Regulatory and Business Trends in Trading**

- Andrew Blake (moderator), Partner, Sidley Austin
- Joel Hasbrouck, Kenneth G. Langone Professor of Business Administration, Stern School of Business, New York University
- Kose John, Charles William Gerstenberg Professor of Banking and Finance, Stern School of Business, New York University
- Rachel Barnett, Chief Legal Officer, IEX Exchange
- Dan Burstein, Principal Regulatory Counsel, Paxos

### **Digital Asset Disclosures: How Do You Know What and When to Disclose?**

- Lilya Tessler (moderator), Partner, Sidley Austin
- Lee A. Schneider, General Counsel, Ava Labs
- Scott Bauguess, VP, Global Regulatory Policy, Coinbase
- Chris Brummer, Agnes Williams Sesquicentennial Professor of Financial Technology, Georgetown Law; Founder & CEO, Bluprynt
- J.W. Verrett, Associate Professor of Law, George Mason University Antonin Scalia Law School
- Greg Xethalis, Partner, General Counsel, Multicoins Capital Management LLC

### **Fireside Chat**

- Featured Speaker: The Honorable Kristin N. Johnson, Commissioner, U.S.
- Moderator: Yesha Yadav, Associate Dean and Robert Belton Director of Diversity, Equity & Community, Milton R. Underwood Chair, Faculty Co-Director, L.L.M. Program, Vanderbilt University Law School

### **Tokenization and Real Business Applications**

- Andrew Sioson (moderator), Partner, Sidley Austin
- Sarah Aberg, General Counsel, Nova Labs
- Wee Ming Choon, Deputy General Counsel, Ava Labs
- Fahad Saleh, Associate Professor of Finance, University of Florida
- Cathy Yoon, General Counsel, Wormhole Foundation

### **The Role of SROs in FinTech: It's Not Just About the SEC and the CFTC**

- Lara Thyagarajan (moderator), Partner, Sidley Austin
- Dorothy D. DeWitt, Founder & CEO, Tölt Strategies
- Yuliya Guseva, Professor of Law and Director of the Fintech and Blockchain Research Program, Rutgers Law School
- Howell E. Jackson, James S. Reid, Jr., Professor of Law, Harvard Law School
- Christine Podolak, Senior Director for Asset Surveillance, FINRA
- Yesha Yadav, Associate Dean and Robert Belton Director of Diversity, Equity & Community, Milton R. Underwood Chair, Faculty Co-Director, L.L.M. Program, Vanderbilt Law School

### **Fireside Chat**

- Featured Speaker: The Honorable Caroline D. Pham, Commissioner, U.S. Commodity Futures Trading Commission
- Moderator: Douglas Eakeley, Professor and Founder/Co-Director, Rutgers Center for Corporate Law and Governance, Rutgers Law School
- Moderator: Yuliya Guseva, Professor of Law and Director of the Fintech and Blockchain Research Program, Rutgers Law School

## **BUSINESS AND HUMAN RIGHTS LAW PROGRAM**

The mission of the Responsible Contracting Project (RCP), launched in 2022 and led by Rutgers Law School's own Professor Sarah Dadush, is to improve human rights in global supply chains through improved commercial contracting practices.

This past year saw the passage of the EU Corporate Sustainability Due Diligence Directive (CSDDD), which marks a tidal shift in corporate accountability obliging large companies to conduct ongoing, risk-based human rights and environmental due diligence (HREDD) across their supply chains. As explained in the RCP Policy Brief on the CSDDD, HREDD obligations will be difficult to fulfill without adopting responsible contracting practices.

To support implementation of the CSDDD, RCP is participating in developing a set of model clauses known as the European Model Clauses (EMCs). The EMCs, which are due out in early 2025, will track the requirements of HREDD laws like the CSDDD and the German Supply Chain Due Diligence Act (LkSG) to offer a blueprint for due diligence-aligned contracting. RCP is currently coordinating the EMC consultations thanks to a generous grant from the German governmental agency, GIZ, to ensure that the model clauses are the product of a legitimate and inclusive consultation process.

RCP has continued to expand its open-access Toolkit of model clauses and guidance with the publication of the Investor Guidance on Responsible Contracting, which was developed in partnership with the Interfaith Center on Corporate Responsibility (ICCR) to equip investors to engage their portfolio companies on integrating HREDD into their supply contracts.

Additionally, in co-authorship with the Ethical Tea Partnership (ETP), a global membership organization driving systemic change in the tea sector, RCP published the Tea Sector Model Clauses (TMCs) and an accompanying Framing Memo to enable tea companies to embed shared responsibility for HREDD in their agreements with tea growers. Adoption of these tools is set to become a requirement for ETP membership.

RCP continues to work with companies on a one-to-one and group basis to offer recommendations for due diligence-aligned contracting in line with RCP's core principles. As showcased by the International Labor Association's (ILO) Better Work program, the large clothing retailer C&A integrated certain model clauses into its supply contracts to reflect, among other things, a strengthened commitment to responsible purchasing practices and responsible exit, among other changes. RCP also helped Hapag-Lloyd, a major German shipping company, develop a new Supplier Code of Conduct that incorporates several aspects of RCP's core principles, including shared responsibility between buyers and suppliers to prevent adverse human rights impacts and take remedial action.

RCP continues to work with industry associations and multistakeholder initiatives in Europe and the US to educate companies on the need for--and feasibility of--moving toward more responsible contracting practices. RCP recently launched a collaboration with the Automotive Industry Action Group (AIAG) to provide educational programs and tools to member companies.

In July, Professor Dadush, along with RCP Co-Founder Olivia Windham Stewart and Senior Advisor John Sherman, prepared an amicus brief in a case brought in the United States Court of Appeals for the Ninth Circuit by an apparel supplier (Smart Apparel) against the retailer Nordstrom for abruptly canceling \$7 million of orders. The brief offers context for the court on the United Nations Guiding Principles on Business and Human Rights (UNGPs) and highlights the importance of "responsible exit" for preventing and mitigating adverse human rights impacts.

Professor Dadush was also interviewed for a BBC documentary investigating the use of child labor in the jasmine (perfume) supply chain that has already catalyzed change among fragrance companies in how they govern their supply chains. Last but not least, in the 2023-2024 school year, Professor Dadush also taught the Business and Human Rights Law Practicum, the nation's first "mini-clinic" in Business & Human Rights (BHR), which introduced students to the key BHR principles and involved hands-on work on BHR issues, including with companies engaged with RCP. The course is designed to introduce a small group of students to the key BHR principles and texts and involve the students in hands-on work (carrying out research, presenting findings to the class, writing up memos and other documents to advise or update clients and other stakeholders, participating in meetings with clients and Pro Bono counsel) on BHR developments, including legislative developments in the US, Europe, and Australia. Students study BHR developments with a particular focus on improving the role that international contracts play in upholding (or undermining) workers' human rights in global supply chains.



*“The lessons you taught us during the entrepreneurship clinic have helped me immensely during my first year of practice.”*



## THE ENTREPRENEURSHIP CLINIC

The Entrepreneurship Clinic provides students in the Law School's Camden and Newark locations with hands-on transactional law experience in representing for-profit and social entrepreneurs. It functions as a virtual law firm, serving clients and giving students both substantive knowledge in areas applicable to entrepreneurial companies and skills needed to represent those clients. It also develops projects with other units of the University. And it creates linkages with the greater Camden and Newark entrepreneurial communities that provide further opportunities to promote economic development and job creation. The Clinic offers counseling and representation on such matters as: pre-venture activities; business planning; entity selection (e.g., whether to incorporate, form a partnership, create a limited liability company); negotiating, drafting and reviewing agreements; management and transparency-in-governance issues; capital structure, valuation and finance; intellectual property; ongoing entrepreneurial and business activities; particular issues relevant to non-profits; employee management issues; community relations issues.

A weekly seminar supplements the work representing clients. Its objective is to provide an overview of the critical concepts, perspectives and skills necessary for the successful practice of transactional law. The seminar covers entrepreneurship; entrepreneurship law; case management; client interactions; professional responsibility; transactional lawyering; forming a business; financing/funding a business; the VC transaction; contract negotiation and drafting; building a business brand; and protecting intellectual property.

Comments from Clinic students:

- "The lessons you taught us during the entrepreneurship clinic have helped me immensely during my first year of practice."
- "Thank you so much for an amazing semester. Your advice and help are extremely appreciated and I will continue to use what I learned this semester for the rest of my career. . . . Over all, I gained valuable insight and tools that have already tremendously helped my confidence and work product that I will continue to use for the rest of my career."
- "I wanted to take a moment and express my deepest gratitude for the invaluable insight and training you both provided over the course this semester. . . . Your dedication to cultivating our understanding of the law and continued commitment to our growth as future lawyers were truly inspirational. The hands-on experience provided through the clinic offers a holistic learning approach that allowed me not only to enhance my academic and professional skills but foster personal growth, confidence and a deeper understanding of the law. . . . For the first time, I was able to apply what I had learned throughout law school to real life scenarios, and specifically to the challenges that arise.
- "Thank you so much for giving us hands-on experience and guidance this semester. It was definitively one of the most helpful and useful classes of my law school experiences. As a practicing lawyer just starting their career, I know I will have more confidence having been able to get some practice in a lower pressure environment."

#### Comments from Clinic Clients:

- "Thank you so much for all your help this semester. ...On behalf of the entire team, we can't begin to express how appreciative we are of all your time and commitment to our company. We will definitely keep you guys in the loop as we continue to grow."
- "[The students] were an absolute pleasure to work with and answered every question I had. They raised concerns/roadblocks that I did not foresee and as a result gave me an advantageous starting position for my small business. They were very quick to respond, polite, and patient."
- "...I want to express my greatest appreciation for all you have done/overseen for my business. It has been a tremendous help in foundational areas I am ignorant of; I can't thank you enough. The experience is always joyful and very informative."

### **THE CERTIFICATE PROGRAM IN CORPORATE AND BUSINESS LAW**

For students with special interest in corporate and business law, the Certificate Program provides a structured framework to pursue that interest, as well as formal recognition for doing so. All participating students will gain a core competency in the law governing the formation and governance of corporations and their financing.

The course requirements include Business Organizations, three core courses, three elective courses and one skills and experiential learning component. To qualify for the Certificate, a student must have an average GPA of 3.0 or above in all core and elective courses.

To complete the core requirements, students may elect to pursue continued study of general corporate/business matters, corporate finance, or issues concerning how the corporate entity interacts with the government. After satisfying the core competencies, students will receive advanced instruction on matters relating to the formation, financing and operation of corporations, as well as their interactions with governmental entities, by choosing among a variety of advanced classes and seminars. Finally, each student will be required to apply legal doctrine in a practice context by choosing between a relevant externship/field placement, clinic or skills course.

This past May, some 40 students graduated with the Certificate. We have received feedback from a number of students (not only in this year's graduating class) to the effect that listing the Certificate on their resume has frequently prompted positive comments and questions in the course of their job interviews.

The image shows a stack of books with a red overlay. A white rectangular box is centered on the stack, containing the text "PUBLICATIONS OF OUR AFFILIATED FACULTY".

**PUBLICATIONS OF OUR AFFILIATED FACULTY**

## **PUBLICATIONS OF OUR AFFILIATED FACULTY**

### **JEAN-MARC COICAUD**

*International Legitimacy and Global Justice* (forthcoming April 2025).

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### **SARAH MEDINA CAMISCOLI**

*Youth Movement Law: Seeding Constitutional Revolutions with Marginalized and Mobilized Youth*, U. Pa. J. Const. L. (2024) (forthcoming).

(with Sa'Real McRae) *Youth Participatory Law Scholarship*, Va. L. Rev. (2024) (forthcoming).

*Defending Schoolhouse Property: Reimagining Procedural Protections to Block Bans and Power Student Movements*, Geo. J. Mod. Critical Race Theory (2024) (forthcoming).

*Youth Dignity Takings: Understanding and Restoring the Involuntary Loss of Book Bans and Trans Bans*, Loy. Interdisc. J. Pub. Int. L. (January 2024) (forthcoming).

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### **SARAH DADUSH**

(with Daniel Schönfelder and Bettina Braun) *Complying with Mandatory Human Rights Due Diligence Legislation through Shared-Responsibility Contracting: The Example of Germany's Supply Chain Act (LkSG)*, *Contracts for Responsible and Sustainable Supply Chains: Model Contract Clauses, Legal Analysis, and Practical Perspectives*, (Susan Maslow & David Snyder eds., ABA Business Law Section, 2023)

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### **DOUGLAS EAKELEY**

(with Yuliya Guseva and Sangita Gazi) *On the Coexistence of Stablecoins and Central Bank Digital Currencies*, 87 *Law & Contemporary Problems* \_\_\_ (forthcoming 2024)

(with Yuliya Guseva) *Crypto's Counteroffensive Suits Underscore Need for Regulation*, Bloomberg Law (April 16, 2024).

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### **KATIE EYER**

*Title IX in the Age of Textualism*, 86 *Ohio State L. J.* \_\_\_ (forthcoming, 2025).

*Textualism and Progressive Social Movements*, 90 *U Chi. L. Rev. Online* 1 (2024).

*Anti-Transgender Constitutional Law*, 77 *Vanderbilt L. Rev.* 1113 (2024).

*As-Applied Equal Protection*, 59 *Harv. C.R.-C.L. L. Rev.* 49 (2024). (with Karen Tani) *Disability and the Ongoing Federalism Revolution*, 133 *Yale L. J.* 839 (2024).

*Transgender Constitutional Law*, 171 *U. Pa. L. Rev.* 1 (2023).

*Transgender Equality and Geduldig 2.0*, 55 *Ariz. St. L. J.* 475 (2023).

**MATTEO GATTI**

*What Corporate Governance for AI?*, Jotwell (June 13, 2024) (reviewing Roberto Tallarita, *AI Is Testing the Limits of Corporate Governance*, Harv. Bus. Rev. (Dec. 05, 2023), <https://corp.jotwell.com/what-corporate-governance-for-ai/>).

(with Luca Enriques) *Death by a Thousand Cuts: Hostile Bids in Europe, 2004-2023*, in *Twenty Years of the Takeover Directive* (forthcoming 2024, Martin Winner et al. eds, Cambridge University Press), Eur. Corp. Gov. Inst. (ECGI) - Law Working Paper No. 755/2024, [https://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=4738087](https://papers.ssrn.com/sol3/papers.cfm?abstract_id=4738087).

(with Giovanni Strampelli and Matteo Tonello) *How Does Board-Shareholder Engagement Really Work? Evidence from a Survey of Corporate Officers and from Disclosure Data*, in *Board-Shareholder Dialogue: Policy Debate, Legal Constraints and Best Practices* (Luca Enriques & Giovanni Strampelli eds., Cambridge University Press, 2024).

*Corporate Governing: Understanding Corporations as Agents of Socioeconomic Change* (Eur. Corp. Gov. Inst. (ECGI) - Law Working Paper No. 730/2024, [https://papers.ssrn.com/sol3/papers.cfm?abstract\\_id=4530776](https://papers.ssrn.com/sol3/papers.cfm?abstract_id=4530776)) (forthcoming J. Corp. L. (2024)).

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**JONATHAN GINGERICH**

*Democratic Vibes* (discussing the recent *NetChoice v. Paxton* case), 32 Wm. & Mary Bill Rts. J. 1135 (2024).

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**YULIYA GUSEVA**

(with Sangita Gazi and Douglas Eakeley) *On the Coexistence of Stablecoins and Central Bank Digital Currencies*, 87 Law & Contemporary Problems \_\_\_\_ (forthcoming 2024).

*Decentralized Markets and Decentralized Regulation* 92 Geo. Wash. L. Rev. \_\_\_\_ (forthcoming 2024).

*The Economic Reality of NFT Securities*, in *CAMBRIDGE HANDBOOK ON LAW AND POLICY ON NFTS* (Nizan Geslevich Packin ed., Cambridge University Press, forthcoming 2024).

(with Douglas Eakeley) *Crypto's Counteroffensive Suits Underscore Need for Regulation*, Bloomberg Law (April 16, 2024).

(with Irena Hutton) *Regulatory Fragmentation: Investor Reaction to SEC and CFTC Enforcement in Crypto Markets*, 64 BC Law Rev. 1555 (2023).

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**ARTHUR LABY**

*Prospectus Liability in the United States*, in Danny Busch & Matthias Lehmann, eds., *Towards Uniform Prospectus Liability Rules in Europe and Beyond* (forthcoming 2025)

*Advisors as Agents*, in Deborah A. DeMott & Tan Cheng Han, eds., *Agency and Intermediation* (forthcoming 2025)

**CHRYSTIN ONDERSMA**

DIGNITY NOT DEBT: AN ABOLITIONIST APPROACH TO ECONOMIC JUSTICE (2024).

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**FADI SHAHEEN**

*Is the UTPR a 100 Percent Tax on a Deemed Distribution?*, 181 Tax Notes Fed. 481 (2023).

(with H. David Rosenbloom) Jurisdictional Underpinnings of International Taxation in THE OXFORD HANDBOOK OF INTERNATIONAL TAX (Florian Haase & Georg Kofler eds., Oxford University Press, 2023).

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**REID WEISBORD**

(with the late James Casner and Jeffrey N. Pennell) ESTATE PLANNING (Wolters Kluwer CCH 2024).

(with David Horton and Stephen K. Urice) WILLS, TRUSTS, & ESTATES: THE ESSENTIALS (Third Edition, Aspen Casebook Series, 2024).

(with Jordan Bondurant) Oscar Law, Ala. L. Rev. (2024-25) (forthcoming).

(with Stewart Sterk) *A New Framework for Condominium Structural Safety Reforms*, 14 U.C. Irvine L. Rev. 521 (2024).

*Heirs Property: An Examination of Probate Costs and the Costs of Postmortem Probate Inaction*, 49 ACTEC L.J. 113 (2024).

(with David Horton) *The New Undue Influence*, Utah L. Rev. 231 (2024).

*Clarifying the Doctrine of Probate Standing*, JOTWELL (March 25, 2024).

*Reviewing David Horton, Probate Standing*, 122 Mich. L. Rev. \_\_ (2024) (forthcoming).

**Shorter Works:**

(with Naomi Cahn) *Estate planning lessons from the \$600M fight over Michael Jackson's music catalog*, The Conversation (Aug. 28, 2024) (<https://theconversation.com/estate-planning-lessons-from-the-600m-fight-over-michael-jacksons-music-catalog-237453>) (republished in the print edition of The Philadelphia Inquirer).

(with Naomi Cahn) *Rupert Murdoch's real succession drama ? why the future of his media empire could hinge on a legal effort in Nevada*, The Conversation (July 30, 2024) (<https://theconversation.com/rupert-murdochs-real-succession-drama-why-the-future-of-his-media-empire-could-hinge-on-a-legal-effort-in-nevada-235615>).

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