

# TOMER SAMUEL STEIN

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## ACADEMIC EXPERIENCE

**The University of Tennessee College of Law**, Knoxville, TN July 2023-Present  
**Wilkinson Junior Research Professor & Assistant Professor of Law**  
**Research Fellow, Neel Corporate Governance Center, Haslam College of Business**  
**Research Fellow, Anderson Center for Entrepreneurship & Innovation**

- Received the Wilkinson Junior Research Professorship for outstanding legal scholarship
- Executive Committee Member of the Business Associations Section of the American Association of Law Schools
- Junior Faculty Fellow, Office of the Provost
- Courses: Contracts, Business Associations, and Mergers & Acquisitions

**Stetson University College of Law**, Gulfport, FL July 2021-June 2023  
**Bruce R. Jacob Visiting Assistant Professor of Law**

- Courses: Contracts, Business Associations, and Mergers & Acquisitions
- Recipient of the Student Organization Advisor of the Year award (2021-2022)

## PUBLICATIONS

- *Judicial Review in Public and Private Governance*, Forthcoming in the Washington University Law Review (2024)
- *The Constitutional Meaning of Financial Terms*, Forthcoming in the UTAH LAW REVIEW (2024) (With Shelby Ponton)
- *Multistate Business Entities*, 55 ARIZONA STATE LAW JOURNAL 1 (2023) (with Andrew Appleby)
- *Debt as Corporate Governance*, 74 HASTINGS LAW JOURNAL 1281 (2023)
- *Rules vs. Standards in Private Ordering*, 70 BUFFALO LAW REVIEW 1835 (2022)
- *Copyright and Dissent*, 28 TEXAS INTELLECTUAL PROPERTY LAW JOURNAL 157 (2020)

## WORKS-IN-PROGRESS

- *The Essential Role of Directors: A New Theory of the Firm*
- *Amicus Lobbying: Friends of the Court or Friends of the Industry?* (with William Bunting)

## SELECTED PRESENTATIONS

- The University of Texas School of Law, Workshop in Business Law and Economics, March 2024 (Presented *The Essential Role of Directors: A New Theory of the Firm*)
- Case Western Reserve School of Law, February 2024 (Presented *The Essential Role of Directors: A New Theory of the Firm*)
- Haslam College of Business, Neel Corporate Governance Center, February 2024 (Presented *The Essential Role of Directors: A New Theory of the Firm*)
- American Association of Law Schools, Business Associations Section, Annual Meeting, January 2024 (Presented *The Essential Role of Directors: A New Theory of the Firm*)
- Wharton-Harvard Insolvency and Restructuring Conference, September 2023 (Presented *Debt as Corporate Governance*)

- The Seventh Annual Business Law: Connecting the Threads Conference, hosted by *Transactions*, September 2024 (Presented on recent scholarship on metal derivatives)
- SEALS, Tax and Corporate Law Interdisciplinary Workshop, July 2023 (Presented *Multistate Business Entities*)
- SEALS, ESG Discussion Group, July 2023 (Presented *Stakeholderism: The Guide for the Perplexed*)
- National Business Law Scholars Conference (NBLSC), June 2023 (Presented *A Theory of Substantive Standards of Review: The Case of Corporate Law*)
- SEALS, Prospective Law Teachers Conference, July 2022 (Presented *Debt as Corporate Governance*)
- National Business Law Scholars Conference (NBLSC), June 2022 (Presented *Debt as Corporate Governance*)
- Stetson University College of Law, Faculty Colloquium, February 2022 (Presented *Rules vs. Standards in Private Ordering*)

## LEGAL PRACTICE

**Latham & Watkins LLP**, New York, NY

**Associate**, September 2018-March 2021

- Advised corporate, private equity, and banking clients on a broad range of public and private domestic and cross-border financing transactions, including initial public offerings (including SPAC and De-SPAC transactions), high-yield and investment grade debt offerings, follow-on and secondary equity offerings, liability management transactions, and committed financings

**RBC Capital Markets, LLC**, New York, NY

**Legal Consultant**, February 2020-September 2020

- Worked as the in-house attorney responsible for all deals conducted by the debt capital markets, liability management, and private placement teams
- Deal flow primarily included registered and unregistered investment grade offerings, ABS offerings, MTN programs, tender offers, exchange offers, consent solicitations, 10(b)(5) programs, 4(a)(2) private placements, and commercial paper programs
- Supported the capital markets law group in facilitating the emergency use of the federal TALF program

**Justice Isaac Amit, Supreme Court of Israel**, Jerusalem, Israel

**Foreign Law Clerk**, July-August 2016

- Researched a broad array of U.S. legal doctrines as persuasive authority that could be incorporated into Justice Amit's decisions

## EDUCATION

**The University of Texas School of Law**, Austin, TX

J.D., May 2018, *Honors*

- THE REVIEW OF LITIGATION, Chief Symposium Editor, Volume 37
- Dean's Presidential Scholarship (2015-2018); Dean's Achievement Award in Business Associations and Advanced Copyright
- Research assistant to Professor Jens Dammann and Professor Lawrence Sager

**The University of Wisconsin-Madison**, Madison, WI

B.A., Philosophy, May 2015, *Distinction*

**BAR ADMISSION & LANGUAGES**

Bar Admission: New York; Languages: Native proficiency in both English and Hebrew