

## Joan MacLeod Heminway

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### ACADEMIC EMPLOYMENT

#### **The University of Tennessee College of Law (Knoxville, TN)**

Rick Rose Distinguished Professor of Law		2016-present
Interim Director, Institute for Professional Leadership	2020-2023	
W.P. Toms Distinguished Professor of Law	2012-2016	
Professor & College of Law Distinguished Professor of Law	2009-2012	
Associate Professor with Tenure	2005-2009	
Associate Professor	2000-2005	

#### **The University of Mississippi School of Law (Cambridge, England)**

Cambridge Study Abroad Summer Session – Faculty	2010
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#### **Georgia State University (Rio de Janeiro, Brazil)**

Rio Summer Legal and Policy Study – Faculty	2007-2009
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#### **Vanderbilt University Law School (Nashville, TN)**

Animals & the Law – Visiting Professor	Spring 2007
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#### **Boston College Law School (Newton, MA)**

Mergers & Acquisitions – Visiting Professor	Fall 2005
Securities Regulation – Visiting Professor	Fall 2005

### PROFESSIONAL EMPLOYMENT

#### **Skadden, Arps, Slate, Meagher & Flom LLP (Boston, MA)**

Corporate/Securities/Mergers & Acquisitions – Counsel	1993-2000
Corporate/Securities/Mergers & Acquisitions – Associate	1985-1993

### EDUCATION

#### **J.D., New York University School of Law (New York, NY)**

Moot Court Journal – Research and Writing Editor	1985
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#### **A.B., Brown University (Providence, RI)**

International Relations and History ( <i>magna cum laude</i> )	1982
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## ACADEMIC & OTHER PROFESSIONAL LEADERSHIP

### **Association of American Law Schools**

Section on Leadership		
Chair-Elect		2024-present
Executive Committee		2023-present
Section on Agency, Partnerships, LLCs and Unincorporated Associations		
Chair		2024-present
Chair-Elect	2023	
Secretary	2022	
Executive Committee		2019-present

### **Southeastern Association of Law Schools**

Corporate Compliance Officer		2018-present
Interim Secretary	2023	
Deputy Secretary/Compliance Officer	2016-2018	
Board of Trustees	2007-2013	
Past President	2012-2013	
President	2011-2012	
President-Elect	2010-2011	

### **The University of Tennessee, Knoxville**

UTK Advisory Board – Faculty Representative	2022-2024	
Chancellor’s Commission for Women		
Co-Chair	2020-2022	
Professional Development & Mentoring Committee – Chair	2018-2020	
Workplace Bullying Task Force – Educ./Training/Aware. Committee – Chair	2019-2022	
Mic/Nite – Coordinator	2016-2019	
Faculty Senate		
Executive Committee (At-Large)	2022-2023	
Executive Committee	2007-2012	
Past-President	2011-2012	
President	2010-2011	
President-Elect	2009-2010	
Faculty Affairs Committee – Chair	2007-2009	

### **Knoxville Bar Association**

Board of Governors		2024-present
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### **Tennessee Bar Association**

Business Law Section		
Executive Council		2006-present
Immediate Past Chair	2020-2021	
Chair	2019-2020	
Series LLC Task Force – Chair	2019-2020	
Chair-Elect	2018-2019	

Section on Business Associations	
Retiring Chair	2014
Chair	2013
Chair-Elect	2012
Executive Committee	2010-2014
Section on Securities Regulation – Executive Committee	2014-2016
Mid-Year Meeting Planning Committee – Chair	2013-2014
Section on Transactional Law and Skills	
Past-Chair	2013
Chair	2012
Chair-Elect	2011
Executive Committee	2011-2013
<b>Boston Bar Association</b>	
Corporate Law Committee – Chair	1999-2000

### ACADEMIC & OTHER PROFESSIONAL HONORS

<b>Knoxville Bar Foundation</b> - Fellow	2024-present
<b>American Bar Foundation</b> – Fellow	2016-present
<b>American Law Institute</b> – Member	2006-present
<b>George Washington University Law School Center for Law, Economics &amp; Finance</b> Initiative on Quality Shareholders – Academic Fellow	2020-present
<b>Tennessee Supreme Court Access to Justice Commission</b> Attorney for Justice	2019, 2020, 2022
<b>YWCA Knoxville &amp; the Tennessee Valley Tribute to Women</b> Finalist – Education	2019
<b>The University of Tennessee, Knoxville</b> Office for Research and Engagement – Top Citations by College Quest – Scholar of the Week Office of the Chancellor – Award for Teaching Excellence @ UT Showcase – Best Practices	2019 2011 2006 2002
<b>The University of Tennessee College of Law</b> Carden Award – Outstanding Faculty Award for Teaching Thomas and Elizabeth Fox Faculty Excellence Award – Outstanding Service to the Bench and Bar Carden Award – Outstanding Faculty Award for Service to the Institution Carden Award – Outstanding Faculty Award for Scholarship Achievement Marilyn V. Yarbrough Faculty Award – Writing Excellence Harold C. Warner Award – Outstanding Teacher	2024 2019 2012 2009 2005 2004

UT Pro Bono Animal Law Project – Recognition for Leadership & Support 2003

**Association of American Law Schools**

Section on Business Associations – Mentor Award 2018

**Political Asylum/Immigration Representation Project**

Special Achievement Acknowledgment 2000

*Pro Bono* Mentor Award 1995 & 1997

*Pro Bono* Award 1993

**UNIVERSITY & CAMPUS SERVICE**

**The University of Tennessee**

Strategic Plan Driving Investment and New Revenues Task Force 2011-2012

Presidential Search Advisory Council 2010

**The University of Tennessee, Knoxville**

Haslam Leadership Scholars – Faculty Fellow 2024-present

Anderson Center for Entrepreneurship & Innovation – Research Fellow 2023-present

Academic Program Review Committee (Philosophy) 2021

Diversity Leads 2020-2023

Faculty Mentoring Task Force 2020-2021

Faculty Community Group, Entrepreneurship – Chair 2020-2021

Workplace Bullying Task Force 2019-2022

Committee on Student Programming – Faculty Representative 2019-2020

Commission for Women 2018-2022

Women’s Leadership Group 2016-2020

Academic Program Review Committee (Political Science) 2015

Lab/Center for Sustainable Business and Development – Team Member 2013-2020

Honorary Degree Committee 2013-2014

SACS Reaffirmation Compliance Report Drafting Committee – Chair 2012-2014

Athletics Board, Governance/Compliance/Equity Committee – Chair 2010-2013

Center for the Study of Social Justice – Fellow 2009-present

Boyd Center for Business and Economic Research – Fellow 2009-2012

Vice Chancellor for Communications Search Committee 2009

Academic Program Review Committee (Marketing & Logistics) 2008 & 2011

Chancellor Search Committee 2008

Vice Provost for Academic Affairs Search Committee 2008

Family Campaign Volunteer 2007 & 2022

Faculty Senate – Senator 2005-2009

C. Warren Neel Corporate Governance Center – Fellow 2003-present

**Ph.D. Dissertation Supervision**

Kory Maag (Accounting): 2024

*An Examination of the Incentives to Issue Spring-Loaded Equity Awards*

Leah Muriel (Accounting):	2013
<i>An Examination of Investor and Client Responses Associated with the First PCAOB Sanction and Part II Disclosure of a Big N Auditor</i>	
Joshua White (Finance):	2012
<i>Ownership Structure and Monitoring around Secondary Offerings</i>	
Allison Beck (Accounting):	2012
<i>Clawback Provisions: How Sharp Are the Claws? An Analysis of the Deterrence Effectiveness of Voluntary Clawback Provisions</i>	
Ali Ebrahim (Finance):	2012
<i>Board of Directors Monitoring of CEO Insider Trading: Before and After the Sarbanes–Oxley Act</i>	
Julee Flood (Higher Education):	2012
<i>Judicial Influence on Academic Decision–Making: A Study of Tenure Denial Litigation Cases In Which Higher Education Institutions Did Not Wholly Prevail</i>	
Katie Schumann (Finance):	2012
<i>Cross–Listed Firms and Shareholder–Initiated Lawsuits: The Market Penalties of Securities Class Action Lawsuits Against Foreign Firms</i>	
Colin Reid (Accounting):	2011
<i>CEO SERPs: Are They Related to Firm Risk and Who Approves Them?</i>	
Matthew Hoag (Accounting):	2010
<i>Is All Goodwill Created Equal? An Analysis of the Association Between Agency Conflicts, Board Monitoring, and Goodwill in U.S. Mergers and Acquisitions</i>	

## OTHER ACADEMIC & PROFESSIONAL SERVICE

<b>National Business Law Scholars Conference</b> – Planning Committee	2015-present
<b>Business Law Prof Blog</b> – Co-Editor	2014-present
<b>American Inns of Court, Hamilton Burnett Chapter</b>	
Emeritus	2007-present
Master	2002-2007
<b>Southeastern Association of Law Schools</b> – Planning Committee	2002-present
<b>Association of American Law Schools</b>	
ABA/AALS Site Eval. Team (Univ. of Kansas School of Law) – AALS Reporter	2022-2023
Committee to Review Scholarly Papers	2021
Research Committee	2012-2014
<b>Tennessee Bar Association</b>	
Series LLC Task Force	2019-2020
RULPA Revision Committee	2015-2017

Business Entity Study Committee	2008-2017
LLC Act Revision Committee	2003-2005

**OTHER VOLUNTEER SERVICE (SELECTED)**

**UT Federal Credit Union** – Board of Directors 2021-present

**Brown University**

Class of 1983 – Vice President	2018-present
Brown Annual Fund – Leadership Council	2018-present
Reunion Planning & Gift Committees	1988-present

**New York University School of Law** – Reunion Committee 2015-2025

**Pembroke Center for Teaching and Research on Women Associates Council**

Ex-Officio	2005-present
Chair	1998-2000
Member	1993-2005

**Companion Animal Initiative of Tennessee** – Member 2005-2012

**Community Coalition on Family Violence, Inc.**

Animal Abuse Task Force – Member	2002-2007
Animal Abuse Task Force Steering Committee – Co-Chair	2002-2004

**ACADEMIC LEADERSHIP DEVELOPMENT**

**Southeastern Conference Academic Consortium**

Academic Leadership Development Program – Fellow	2009-2010
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**Higher Education Resource Services (HERS)**

Leadership Institute (Bryn Mawr) – Participant	2009
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**PAID ACADEMIC & PROFESSIONAL SERVICE**

**The University of Tennessee**

Professional MBA Program – Faculty (Non-Core)	2014-present
Executive MBA Program – Guest Lecturer	2002-2006

**BARBRI Bar Review** – Instructor 2005-2018

**LexisNexis Law School Publishing** – Advisory Board 2011-2013

## PROFESSIONAL LICENSURE

Tennessee 2000  
Massachusetts 1985 (inactive)

## ADDITIONAL CERTIFICATION

Yoga Instruction, RYT 200 2018

## PUBLICATIONS: BOOKS, BOOK CHAPTERS & ENCYCLOPEDIA ENTRIES

MAKING THE PIECES FIT: CROSS–BORDER MERGERS AND ACQUISITIONS AND THE DAIMLER–CHRYSLER DEAL (with Maurice Stucke)  
Carolina Academic Press (forthcoming)

STRATEGIES AND TECHNIQUES FOR TEACHING BUSINESS ASSOCIATIONS: ADVICE FOR NEW (AND NOT SO NEW) LAW PROFESSORS  
Aspen Publishers (forthcoming)

### *Gendered Insider Trading*

in RESEARCH HANDBOOK ON INSIDER TRADING (Stephen M. Bainbridge, ed.)  
Edward Elgar Publishing, 2nd ed. 2024 (forthcoming)

BUSINESS ENTERPRISES: LEGAL STRUCTURES, GOVERNANCE, AND POLICY  
(with Mark J. Loewenstein, Marc I. Steinberg & Manning G. Warren, III)  
Carolina Academic Press, 5th ed., 2024

### *Non-Investment Finance in an NFT World*

in THE CAMBRIDGE HANDBOOK FOR THE LAW AND POLICY OF NFTs (Nizan Packin, ed.)  
Cambridge University Press, 2024

### *The Legal Regulation of U.S. Crowdfunding: An Organically Evolving Patchwork*

in LEGAL ASPECTS OF CROWDFUNDING (Caroline Kleiner, ed.)  
Springer Publishing, 2021

### *U.S. Securities Crowdfunding: A Way to Economic Inclusion for Low–Income Entrepreneurs?*

in DIGITAL ENTREPRENEURSHIP AND THE SHARING ECONOMY (Evgueni Vinogradov et al., eds.)  
Routledge Press, 2021

### *Ethical Considerations: Corporate Social Responsibility and the 21st Century Lawyer* (with Irma S. Russell)

in CORPORATE SOCIAL RESPONSIBILITY – THE CORPORATE GOVERNANCE OF THE 21<sup>ST</sup> CENTURY  
(Rae Lindsay & Roger Martella, eds.)  
Wolters Kluwer, 2020

### *Financing Social Enterprise: Is the Crowd the Answer?*

in THE CAMBRIDGE HANDBOOK OF SOCIAL ENTERPRISE LAW (Joseph Yockey & Benjamin Means, eds.)  
Cambridge University Press, 2019

### *Representing the Organizational Client in Environmental Matters* (with Irma S. Russell)

in ETHICS AND ENVIRONMENTAL PRACTICE: A LAWYER’S GUIDE (Irma S. Russell & Vicki J. Wright, eds.)  
American Bar Association, 2017

*Intermediating Crowdfunding: A Foundational Assessment*

in STRATEGIC APPROACHES TO SUCCESSFUL CROWDFUNDING (Djamchid Assadi, ed.)

IGI Global, 2016

*Fundamental Changes in the LLC: A Study in Path–Divergence and Convergence*

in RESEARCH HANDBOOK ON PARTNERSHIPS, LLCs AND ALTERNATIVE FORMS OF BUSINESS ORGANIZATIONS

(Robert W. Hillman & Mark J. Loewenstein, eds.)

Edward Elgar Publishing, 2015

*The Sarbanes–Oxley Act of 2002: A Regulatory Hodge–Podge Arising from Highly Visible Financial Fraud*

in RESEARCH HANDBOOK ON SECURITIES REGULATION IN THE UNITED STATES (Jerry W. Markham & Rigers Gjyshi, eds.)

Edward Elgar Publishing, 2014

*The Legal Aspects of Crowdfunding and U.S. Law*

in CROWDFUNDING: A GUIDE TO RAISING CAPITAL ON THE INTERNET (Steven Dresner, ed.)

John Wiley & Sons, 2014

*A Portrait of the Insider Trader as a Woman*

in RESEARCH HANDBOOK ON THE LAW AND ECONOMICS OF INSIDER TRADING (Stephen M. Bainbridge, ed.)

Edward Elgar Publishing, 2013

*Theoretical and Methodological Perspectives*

in HANDBOOK OF CORPORATE GOVERNANCE (Douglas M. Branson & Thomas Clarke eds.)

Sage Publications, 2012

*Disparate Notions of Fairness: Comparative Insider Trading Regulation in an Evolving Global Landscape*

in INTERNATIONAL LAW (Sanford R. Silverburg ed.)

Westview Press, 2011

*Jones v. Securities and Exchange Commission, 298 U.S. 1 (1936)*

in ENCYCLOPEDIA OF THE SUPREME COURT OF THE UNITED STATES

David S. Tanenhaus, Kay P. Kindred, Felice Batlan, Alfred L. Brophy, and Mark A. Graber, eds.

Macmillan Reference USA, 2008

*Martha Stewart: Insider Trader?*

in INSIDER TRADING: GLOBAL DEVELOPMENTS AND ANALYSIS (Paul Ali & Greg N. Gregoriou eds.)

Taylor & Francis, 2008

MARTHA STEWART'S LEGAL TROUBLES (editor and contributing author)

Carolina Academic Press, 2007

*Asylum Law and Regulation in the United States (with Amy Lighter)*

in ENCYCLOPEDIA OF AMERICAN CIVIL RIGHTS AND LIBERTIES (Otis H. Stephens, Jr. & John M. Scheb II, eds.)

Greenwood Press, 2006

**PUBLICATIONS: JOURNAL ARTICLES & SIMILAR WORKS**

*Civil Insider Trading in Personal Networks*

\_\_\_ MICH. ST. L. REV. \_\_\_ (forthcoming 2024)

*ESG and Insider Trading: Legal and Practical Consideration*

\_\_\_ U. PENN. J. BUS. L. \_\_\_ (forthcoming 2024)



*Tennessee's DAO Act: Positive Innovation or Fringe Legislation?*

22 FLA. ST. BUS. REV. \_\_\_ (forthcoming 2024) (symposium issue)

*The Materiality of ESG Information: Why It May Matter*

84 LA. L. REV. 1365 (2024)

*What the Roys Should Learn from the Demoulas Family (But Probably Won't)*

73 DEPAUL L. REV. 825 (2024)

*Representing Elon Musk*

53 STETSON L. REV. 447 (2024) (symposium issue)

*The Fiduciary-ness of Business Associations*

24 TRANSACTIONS: TENN. J. BUS. L. 255 (2023) (symposium issue)

*Criminal Insider Trading in Personal Networks*

2 STETSON BUS. L. REV. 88 (2023) (symposium issue)

*Corporate Management Should All Be Feminists*

40 LAW & INEQ. 409 (2022)

*On Teaching Change Leadership to Law Students*

62 SANTA CLARA L. REV. 43 (2022) (symposium issue)

*The Potential Legal Value of Relational Contracts in a Time of Crisis or Uncertainty*

85 LAW & CONTEMP. PROBS. 131 (2022) (symposium issue)

*Choice of Entity: The Fiscal Sponsorship Alternative to Nonprofit Incorporation*

23 TRANSACTIONS: TENN. J. BUS. L. 526 (2022) (symposium issue)

*Leadership for the Transactional Business Law Student*

23 TRANSACTIONS: TENN. J. BUS. L. 311 (2022) (edited presentation transcript)

*At the Intersection of Corporate Short-Termism and Fiduciary Duties*

SHORT-TERMISM IN BUSINESS LAW: A GLOBAL APPROACH (virtual symposium)

NOVA Knowledge Centre on Business, Human Rights and the Environment Blog (2022)

*Federalized Corporate Governance: The Dream of William O. Douglas as Sarbanes-Oxley Turns 20*

16 BROOK. J. CORP. FIN. & COM. L. 97 (2021) (symposium issue)

*History, Hope, and Healthy Skepticism*

22 TRANSACTIONS: TENN. J. BUS. L. 223 (2021) (symposium issue)

*A Few Quick Viewpoints on Viewpoint Diversity Shareholder Proposals*

22 TRANSACTIONS: TENN. J. BUS. L. 295 (2021) (symposium issue)

*Business Law and Lawyering in the Wake of COVID-19* (with A.G. Crisp and G.B. Martin)

22 TRANSACTIONS: TENN. J. BUS. L. 365 (2021) (symposium issue)

*Women Should Not Need to Watch Their Husbands Like [a] Hawk: Misappropriation Insider Trading in Spousal Relationships*

15 TENN. J. L. & POL'Y 162 (2020) (symposium issue)

*What is a Merger Anyway?* (with Don Leatherman & Thomas Plank)

21 TRANSACTIONS: TENN. J. BUS. L. 321 (2020) (symposium issue)

*Me, Too and #MeToo: Women in Congress and the Boardroom*  
87 GEO. WASH. L. REV. 1079 (2019) (symposium issue)

*Blockchains, Corporate Governance, and the Lawyer's Role* (with Adam J. Sulkowski),  
65 WAYNE L. REV. 17 (2019) (symposium issue)

*Lawyering for Social Enterprise*  
20 TRANSACTIONS: TENN. J. BUS. L. 789 (2019) (symposium issue)

*Mr. Toad's Wild Ride: Business Deregulation in the Trump Era*  
70 MERCER L. REV. 587 (2019) (symposium issue)

*Designing Deregulation: The POTUS's Place in the Process*  
87 UMKC L. REV. 653 (2019) (symposium issue)

*Tipper/Tippee Insider Trading as Unlawful Deceptive Conduct: Insider Gifts of Material Nonpublic Information to Strangers*  
56 WASH. U. J.L. & POL'Y 65 (2018) (symposium issue)  
Reprinted at 2019 SEC. L. REV. § 3.3

*Let's Not Give Up on Traditional For-Profit Corporations for Sustainable Social Enterprise*  
86 UMKC L. REV. 779 (2018) (symposium issue)

*The Business Transactional Lawyer as SEALS Leader: Reflections on Being in a Good Place with Great People at the Right Time*  
86 UMKC L. REV. 529 (2018) (symposium issue)

*Professional Responsibility in an Age of Alternative Entities, Alternative Finance, and Alternative Facts*  
19 TRANSACTIONS: TENN. J. BUS. L. 227 (2017) (symposium issue)

*Selling Crowdfunded Equity: A New Frontier*  
70 OKLA. L. REV. 189 (2017) (symposium issue)

*Safe Haven Conundrum: The Use of Special Bailments to Keep Pets Out of Violent Households*  
(with Patricia Graves Lenaghan)  
12 TENN. J. L. & POL'Y 79 (2017)

*Why Can't We Be Friends? A Business Finance Lawyer's Plaintive Plea to Entrepreneurs*  
95 N.C. L. REV. 1459 (2017) (symposium issue)

*Getting Specific About the Policy and Tools of Securities Regulation: A Limited Response to Diversifying to Mitigate Risk: Can Dodd-Frank Section 342 Help Stabilize the Financial Sector?*  
73 WASH. & LEE L. REV. ONLINE 829 (2017)

*Shareholder Wealth Maximization as a Function of Statutes, Decisional Law, and Organic Documents*  
74 WASH. & LEE L. REV. 939 (2017) (symposium issue)

*Corporate Purpose and Litigation Risk in Publicly Held U.S. Benefit Corporations*  
40 SEATTLE U. L. REV. 611 (2017) (symposium issue)

*(Not) Holding Firms Criminally Responsible for the Reckless Insider Trading of their Employees*  
46 STETSON L. REV. 127 (2016) (symposium issue)

*The Role of Business Counsel as Compliance Gatekeepers: Toward Understanding and Combatting Reckless Disregard for Legal and Ethical Compliance in Business Entities*  
62 WAYNE L. REV. 7 (2016) (symposium issue)

*Securities Crowdfunding and Investor Protection*  
14 CESIFO DICE REPORT 11 (2016)

*Small Business Finance: Is the Crowd the Answer?*  
10 WEALTH COUNSEL Q. 44 (2016)

*The Death of an LLC: What's Trending in LLC Dissolution Law?*  
BUS. L. TODAY (JAN. 2016) (ABA magazine contribution)

*The Ties That Bind: LLC Operating Agreements as Binding Commitments*  
68 S.M.U. L. REV. 811 (2015) (symposium issue)

*Teaching Business Associations with Group Oral Midterms: Benefits and Drawbacks*  
59 ST. LOUIS U. L.J. 863 (2015)

*Crowdfunding and the Public/Private Divide in U.S. Securities Regulation*  
83 U. CIN. L. REV. 477 (2014) (symposium issue), reprinted at 46 TEX. J. BUS. L. 131 (2016)

*Representing Entities: The Value of Teaching Students How to Draft Board Resolutions and Other Similar Documentation*  
(with Marcia Narine)  
15 TRANSACTIONS: TENN. J. BUS. L. 547 (2014) (edited panel transcript)

*Women in the Crowd of Corporate Directors: Following, Walking Alone, and Meaningfully Contributing*  
21 WM. & MARY J. OF WOMEN & L. 59 (2014) (symposium issue)

*How Congress Killed Investment Crowdfunding: A Tale of Political Pressure, Hasty Decisions, and Inexpert Judgments that Begg for a Happy Ending*  
102 KY. L. J. 865 (2014) (symposium issue)

*Investor and Market Protection in the Crowdfunding Era: Disclosing to and for the "Crowd"*  
38 VT. L. REV. 827 (2014) (symposium issue)

*Business Lawyering In The Crowdfunding Era*  
3 AM. U. BUS. L. REV. 149 (2014) (symposium issue)

*Rationalizing Entity Law: Corporate Law and Alternative Entities (Part II)*  
BUS. L. TODAY (Dec. 2013) (ABA magazine contribution)

*Willful Blindness, Plausible Deniability, and Tippee Liability: SAC, Steven Cohen, and the Court's Opinion in Dirks*  
15 TRANSACTIONS: TENN. J. BUS. L. 47 (2013)

*A Case Study in Transactional Centers and Certificate/Concentration Programs: From Program Design to Student Experience, The Clayton Center for Entrepreneurial Law* (with Brian K. Krumm & Michael J. Higdon)  
14 TRANSACTIONS: TENN. J. BUS. L. 569 (2013) (edited panel transcript)

*The New Intermediary on the Block: Funding Portals under the CROWDFUND Act*  
13 U.C. DAVIS BUS. L. J. 177 (2013) (symposium issue)  
Reprinted at 56 CORP. PRAC. COMMENT. 323 (2014)

- Desire, Conservatism, Underfunding, Congressional Meddling, and Study Fatigue: Ingredients for Ongoing Reform at the Securities and Exchange Commission?*  
81 U. CIN. L. REV. 443 (2013) (symposium issue)
- Teaching Business Associations Law in the Evolving New Market Economy*  
8 MD. J. BUS. TECH. L. 175 (2013)
- To Be or Not to Be (a Security): Funding For–Profit Social Enterprise*  
25 REGENT L. REV. 299 (2013) (symposium issue)
- What is a Security in the Crowdfunding Era?*  
7 OH. ST. ENTREPREN. BUS. L.J. 335 (2012) (symposium issue)
- Just Do It! Specific Rulemaking on Materiality Guidance in Insider Trading*  
72 LA. L. REV. 999 (2012)  
Reprinted at 45 SEC. L. REV. § 3.3 (2013)
- The SEC’s New Line–Item Disclosure Rules for Asset–Backed Securities: MOTS or TMI?*  
35 HAMLIN L. REV. 385 (2011/12) (symposium issue)
- The Last Male Bastion: In Search of a Trojan Horse*  
37 U. DAYTON L. REV. 77 (2011) (symposium issue)
- Proceed at Your Peril: Crowdfunding and the Securities Act of 1933* (with Shelden Ryan Hoffman)  
78 TENN. L. REV. 878 (2011)
- Thoughts on the Corporation as a Person for Purposes of Corporate Criminal Liability*  
41 STETSON L. REV. 137 (2011) (roundtable essay)
- Innovative Transactional Pedagogies* (with Michael A. Woronoff & Lyman P.Q. Johnson)  
12 TRANSACTIONS: TENN. J. BUS. L. 243 (2011) (edited panel transcript)
- A More Critical Use of Fairness Opinions as a Practical Approach to the Behavioral Economics of Mergers and Acquisitions*  
12 TRANSACTIONS: TENN. J. BUS. L. 81 (2011) (symposium issue)
- Sustaining Reform Efforts at the SEC: A Progress Report*  
30 BANKING & FIN. SVCS POLICY REPORT 1 (2011)
- Federal Interventions in Private Enterprise in the United States: Their Genesis in and Effects on Corporate Finance Instruments and Transactions*  
40 SETON HALL L. REV. 1487 (2010) (symposium issue)
- Reframing and Reforming the Securities and Exchange Commission: Lessons from Literature on Change Leadership*  
55 VILL. L. REV. 627 (2010) (symposium issue)  
Reprinted at 44 SEC. L. REV. § 5.3 (2012)
- The Best of Times, the Worst of Times: Securities Regulation Scholarship and Teaching in the Global Financial Crisis*  
5 MD. J. BUS. TECH. L. 59 (2010) (roundtable introduction essay)
- Martha Stewart and the Forbidden Fruit: A New Story of Eve*  
2009 MICH. ST. L. REV. 1017 (symposium issue)
- Martha’s (and Steve’s) Good Faith: An Officer’s Duty of Loyalty at the Intersection of Good Faith and Candor*  
11 TRANSACTIONS: TENN. J. BUS. L. 111 (2009)

- Executive Employment Agreements in Tennessee: An Annotated Model Tennessee Acquisition Employment Agreement*  
(with Trace Blankenship)  
10 TRANSACTIONS: TENN. J. BUS. L. 141 (2009)
- WANTED: Female Corporate Directors* (a review of Professor Douglas M. Branson's NO SEAT AT THE TABLE  
(with Sarah White)  
29 PACE LAW REV. 249 (2009) (book review issue)  
Reprinted at 51 CORP. PRAC. COMMENT. 619 (2009)
- Female Investors and Securities Fraud: Is the Reasonable Investor a Woman?*  
15 WM. & MARY J. OF WOMEN & L. 291 (2009) (symposium issue)
- Does Sarbanes–Oxley Foster the Existence of Ethical Executive Role Models in the Corporation?*  
3 MD. J. BUS. TECH. L. 221 (2008) (conference issue)
- Bills of Sale in Tennessee: An Annotated Model Tennessee Bill of Sale* (with J. Allen Roberts)  
9 TRANSACTIONS: TENN. J. BUS. L. 305 (2008)
- Personal Facts about Executive Officers: A Proposal for Tailored Disclosures to Encourage Reasonable Investor Behavior*  
42 WAKE FOREST L. REV. 749 (2007) (symposium issue)
- Hell Hath No Fury Like an Investor Scorned: Retribution, Deterrence, Restoration, and the Criminalization of Securities Fraud under Rule 10b–5*  
2 MD. J. BUS. TECH. L. 3 (2007) (roundtable essay)
- Sex, Trust, and Corporate Boards*  
18 HASTINGS W.L.J. 173 (2007)
- Acquisition Licenses in Tennessee: An Annotated Model Tennessee Acquisition License Agreement*  
(with Jason J. Epstein & W. Edward Ramage)  
8 TRANSACTIONS: TENN. J. BUS. L. 359 (2007)
- Martha Stewart Saved! Insider Violations of Rule 10b–5 for Misrepresented or Undisclosed Personal Facts*  
65 MD. L. REV. 380 (2006) (conference issue)
- Caught in (or on) the Web: A Review of Course Management Systems for Legal Education*  
16 ALB. L.J. SCI. & TECH. 265 (2006)
- Acquisition Escrows in Tennessee: An Annotated Model Tennessee Acquisition Escrow Agreement*  
(with Timothy M. McLemore)  
7 TRANSACTIONS: TENN. J. BUS. L. 273 (2006)
- The Feminist Pervasion: How Gender–Based Scholarship Informs Law and Law Teaching*  
(with Ann Bartow, F. Carolyn Graglia & Deseriee Kennedy)  
15 S. CAL. REV. OF L. & WOMEN'S STUD. 3 (2005) (edited panel transcript)
- Bank Mergers in Tennessee: An Annotated Model Tennessee Bank Merger Agreement* (with Jackie G. Prester)  
6 TRANSACTIONS: TENN. J. BUS. L. 247 (2005)
- Rock, Paper, Scissors: Choosing the Right Vehicle for Federal Corporate Governance Initiatives*  
10 FORDHAM J. OF CORP. & FIN. L. 225 (2005)

*Buying Stock in Tennessee: An Annotated Model Tennessee Stock Purchase Agreement*

(with Terry W. Gentle, Jr.)

5 TRANSACTIONS: TENN. J. BUS. L. 211 (2004)

*Materiality Guidance in the Context of Insider Trading: A Call to Action*

52 AM. U. L. REV. 1131 (2003), reprinted at 36 SEC. L. REV. 448 (2004)

*Enron's Tangled Web: Complex Relationships; Unanswered Questions*

71 U. CIN. L. REV. 1167 (2003) (symposium issue)

*Save Martha Stewart? Observations About Equal Justice in U.S. Insider Trading Regulation*

12 TEX. J. OF WOM. & L. 247 (2003) (symposium issue)

*Buying Assets in Tennessee: An Annotated Model Tennessee Asset Purchase Agreement*

(with Angela Humphreys Hamilton)

4 TRANSACTIONS: TENN. J. BUS. L. 209 (2003)

*Don't Cheat; Escheat! What Every Business Lawyer Ought to Know About Tennessee's Abandoned Property Laws*

3 TRANSACTIONS: TENN. J. BUS. L. 8 (2001)

**PUBLICATIONS: U.S. SUPREME COURT BRIEFS**

Brief of Law and Business Professors as *Amici Curiae* in Support of Respondents, *MacQuarie Infrastructure Corp., Et Al., Petitioners, v. Moab Partners, L.P., Et Al., Respondents*, No. 22-1165 (S. Ct. Dec. 20, 2023)

(with J. Robert Brown, James D. Cox, Sarah C. Haan, and Faith Stevelman)

Brief of Professors at Law and Business Schools As *Amicus Curiae* in Support of Respondents, *Leidos, Inc., fka SAIC, Inc., Petitioners, v. Indiana Public Retirement System, Indiana State Teachers' Retirement Fund, and Indiana Public Employees' Retirement Fund, Respondents*, No. 16-581 (S. Ct. Sept. 7, 2017)

(with J. Robert Brown, Jr., James D. Cox, and Lyman Johnson)

Brief of Professors at Law and Business Schools as *Amici Curiae* in Support of Respondents, *Omnicare, Inc., Et Al., Petitioners, v. Laborers District Council Construction Industry Pension Fund, Et Al., Respondents*, No. 13-435 (S. Ct. Sept. 2, 2014)

(with J. Robert Brown, Jr., Lyman Johnson, and Celia Taylor)

**SELECTED PRESENTATIONS (2002-2024)**

**2024**

UNIVERSITY OF TENNESSEE COLLEGE OF LAW, BUSINESS LAW PROF BLOG SYMPOSIUM (SEPTEMBER 2024)

**"NILs on Blockchains: The Good, The Bad, And Avoiding The Ugly"**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS ANNUAL MEETING

**"Public and Private in the Federal Securities Laws" (Discussant)**

**"Developments in White-Collar Crime" (Discussant)**

**"Regulatory Birthday Party: The SEC at 90 and CFTC at 50" (Discussant)**

**"Women's Work: Addressing the Obligations of Female Law Faculty" (Discussant)**

**"Teaching Numeracy" (Organizer & Moderator)**

**"The Side Hustle" (Discussant)**

**“Supreme Court Update – Administrative Law, Corporate & Securities”**  
**“Are Corporations and Financial Institutions Too Woke?” (Discussant)**

UNIVERSITY OF IDAHO COLLEGE OF LAW, SCHOLARSHIP RETREAT

**“Developing a Scholarly Agenda: From FoF to FoMO”**

UNIVERSIDADE DE COIMBRA (PORTUGAL), CORPORATE GOVERNANCE DISCOVERIES AND INNOVATIONS

**“ESG and Insider Trading: Legal and Practical Considerations”**

BOCCONI UNIVERSITY (ITALY), CORPORATE GOVERNANCE AND REPUTATION

**“Corporate Information Compliance in an ESG World”**

MAX WEBER PROGRAMME, GENOA CENTRE OF LAW AND FINANCE & FLORENCE SCHOOL OF BANKING AND FINANCE (ITALY), NAVIGATING TRENDS IN CORPORATE GOVERNANCE IN A GLOBALIZED ECONOMY: INTERSECTIONS OF GOVERNANCE, FINANCE, AND SOCIETY. A TRANSATLANTIC DIALOGUE

**“Business Transactions On Blockchains: The Good, the Bad, and Avoiding the Ugly”**

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

**“NILs and Blockchains: For Better or for Worse”**

LAW AND SOCIETY ASSOCIATION ANNUAL MEETING

**“ESG and Insider Trading: Legal and Practical Considerations”**

TENNESSEE BAR ASSOCIATION, BUSINESS LAW FORUM

**“Professional Conduct Through the Lens of HBO Max’s *Succession*”**

POPULAR CULTURE ASSOCIATION ANNUAL MEETING

**“What the Roys Should Learn from the Demoulas Family (But Probably Won’t)”**

WAYNE STATE UNIVERSITY SCHOOL OF LAW, BAIARDI ENDOWED LAW SPEAKER SERIES

**“Visioning (Not Advocating or Discounting) Federal Corporate Law”**

ASSOCIATION OF AMERICAN LAW SCHOOLS ANNUAL MEETING

**“Experiential Exercises for Business & Transactional Courses”**

**2023**

ILEP/PENN CAREY LAW, THE FUTURE OF ESG

**“ESG and Insider Trading: Legal and Practical Considerations”**

TENNESSEE BAR ASSOCIATION, ANIMAL LAW FORUM 2023

**“It’s [Not Just] a Dog’s World: Current Issues in the Regulation of Service, Emotional Support, and Therapy Animals”**

EMORY UNIVERSITY OF LAW, EIGHTH BIENNIAL CONFERENCE ON THE TEACHING OF TRANSACTIONAL LAW AND SKILLS

**“Teaching Transactional Business Law through Campus and Community Partnerships” (with Brian Krumm)**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, BUSINESS LAW PROF BLOG SYMPOSIUM

**“Business Lawyer Leadership: Valuing Relationship”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS ANNUAL MEETING

**“Stock Ownership and Trading by Government Officials - Time for Reform?” (Co-organizer/Co-moderator)**

**“Market Jurisprudence - Teaching Market Alternatives to Traditional Economic Analysis of Law” (Discussant)**

**“ESG Intersections in Business Law” (Discussant)**

**“Replacing ‘Smart Contracts’ and ‘DAOs’ with Legally Rigorous, Economically Sound Alternatives?”**

UNIVERSITY OF GENOA (ITALY), BUSINESS LAW WORKSHOP/SEMINAR

**“Friends & Family Insider Trading”**

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

**“Federalizing Corporate Law”**

IILWG & GRUNIN CENTER FOR LAW AND SOCIAL ENTREPRENEURSHIP AT NEW YORK UNIVERSITY SCHOOL OF LAW, 2023 ANNUAL CONFERENCE ON LEGAL ISSUES IN SOCIAL ENTREPRENEURSHIP AND IMPACT INVESTING – IN THE US AND BEYOND

**“Impact Education” (Organizer & Moderator)**

LAW AND SOCIETY ASSOCIATION ANNUAL MEETING

**“Corporate Accountability” (Chair & Discussant)**

**“Myths and Misunderstandings of White-Collar Crime” (AMR Panelist)**

**“Feminist Judgments: Corporate Law Rewritten” (Organizer & Chair)**

TENNESSEE BAR ASSOCIATION 2023 BUSINESS LAW FORUM

**“Securities Law Lessons from Recent Crypto Litigation and Bankruptcies”**

STETSON UNIVERSITY COLLEGE OF LAW, ELON MUSK AND THE LAW

**“Representing Elon Musk”**

WAKE FOREST UNIVERSITY SCHOOL OF LAW, ESG AND BLOCKCHAIN: SEEKING CLARITY THROUGH RADICAL TRANSPARENCY

**“Corporate Governance and Blockchain”**

EAST TENNESSEE LAWYER’S ASSOCIATION FOR WOMEN

**“Mixed Breeds”**

“WAYSTAR/ROYCO SCHOOL OF LAW” SUCCESSION ZOOM SERIES

**“What the Roys Should Learn from the Demoulas Family (But Probably Won't)”**

FLORIDA STATE UNIVERSITY COLLEGE OF LAW, NEW FRONTIERS IN ORGANIZATIONAL LAW

**“Tennessee’s DAO Act: Positive Innovation or Fringe Legislation?”**

MISSISSIPPI COLLEGE SCHOOL OF LAW, ESG & ENERGIZING ECONOMIC DEVELOPMENT IN MISSISSIPPI

**“ESG: Explanation, Ethos, and Ethics”**

ASSOCIATION OF AMERICAN LAW SCHOOLS ANNUAL MEETING

**“How Transactional Lawyers Can Impact the World”**

**2022**

GEORGE MASON UNIVERSITY INSTITUTE FOR HUMANE STUDIES & FLORIDA ATLANTIC UNIVERSITY MADDEN CENTER FOR VALUE CREATION

**“Markets & Management Symposium: The Possibilities & Limitations of Private Ordering”**

ASSOCIATION OF CORPORATE COUNSEL (TN), MBA IN A FULL DAY

**“The Business of ESG: What Corporate Counsel Need to Know”**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, BUSINESS LAW PROF BLOG SYMPOSIUM

**“The Fiduciary-ness of Business Associations”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS ANNUAL MEETING

**“Is Section 230 Unconstitutional, and Should it be Modified?” (Moderator)**



**“Pressure on and Backlash against Corporations as Political Actors”**

**“Elon Musk and the Law” (Moderator)**

**“New Challenges for Insider Trader Compliance” (Co-Organizer)**

LAW AND SOCIETY ASSOCIATION GLOBAL MEETING (LISBON, PORTUGAL)

**“Criminal Insider Trading in Personal Networks”**

**“Reconstructing the Corporation” (AMR Panelist)**

**“Awakening Capitalism” (Co-Organizer)**

**“Law, Corporations, Firms, and Business” (Moderator)**

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

**“Business and Campaign Finance in an NFT World”**

GEORGE MASON UNIVERSITY INSTITUTE FOR HUMANE STUDIES & FLORIDA ATLANTIC UNIVERSITY MADDEN CENTER FOR VALUE CREATION

**“Contemporary Challenges to Corporate Governance: Regulations Concerning Diversity, Equity, and Inclusion”**

TENNESSEE BAR ASSOCIATION 2022 BUSINESS LAW FORUM

**“Partner Left Behind: Organizing a Limited Liability Entity for a Pre-existing Business Venture”**

STETSON UNIVERSITY COLLEGE OF LAW, WHITE COLLAR CRIME: A LOOK INTO THE PAST, PRESENT, AND FUTURE

**“Criminal Insider Trading in Personal Networks”**

LINCOLN MEMORIAL UNIVERSITY DUNCAN SCHOOL OF LAW, FACULTY RESEARCH FORUM

**“Thoughts on enhancing scholarly productivity, as well as local and national scholarly recognition”**

ASSOCIATION OF AMERICAN LAW SCHOOLS ANNUAL MEETING

**“A Very Online Economy: Meme Trading, Bitcoin, and the Crisis of Trust and Value(s) – How Should the Law Respond?”**

## **2021**

TENNESSEE BAR ASSOCIATION, CONTINUING LEGAL EDUCATION PROGRAM

**“Relational Contracts & the Pandemic: Guidance for Practitioners”**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, BUSINESS LAW PROF BLOG SYMPOSIUM

**“Choice of Entity: The Fiscal Sponsorship Alternative to Nonprofit Incorporation”**

HAMILTON BURNETT AMERICAN INN OF COURT

**“What lawyers need to know about cybersecurity in and outside their own workplaces” (with pupillage team)**

THE UNIVERSITY OF TENNESSEE, KNOXVILLE, CLAY AND DEBBIE JONES CENTER FOR LEADERSHIP & SERVICE

**“Why Would Anyone Want to be Led by Me?” (Clifton M. Jones Leadership Workshop)**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS ANNUAL MEETING

**“Insider Trading and Markets”**

**“First Things First: Is Short-Termism the Problem?”**

**“Supreme Court and Legislative Update (Administrative, Corporate, and Intellectual Property)”**

EMORY UNIVERSITY SCHOOL OF LAW, SEVENTH BIENNIAL CONFERENCE ON THE TEACHING OF TRANSACTIONAL LAW AND SKILLS

**“The Need to Teach Resilience to Transactional Business Law Students” (Keynote Speaker)**

**“Leadership for the Transactional Business Law Student”**

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

**“An Innovative Way to Prevent Adversarial Supplier Relationships?”**

LAW AND SOCIETY ASSOCIATION ANNUAL MEETING

**“Diversity and the U.S. Public Company Board: California and Beyond”**

**“Big Dirty Money: The Shocking Injustice and Unseen Cost of White Collar Crime” (AMR Moderator)**

TENNESSEE BAR ASSOCIATION, BUSINESS LAW FORUM

**“Athlon and the Death of the Delaware Block Method”**

BROOKLYN LAW SCHOOL, A LIFE NAVIGATING THE SECURITIES MARKETS: A CELEBRATION OF PROFESSOR ROBERTA KARMEL'S WORK, TEACHING, AND MENTORSHIP

**“Federalized Corporate Governance: The Dream of William O. Douglas as Sarbanes–Oxley Turns 20”**

SANTA CLARA UNIVERSITY SCHOOL OF LAW, LAWYERS, LEADERSHIP, AND CHANGE: ADDRESSING CHALLENGES AND OPPORTUNITIES IN UNPRECEDENTED TIMES

**“Leadership, Lawyers and Practice of Law: Pedagogy and Leading Innovation and Change”**

C. WARREN NEEL CORPORATE GOVERNANCE CENTER

**“Corporate Management Should All Be Feminists”**

ASSOCIATION OF AMERICAN LAW SCHOOLS ANNUAL MEETING

**“On Teaching Change Leadership to Law Students”**

## 2020

AMERICAN BAR ASSOCIATION, LLC INSTITUTE

**“Indemnification and Advancement in LLCs”**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, BUSINESS LAW PROF BLOG SYMPOSIUM

**“Business Law and Lawyering in the Wake of COVID–19”**

RUTGERS UNIVERSITY LAW SCHOOL, FACULTY COLLOQUIUM

**“U.S. Securities Crowdfunding: A Way to Economic Inclusion for Low–Income Entrepreneurs?”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS ANNUAL MEETING

**“International Cooperation and Faculty Student Exchanges”**

**“Insider Trading: Is It All about the Money?”**

**“Perspectives on Board Diversity and California’s New Law”**

**“Inter–Topical Problem–Solving: The Curious Case of the Estate of Jeffrey Epstein”**

UNIVERSITY OF MINNESOTA LAW SCHOOL, FEMINISM AND CORPORATE LAW WORKSHOP

**“Women & Mergers & Acquisitions”**

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE, NEW SCHOLARS WORKSHOP

**“Entering and Navigating the Academy”**

ASSOCIATION OF AMERICAN LAW SCHOOLS, FACULTY FOCUS

**“Effective Use of Research Assistants”**

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

**“Teaching Business Law: Applying What We Learned from Emergency Remote Teaching During the Pandemic”**

**“Women and the Personal Side of Insider Trading”**

**“Business Law in the COVID–19 Era”**

LAW AND SOCIETY ASSOCIATION ANNUAL MEETING

**"Citizen Capitalism: How a Universal Fund Can Provide Influence and Income to All"**

**"Evaluating Cryptocurrencies & Other Market Developments"**

**"New Histories of Commercial Law"**

ASSOCIATION OF AMERICAN LAW SCHOOLS ANNUAL MEETING

**"Markets and Regulation: The Shifting Context of Transactional Practice"**

**"Friends and Family Insider Trading: A Preliminary Portrait"**

## **2019**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, INSIDER TRADING STORIES SYMPOSIUM

**"Women Should Not Need to Watch Their Husbands Like [a] Hawk: Misappropriation Insider Trading in Spousal Relationships"**

LOYOLA UNIVERSITY CHICAGO SCHOOL OF LAW, INSTITUTE FOR INVESTOR PROTECTION CONFERENCE

**"In Search of a Level Playing Field: Insider Trading"**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, BUSINESS LAW PROF BLOG SYMPOSIUM

**"What is a Merger Anyway?"**

TENNESSEE ANIMAL CARE AND CONTROL CONFERENCE

**"Neither Here nor There: Tennessee's Laws Protecting Animals"**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS ANNUAL MEETING

**"Benefit Corporation (or Not)? Establishing and Maintaining Social Impact Business Firms"**

**"Insider Trading Stories"**

**"Campus Speech Repression"**

**"Teaching to Engage"**

WOMEN'S LEADERSHIP IN ACADEMIA CONFERENCE

**"Leading from Where We Are"**

EUROPEAN ACADEMY OF MANAGEMENT CONFERENCE

**"U.S. Microfinance through the Sharing Economy: U.S. Securities Crowdfunding as a Means of Promoting Capital Formation, Encouraging Investment, and Addressing Poverty"**

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

**"Friends and Family Insider Trading: Data and Implications"**

IMPACT INVESTING LEGAL WORKING GROUP (IILWG) / NEW YORK UNIVERSITY SCHOOL OF LAW GRUNIN CENTER FOR LAW AND SOCIAL ENTREPRENEURSHIP CONFERENCE

**"Organizational Options and Differentiated Social Good"**

LAW AND SOCIETY ASSOCIATION ANNUAL MEETING

**"Friends & Family Insider Trading: Data and Stories"**

TENNESSEE BAR ASSOCIATION, ANIMAL LAW FORUM

**"Treat Thy Animal as Thyself? A Legal Narrative"**

EWING MARION KAUFFMAN FOUNDATION / UNIVERSITY OF MISSOURI-KANSAS CITY, SEVENTH ANNUAL MIDWEST SYMPOSIUM

**"Organizational Forms for Social Entrepreneurship and Related Policy Issues"**

TENNESSEE BAR ASSOCIATION, BUSINESS LAW FORUM

**“Operating Ethically: Professional Conduct and the Drafting of LLC Operating Agreements”**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, SYMPOSIUM ON THE NINETEENTH AMENDMENT “100 YEARS LATER”

**“A Seat at the Table”**

THE UNIVERSITY OF TENNESSEE, KNOXVILLE, C. WARREN NEEL CORPORATE GOVERNANCE CENTER

**“Tipping and Misappropriation in Personal Networks”**

RUTGERS CENTER FOR CORPORATE LAW & GOVERNANCE, FOURTH ANNUAL CORPORATE COMPLIANCE INSTITUTE

**“Financial Services & Securities: Current Topics in Compliance”**

TENNESSEE BAR ASSOCIATION, APPELLATE PRACTICE / TORT AND INSURANCE LAW FORUM

**“Mind the Gap! How Mindfulness Can Help Keep Us Steady as We Move through Law Practice and Life”**

WAYNE STATE UNIVERSITY LAW SCHOOL, SYMPOSIUM ON THE EMERGING BLOCKCHAIN AND THE LAW

**“Organizational Law”**

ASSOCIATION OF AMERICAN LAW SCHOOLS ANNUAL MEETING

**“Insider Trading and Cryptoassets: The Future of Regulation in the Blockchain Era”**

## **2018**

SOUTHEASTERN ACADEMY OF LEGAL STUDIES IN BUSINESS CONFERENCE

**“Valuing and Visioning Collaboration” (Keynote Speaker)**

MERCER UNIVERSITY SCHOOL OF LAW SYMPOSIUM

**“Mr. Toad’s Wild Ride: Business Deregulation in the Trump Era”**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, BUSINESS LAW PROF BLOG SYMPOSIUM

**“Lawyering for Social Enterprise”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS ANNUAL MEETING

**“The Role of Corporate Personhood in *Masterpiece Cakeshop*”**

**“Alternative Ways of Going Public”**

**“U.S. v. *Martoma* and the Future of Insider Trading Law”**

20TH CONGRESS OF THE INTERNATIONAL ACADEMY OF COMPARATIVE LAW, U.S. REPORTER

**“The Legal Regulation of Crowdfunding”**

WOMEN’S LEADERSHIP IN ACADEMIA CONFERENCE

**“Outside the Four Walls of the Law School: Law Faculty and Staff as Campus and University Service Leaders”**

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

**“Business Deregulation, American Style: What Process Shows Promise?”**

LAW AND SOCIETY ASSOCIATION ANNUAL MEETING

**“A Role for Securities Crowdfunding in U.S. Microfinance?”**

EMORY UNIVERSITY SCHOOL OF LAW, SIXTH BIENNIAL CONFERENCE ON THE TEACHING OF TRANSACTIONAL LAW AND SKILLS

**“An Agenda for Advocates of Transactional Skills Instruction”**

**“The Value of Document ‘Treasure Hunts’ in Teaching Transactional Law and Skills”**

IMPACT INVESTING LEGAL WORKING GROUP (IILWG) / NEW YORK UNIVERSITY SCHOOL OF LAW GRUNIN CENTER FOR LAW AND SOCIAL ENTREPRENEURSHIP CONFERENCE

**“(When) Do Definitions Matter?”**

EWING MARION KAUFFMAN FOUNDATION / UNIVERSITY OF MISSOURI–KANSAS CITY, SIXTH ANNUAL MIDWEST SYMPOSIUM

**“Legal Issues in Social Entrepreneurship”**

TENNESSEE BAR ASSOCIATION, ANIMAL LAW FORUM

**“Pot–Bellied Pigs, Dyed Rabbits, and Other Such Stuff”**

TENNESSEE BAR ASSOCIATION, BUSINESS LAW FORUM

**“Technology and YOU: What you need to know to stay ethical”**

TENNESSEE BAR ASSOCIATION, CORPORATE COUNSEL FORUM

**“Data Security and Ethical Considerations in the In–House Counsel Role”**

**“Corporate Governance Nuts and Bolts”**

EAST TENNESSEE LAWYERS ASSOCIATION FOR WOMEN, LUNCH & LEARN EVENT

**“The Blockchain, Women, and Law: What We All Need to Know”**

ASSOCIATION OF AMERICAN LAW SCHOOLS ANNUAL MEETING

**“Should the Securities and Exchange Commission ‘Go Plumbing?’”**

**“A New Era for Business Regulation”**

**“Fraud as Manipulation or Deception: The Limits of Securities Fraud under Section 10b) of the Exchange Act”**

## 2017

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

LAW AND SOCIETY ASSOCIATION, ANNUAL MEETING

8ÈME CONFÉRENCE INTERNATIONALE SUR L’ENVIRONNEMENT INSTITUTIONNEL ET TECHNOLOGIQUE DE LA MICROFINANCE (ITEM–8)

**“Entrepreneurship and Investment Capital in Financially Disadvantaged Communities in the United States: Is There a Role for Securities Crowdfunding?”**

FINRA INSTITUTE AT WHARTON, CERTIFIED REGULATORY AND COMPLIANCE PROFESSIONAL PROGRAM

**“Crowdfunding Basics”**

HAMILTON BURNETT AMERICAN INN OF COURT

**“Trust in Business” (with pupillage team)**

AMERICAN BAR ASSOCIATION, LLC INSTITUTE

**“Limited Liability Companies, Limited Partnerships, and Fiduciary Duties: A Tennessee Story”**

OHIO SECURITIES CONFERENCE

**“Internet Offerings, Crowdfunding, Peer–to–Peer Lending and Other Current Topics in Securities Offerings”**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, BUSINESS LAW PROF BLOG SYMPOSIUM

**“Professional Responsibility in an Age of Alternative Entities, Alternative Finance, and Alternative Facts”**

UNIVERSITY OF MISSOURI–KANSAS CITY SCHOOL OF LAW, BRYAN CAVE / EDWARD A. SMITH SYMPOSIUM

**“Forms of Doing Business in the Green Economy”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS ANNUAL MEETING

**“Corporate and Financial Reform in the Trump Administration”**

**“Sustainability Cross–Disciplinary: Collaborating Across Colleges and Campuses”**

**“Three Felonies a Day?: Is There a Problem of White–Collar Overcriminalization?”**

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

**“With Friends and Family Like This . . . : Tipping and Misappropriation in Personal Networks”**

IMPACT INVESTING LEGAL WORKING GROUP (IILWG) / NEW YORK UNIVERSITY SCHOOL OF LAW GRUNIN CENTER FOR LAW AND SOCIAL ENTREPRENEURSHIP CONFERENCE

**“Crowdfunding in the US and Beyond: The Buzz and the Reality”**

EWING MARION KAUFFMAN FOUNDATION / UNIVERSITY OF MISSOURI–KANSAS CITY, FIFTH ANNUAL MIDWEST SYMPOSIUM ON SOCIAL ENTREPRENEURSHIP

**“Public Incentives: A Framework for Understanding Policy Exchanges”**

**“Legal Issues in Social Entrepreneurship”**

TENNESSEE BAR ASSOCIATION, BUSINESS LAW FORUM

**“Indemnification Provisions: Drafting and Negotiation Breakout Sessions”**

FORDHAM UNIVERSITY SCHOOL OF LAW, EUGENE P. AND DELIA S. MURPHY CORPORATE LAW COLLOQUIUM

UNIVERSITY OF NOTRE DAME LAW SCHOOL, CAMBRIDGE HANDBOOK OF SOCIAL ENTERPRISE LAW CONFERENCE

**“Financing Social Enterprise: Is the Crowd the Answer?”**

ASSOCIATION OF AMERICAN LAW SCHOOLS, ANNUAL MEETING

**“Salman v. United States and the Future of Insider Trading Law”**

## **2016**

UNIVERSITY OF LOUISVILLE SCHOOL OF LAW, WILLIAM MARSHALL BULLITT MEMORIAL LECTURE IN LAW

**“Is Crowdfunding the Answer? It Depends on the Question”**

OKLAHOMA LAW REVIEW FORUM, CONFRONTING NEW MARKET REALITIES: IMPLICATIONS FOR STOCKHOLDER RIGHTS

**“Selling Crowdfunded Equity: A New Frontier”**

KENTUCKY BAR ASSOCIATION, SECURITIES LAW CONFERENCE

**“Where There’s A Securities Market, There’s Fraud (And Other Misconduct)”**

WASHINGTON AND LEE LAW REVIEW, LARA D. GASS SYMPOSIUM

**“Shareholder Wealth Maximization as a Function of Statutes, Decisional Law, and Organic Documents”**

North Carolina Law Review, “The Role Of Law In Promoting Entrepreneurship

**“Why Can’t We Be Friends? A Business Finance Lawyer’s Plaintive Plea to Entrepreneurs”**

Arkansas Bar Association CLE

**“Crowdfunding: What’s With All the Hype? The Basics and Beyond”**

DEALFLOW MEDIA CROWDFUNDING CONFERENCE

**“Overview of Key Changes in Private Capital Formation”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**“The Legal Aspects of Small Business Finance in the Crowdfunding Era”**

**“Writing and Publishing a Book”**

**“Perspectives on the Future of White-Collar Crime”**

**“Corporations and Corporate Personhood”**

**“Sustainability & Sustainable Business”**

**“Strategies for Designing and Integrating Transactional Simulation Capstone Courses into the Curriculum”**

EIGHTH ANNUAL ADOLF A. BERLE SYMPOSIUM ON CORPORATIONS

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

**“Corporate Purpose and Litigation Risk in Publicly Held U.S. Benefit Corporations”**

EMORY UNIVERSITY SCHOOL OF LAW, FIFTH BIENNIAL TRANSACTIONAL LAW EDUCATION CONFERENCE

**“Drafting Corporate Bylaws: From Alpha to Omega”**

LAW AND SOCIETY ASSOCIATION ANNUAL MEETING

**“Pillow Talk, The Parent Trap, Sibling Rivalries, Kissing Cousins, and Other Personal Relationships in U.S. Insider Trading Cases”**

TENNESSEE BAR ASSOCIATION, BUSINESS LAW FORUM

**“Capital Raising and Securities Law Issues”**

TENNESSEE BAR ASSOCIATION, ANIMAL LAW FORUM

**“Vet and Lawyer Ethical Considerations”**

7ÈME CONFÉRENCE INTERNATIONALE SUR L'ENVIRONNEMENT INSTITUTIONNEL ET TECHNOLOGIQUE DE LA MICROFINANCE (ITEM-7)

TENNESSEE CORPORATE GOVERNANCE CENTER, RESEARCH FORUM

**“Managing Third-Party Platform Litigation Risk in Crowdfunding: Terms, Pricing, and Reputation”**

ST. MARY'S UNIVERSITY SCHOOL OF LAW, 11TH INTERNATIONAL CONFERENCE ON CONTRACTS

**“The LLC Operating Agreement and its Relation to Contract”**

STETSON UNIVERSITY COLLEGE OF LAW, CORPORATE CRIMINAL LIABILITY 2.0

**“Corporate Criminal Liability for Reckless C-Suite Insider Trading Violations”**

ASSOCIATION OF AMERICAN LAW SCHOOLS, ANNUAL MEETING

**“Contract is King, But Can It Govern Its Realm?”**

**2015**

TENNESSEE BAR ASSOCIATION, BUSINESS LAW FORUM

**“Tennessee's New For-Profit Benefit Corporation Act”**

AMERICAN BAR ASSOCIATION LLC INSTITUTE, CONTINUING LEGAL EDUCATION PROGRAM

**“The Legal Death of a LLC: A Nationwide Hodgepodge of Rules and Practices”**

**“What Is An Operating Agreement and Why Do We Care?”**

WAYNE LAW REVIEW, CORPORATE COUNSEL AS GATEKEEPERS SYMPOSIUM

**“The Role of Business Counsel as Compliance Gatekeepers: Law and Lawyering as Blunt Instruments in Getting Firms and their Principals to ‘Do the Right Thing’”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**“Hot Topics in Financial Institutions Law and Regulation”**

**“Recent Developments in Federal Securities Regulation”**

**“Techniques for Teaching Critical Reading in Law School Courses”**

**“Business Ethics and the Law”**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, FACULTY FORUM

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

UNIVERSITY OF MARYLAND, FACULTY FORUM

6ÈME CONFÉRENCE INTERNATIONALE SUR L'ENVIRONNEMENT INSTITUTIONNEL ET TECHNOLOGIQUE DE LA MICROFINANCE (ITEM-6)

**"Curation and crowdfunding: Creating a sustainable investment market for the masses"**

LAW AND SOCIETY ASSOCIATION, ANNUAL MEETING

**"The Ties That Bind: LLC Operating Agreements as Binding Commitments"**

TENNESSEE BAR ASSOCIATION, CONTINUING LEGAL EDUCATION PROGRAM

**"Deal Structure – Point and Counter-Point"**

WILLIAM & MARY SCHOOL OF LAW

**"Women in the Crowd of Corporate Directors: Following, Walking Alone, and Meaningfully Contributing"**

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**"Managing the Crowd: The Power and Perils of Intermediation"**

ASSOCIATION OF AMERICAN LAW SCHOOLS, ANNUAL MEETING

**"Keeping it Current: Animal Law Examples Across the Curriculum"**

## 2014

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**"Collaborative Contracting: Sounds Good, But . . ."**

**"Securities Crowdfunding and the Public/Private Divide in U.S. Securities Regulation"**

UNIVERSITY OF CINCINNATI CORPORATE LAW CENTER, SYMPOSIUM

**"Crowdfunding Regulations and Their Implications"**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**"U.S. Insider Trading in the Absence of Breach of Duty and Receipt of a Personal Benefit: A Thought Experiment"**

**"The Components of an Effective Written Compliance Policy"**

**"Supreme Court and Legislative Update: Business and Regulatory Issues"**

EMORY UNIVERSITY SCHOOL OF LAW, FOURTH BIENNIAL TRANSACTIONAL LAW EDUCATION CONFERENCE

**"Representing Entities: The Value of Teaching Students How to Draft Board Resolutions and Other Similar Documentation"**

LAW AND SOCIETY ASSOCIATION, Annual Meeting

**"Theorizing Crowdfunding Disclosure"**

**"Mandatory Disclosure Creep"**

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

5ÈME CONFÉRENCE INTERNATIONALE SUR L'ENVIRONNEMENT INSTITUTIONNEL ET TECHNOLOGIQUE DE LA MICROFINANCE (ITEM-5)

**"Crowdfunding Unequity in the United States"**

MARQUETTE UNIVERSITY LAW SCHOOL, FACULTY FORUM

**"Investor and Market Protection in the Crowdfunding Era: Disclosing to and for the 'Crowd'"**



## 2013

VERMONT LAW REVIEW, SYMPOSIUM

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**“Investor and Market Protection in the Crowdfunding Era: Disclosing to and for the ‘Crowd’”**

LAW AND SOCIETY ASSOCIATION, ANNUAL MEETING

**“Investor and Market Protection in the Crowdfunding Era: Disclosing to and for the ‘Crowd’”**

**“Business Lawyering in the Crowdfunding Era”**

ST. MARY’S UNIVERSITY SCHOOL OF LAW, FACULTY FORUM

AMERICAN UNIVERSITY BUSINESS LAW REVIEW, TRANSACTIONAL LAWYERING SYMPOSIUM

**“Business Lawyering in the Crowdfunding Era”**

AMERICAN BAR ASSOCIATION, LLC INSTITUTE

**“Rationalizing Entity Law: Corporate Law and Alternative Entities”**

THE UNIVERSITY OF KENTUCKY, J. DAVID ROSENBERG COLLEGE OF LAW

KENTUCKY LAW JOURNAL, SYMPOSIUM

**“How Congress Killed Crowdfunding: A Tale of Political Pressure, Hasty Decisions, and Inexpert Judgments that Begg for a Happy Ending”**

INTERNATIONAL VETERINARY SOCIAL WORK SUMMIT

**“Safe Haven Conundrum: The Use of Special Bailments to Keep Pets Out of Violent Households”**

MIDWEST POLITICAL SCIENCE ASSOCIATION, ANNUAL CONFERENCE

**“The Extraterritorial Application of U.S. Securities Fraud Prohibitions in an Increasingly Global Transactional World”**

THE UNIVERSITY OF TENNESSEE CORPORATE GOVERNANCE CENTER, RESEARCH FORUM

U.C. DAVIS BUSINESS LAW JOURNAL, JOBS ACT SYMPOSIUM

**“The New Intermediary on the Block: Funding Portals under the CROWDFUND Act”**

SUFFOLK UNIVERSITY LAW SCHOOL, FACULTY FORUM

**“Desire, Conservatism, Underfunding, Congressional Meddling, and Study Fatigue: Ingredients for Ongoing Reform at the Securities and Exchange Commission?”**

ASSOCIATION OF AMERICAN LAW SCHOOLS, ANNUAL MEETING

**“JOBS Act Title III: Regulating Crowdfund Investing”**

## 2012

THE UNIVERSITY OF TENNESSEE CORPORATE GOVERNANCE CENTER, RESEARCH FORUM

REGENT UNIVERSITY LAW REVIEW SYMPOSIUM

**“To Be Or Not To Be (A Security): Funding For-Profit Social Enterprise”**

TENNESSEE BAR ASSOCIATION, CONTINUING LEGAL EDUCATION PROGRAM

**“Jumpstart Our Business Startups (JOBS) Act – More Small Business Capital in Tennessee?”**

EMORY UNIVERSITY SCHOOL OF LAW, THIRD BIENNIAL TRANSACTIONAL LAW EDUCATION CONFERENCE

**“The Clayton Center for Entrepreneurial Law: A Recipe for the Controlled Organic Growth of a Business Transaction Concentration”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**“Taking Romantic Relationships to New Levels: ‘Pillow Talk’ and Insider Trading under Rule 10b-5”**

NATIONAL BUSINESS LAW SCHOLARS CONFERENCE

**“Good, Bad or Stupid? Debating the STOCK and JOBS Acts”** (Keynote Roundtable)

**“The Hybridization of Financial Instruments: Lessons (to be) Learned”**

LAW AND SOCIETY ASSOCIATION, ANNUAL MEETING

**“A Portrait of the Insider Trader as a Woman”**

TENNESSEE BAR ASSOCIATION, CONTINUING LEGAL EDUCATION PROGRAM

**“Tennessee Business Corporation Act”**

THE OHIO STATE UNIVERSITY – MORITZ COLLEGE OF LAW, OHIO STATE ENTREPRENEURIAL BUSINESS LAW JOURNAL SYMPOSIUM

**“What is a Security in the Crowdfunding Era?”**

CASE WESTERN UNIVERSITY SCHOOL OF LAW, CORPORATE FINANCE AND LAW ALLIANCE

**“Crowdfunding: Revolutionizing Small Business Financing or Creating the Next Securities Blooper of the 21st Century?”** (Keynote Speaker)

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

ST. JOHN’S UNIVERSITY SCHOOL OF LAW, FACULTY FORUM

**“Just Do It! Specific Rulemaking on Materiality Guidance in Insider Trading”**

UNIVERSITY OF CINCINNATI COLLEGE OF LAW, TWENTY-FIFTH ANNUAL CORPORATE LAW SYMPOSIUM

**“Desire, Conservatism, Underfunding, Congressional Meddling, and Study Fatigue: Ingredients for Ongoing Reform at the Securities and Exchange Commission?”**

UNIVERSITY OF COLORADO LAW SCHOOL, FACULTY COLLOQUIUM

CANADIAN LAW AND ECONOMICS ASSOCIATION, ANNUAL CONFERENCE

UNIVERSITÉ DE POITIERS (FRANCE), FORUM

**“The Extraterritorial Application of U.S. Securities Fraud Prohibitions in an Increasingly Global Transactional World”**

## 2011

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

HAMLIN UNIVERSITY SCHOOL OF LAW, SYMPOSIUM ON REFORMING THE SECONDARY MORTGAGE MARKET

**“The SEC’s New Line-Item Disclosure Rules for Asset-Backed Securities: MOTS or TMI?”**

CANADIAN LAW AND ECONOMICS ASSOCIATION, ANNUAL CONFERENCE

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

LAW AND SOCIETY ASSOCIATION, ANNUAL MEETING

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**“Proceed at Your Peril: Crowdfunding and the Securities Act of 1933”**

UNIVERSITY OF DAYTON SCHOOL OF LAW, SYMPOSIUM ON WOMEN IN CORPORATE GOVERNANCE

**“The Last Male Bastion: In Search of a Trojan Horse”**

ASSOCIATION OF AMERICAN LAW SCHOOLS

**“The Virtues and Scalability of an Oral Midterm Examination”**

**“Sustaining Reform Efforts at the SEC: A Progress Report”**

## 2010

UNIVERSITY OF FLORIDA FREDRIC G. LEVIN COLLEGE OF LAW, FACULTY FORUM

MISSISSIPPI COLLEGE SCHOOL OF LAW, FACULTY FORUM

**“Proceed at Your Peril: Crowdfunding and the Securities Act of 1933”**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, CLAYTON CENTER FOR ENTREPRENEURIAL LAW SYMPOSIUM

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**“A More Critical Use of Fairness Opinions as a Practical Approach to the Behavioral Economics of Mergers and Acquisitions”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**“SEC Operational Reform and the Literature on Change Leadership”**

**“Thoughts on the Corporation as a Person for Purposes of Corporate Criminal Liability”**

EMORY UNIVERSITY SCHOOL OF LAW, SECOND BIENNIAL TRANSACTIONAL LAW EDUCATION CONFERENCE

**“Corporate Finance as Advanced Contract Drafting”**

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**“Corporate Governance Theories and Methodologies”**

ASSOCIATION OF AMERICAN LAW SCHOOLS, ANNUAL MEETING

**“Roundtable Discussion on Comparative Scholarship”**

## 2009

SETON HALL UNIVERSITY SCHOOL OF LAW, SYMPOSIUM ON SECURITIES REGULATION AND THE GLOBAL ECONOMIC CRISIS

**“Federal Investment in Private Enterprise in the United States: Evil or Cure?”**

VILLANOVA UNIVERSITY SCHOOL OF LAW, SYMPOSIUM ON FINANCIAL AND REGULATORY REFORM

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER, RESEARCH FORUM

**“Reframing and Reforming the Securities and Exchange Commission: Lessons from Literature on Change Leadership”**

UNIVERSITY OF DENVER STURM COLLEGE OF LAW, SYMPOSIUM ON LEGAL EDUCATION AT THE CROSSROADS

**“Summative Assessment through Oral Examination: A Midterm Experiment in a Small Doctrinal Class Setting and Preliminary Thoughts about Scaling the Concept to a Larger Class Environment”**

MICHIGAN STATE UNIVERSITY COLLEGE OF LAW, BUSINESS LAW AND NARRATIVE SYMPOSIUM

**“Martha Stewart and the Forbidden Fruit: A New Story of Eve”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**“Martha’s (and Steve’s) Good Faith: An Officer’s Duty of Loyalty at the Intersection of Good Faith and Candor”**

ASSOCIATION OF AMERICAN LAW SCHOOLS, MID-YEAR MEETING

**“Integrating Transactional Law into Traditional Courses”**

**“Teaching the Legal Aspects of Corporate Finance through Planning and Drafting”**

INSTITUTO BRASILEIRO DE MERCADOS CAPITAIS (IBMEC - RIO DE JANEIRO, BRAZIL), INTERNATIONAL RELATIONS CONFERENCE

**“The Current World Financial Crisis: An American Perspective on Law and Culture”**

UNIVERSIDADE DO ESTADO DO RIO DE JANEIRO (BRAZIL), FACULTY FORUM

**“Corporate Finance and Securities Regulation in the Current Crisis Environment”**

UNIVERSITY OF MARYLAND SCHOOL OF LAW, FACULTY FORUM

**“The Best of Times, the Worst of Times: Securities Regulation Scholarship and Teaching in the Global Financial Crisis”**

ASSOCIATION OF FUNDRAISING PROFESSIONALS, GREAT SMOKY MOUNTAIN CHAPTER MEETING

**“Responsibilities of Nonprofit Directors”**

MIDWEST POLITICAL SCIENCE ASSOCIATION, ANNUAL MEETING

**“Common Roots, Divergent Evolution: Insider Trading Doctrine in the United States, Germany, and Japan”**

## 2008

TENNESSEE BAR ASSOCIATION, CONTINUING LEGAL EDUCATION PROGRAM

**“Corporate Investigations and White Collar Defense”**

BOCCONI UNIVERSITY (MILAN, ITALY), INVITED GUEST LECTURER

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**“The Peculiar Nature of Insider Trading Doctrine in the United States”**

UNIVERSITY OF WASHINGTON SCHOOL OF LAW, LEGAL EDUCATION AT THE CROSSROADS SYMPOSIUM

**“Representing Enterprises—A Simulated Business Law Firm with Four (or More) Different Partners”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**“Female Investors and Securities Fraud: Is the Reasonable Investor a Woman?”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, MEXICAN CURRICULAR REFORM PROJECT

**“Overview of Innovative Teaching Methods”**

TENNESSEE BAR ASSOCIATION, CONTINUING LEGAL EDUCATION PROGRAM

**“Drafting Boilerplate”**

KNOXVILLE BAR ASSOCIATION, CONTINUING LEGAL EDUCATION PROGRAM

**“Expectations - New Associates vs. The Firm; Investing in New Associates - Costs and Employee Retention”**

THE UNIVERSITY OF ARIZONA, INVITED GUEST LECTURER

**“Enron Overview”**

COLLEGE OF WILLIAM & MARY, MARSHALL-WYTHE SCHOOL OF LAW

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**“Female Investors and Securities Fraud: Is the Reasonable Investor a Woman?”**

AMERICAN INNS OF COURT, HAMILTON BURNETT CHAPTER

**“Business Law 101: Recent Business Law Cases Every Tennessee Lawyer Ought to Know About”**

## 2007

THE UNIVERSITY OF ARIZONA JAMES E. ROGERS COLLEGE OF LAW, FACULTY FORUM

**“Martha Stewart’s Legal Troubles”**

DREXEL UNIVERSITY LAW SCHOOL

THE UNIVERSITY OF MARYLAND SCHOOL OF LAW

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**“Does Sarbanes-Oxley Foster the Existence of Ethical Corporate Role Models?”**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP (NEW YORK), CONTINUING LEGAL EDUCATION PROGRAM

**“What Corporate Lawyers Can Learn (About the Law from Martha Stewart)”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

LAW AND SOCIETY ASSOCIATION, ANNUAL MEETING

**“The Devil’s in the Details: The Meaningfulness and Purposefulness of Differences in German, Japanese, and U.S. Insider Trading Regulation”**

THE UNIVERSITY OF ARIZONA, GUEST LECTURER

**“Martha Stewart’s Legal Troubles”**

WAKE FOREST UNIVERSITY SCHOOL OF LAW

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**“Disclosure of Personal Facts About Executive Officers: A Proposal for Tailored Disclosures to Encourage Reasonable Investor Behavior”**

TENNESSEE BAR ASSOCIATION, CONTINUING LEGAL EDUCATION PROGRAM

**“Basics of Business Law”**

EAST TENNESSEE ASSOCIATION FOR FEMALE EXECUTIVES

**“Martha Stewart Went to Jail. Why? Who Cares?”**

**2006**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

LAW AND SOCIETY ASSOCIATION, ANNUAL MEETING

**“Sex, Trust, and Corporate Boards”**

THE UNIVERSITY OF MARYLAND SCHOOL OF LAW

**“Retributive Justice and the Criminalization of Securities Fraud under Rule 10b-5”**

**2005**

Boston College Law School

**“Just Do It! Specific Rulemaking on Materiality Guidance in Insider Trading”**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP (BOSTON), CONTINUING LEGAL EDUCATION PROGRAM

**“Materiality Determinations under the Federal Securities Laws”**

BOSTON BAR ASSOCIATION, CONTINUING LEGAL EDUCATION PROGRAM

**“The Genesis of Problems in State Limited Liability Company Statutes”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**“Corporate and Securities Fraud Update”**

TENNESSEE BAR ASSOCIATION, CONTINUING LEGAL EDUCATION PROGRAM

**“Understanding the New Limited Liability Company Act”**

LAW AND SOCIETY ASSOCIATION, ANNUAL MEETING

THE UNIVERSITY OF MARYLAND SCHOOL OF LAW

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**“Martha Stewart Saved! Insider Violations of Rule 10b-5 for Misrepresented or Undisclosed Personal Facts and Transactions”**

AMERICAN BAR ASSOCIATION, BUSINESS SECTION SPRING MEETING

**“Pitfalls and Problems in State Limited Liability Company Statutes: Underlying Conflicts and Teambuilding . . . and the Resulting Statutory Frameworks”**

## 2004

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**“Just Do It! Specific Rulemaking on Materiality Guidance in Insider Trading”**

LORMAN EDUCATION SERVICES, CONTINUING LEGAL EDUCATION PROGRAM

**“Ethical Considerations in the Formation and Representation of Entities”**

EAST TENNESSEE ASSOCIATION FOR FEMALE EXECUTIVES

**“Did Martha Stewart Commit Securities Fraud?”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**“Through the (Agency) Looking Glass: Observations about the Development of Insider Trading Regulation in the United States, Japan, and Germany”**

LAW AND SOCIETY ASSOCIATION, ANNUAL MEETING

**“Insider Trading and Agency: A Comparative Multinational Perspective”**

THE UNIVERSITY OF TENNESSEE, NEEL CORPORATE GOVERNANCE CENTER RESEARCH FORUM

**“Determining the Road to be Taken: Analyzing Federal Avenues for Corporate Governance Rulemaking”**

AMERICAN INNS OF COURT, HAMILTON BURNETT CHAPTER

**“Tort Reform and Securities Class Actions”**

## 2003

TENNESSEE BAR ASSOCIATION, CONTINUING LEGAL EDUCATION PROGRAM

**“Fundamentals of Business Acquisitions”**

LORMAN EDUCATION SERVICES, CONTINUING LEGAL EDUCATION PROGRAM

**“Partnerships, LLCs and LLPs: Organization and Operation in Tennessee”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**“The Feminist Pervasion: How Feminist Scholarship Informs Law and Law Teaching”**

LAW AND SOCIETY ASSOCIATION, ANNUAL MEETING

**“Rock, Paper, Scissors: Choosing the Right Vehicle for Federal Corporate Governance Initiatives”**

UNIVERSITY OF CINCINNATI COLLEGE OF LAW, SIXTEENTH ANNUAL CORPORATE LAW SYMPOSIUM

**“Enron’s Tangled Web: Complex Relationships; Unanswered Questions”**

## 2002

UNIVERSITY OF TEXAS SCHOOL OF LAW, SYMPOSIUM ON GENDER EQUALITY

**“Failed Subversion in Securities Regulation: Observations on the Impact of the Structure of Insider Trading Regulation on Equal Justice”**

THE UNIVERSITY OF TENNESSEE, JURIED INSTRUCTIONAL TECHNOLOGY SHOWCASE

**“Representing Enterprises: Web-Based Simulation of Stock Merger Transaction”**

SOUTHEASTERN ASSOCIATION OF LAW SCHOOLS, ANNUAL MEETING

**“Materiality Guidance in the Context of Insider Trading: A Call to SEC Action”**

TENNESSEE CORPORATE COUNSEL INSTITUTE

**“At the Crossroads: Corporate Governance and Securities Regulation in a Post-Enron World”**

KNOXVILLE BAR ASSOCIATION

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, CLAYTON CENTER FOR ENTREPRENEURIAL LAW

WEBCAST CONTINUING LEGAL EDUCATION PROGRAM

KINGSPORT BAR ASSOCIATION

**“Choosing the Right Business Entity”**

THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW, CLAYTON CENTER FOR ENTREPRENEURIAL LAW

**Legal Database Training for Business and Transactional Attorneys: Beyond Cases and Statutes, How to Find What You Need to Know to Save Time, Add Value, and Impress Peers and Clients”**