

## ACADEMIC POSITIONS

### Duke University School of Law

*Associate Professor of Law, Economics and Finance*, July 2016 – present

### Duke University Economics Department and Fuqua School of Business (Finance)

*Associate Professor (secondary)*, July 2016 – present

### Duke University Innovation and Entrepreneurship Initiative

*Research Fellow*, July 2017 - present

### NYU Stern School of Business

*Wagner Fellow in Law & Business*, September 2011- August 2012

## EDUCATION

### Yale School of Management – Finance Department

#### Ph.D. in Financial Economics

*Thesis:* Essays in Corporate Governance

*Co-Chairs:* Andrew Metrick & Matthew Spiegel

### Yale Law School

#### J.S.D. (Doctorate)

*Thesis:* The Law & Economics of Social Enterprise and Hybrid Organizations

*Chair:* Henry Hansmann

*Honors:* Kauffman Fellow in Law and Economics

### Yale University

#### M.A. in Economics

### New York University School of Law

#### LL.M. in Corporate Law

*Honors:* Graduate Editor, *NYU Journal of Legislation and Public Policy*

### Queen's College, Cambridge University

#### B.A. in Law

*Honors:* Fellow of the Cambridge University Overseas Society

Cambridge University Basketball Team – awarded 'Blue'

## PUBLICATIONS

- [\*Common Ownership and Entrepreneurship\*](#), AEA PAPERS AND PROCEEDINGS (forthcoming, 2021) (with Jillian Grennan)
- [\*Crisis Poison Pills\*](#), REVIEW OF CORPORATE FINANCE STUDIES (forthcoming, 2021) (with Michael Wittry)
- [\*Federal Forum Provisions and the Internal Affairs Doctrine\*](#), 10(2) HARVARD BUSINESS LAW REVIEW (2020) (with Dhruv Aggarwal and Albert Choi)
- [\*Designing Business Forms to Pursue Social Goals\*](#), 106 VIRGINIA LAW REVIEW 937 (2020)
- [\*Regulatory Competition and the Market for Corporate Law\*](#), 12(2) AMERICAN ECONOMIC JOURNAL: MICROECONOMICS 60 (2020) (with Lorenzo Magnolfi);

selected for the Ph.D. Forum, AFBC Conference, UNSW Business School and the Weil Gotshal Roundtable at Yale Law School Center for Corporate Law

- [\*The Enduring Distinction between Business Entities and Security Interests\*](#), 92 SOUTHERN CALIFORNIA LAW REVIEW 123 (2019) (with Andrew Verstein); featured in [JOTWELL \(Journal of Things We Like \(Lots\)\)](#)
- [\*Can Lax Corporate Law Increase Shareholder Value? Evidence from Nevada\*](#), 61(4) JOURNAL OF LAW & ECONOMICS 1 (2018); selected for the 2017 Stanford/Yale/Harvard Junior Faculty Forum, Stanford Law School
- [\*Will Delaware Be Different? An Empirical Study of TC Heartland and the Shift to Defendant Choice of Venue\*](#), 104 CORNELL LAW REVIEW 101 (2018) (with Neel Sukhatme)
- [\*The Role of Social Enterprise and Hybrid Organizations\*](#), 1 COLUMBIA BUSINESS LAW REVIEW 92 (2017); selected for the Conference on the Economics of the Social Sector, Chicago Booth Business School
- *Vote-trading in International Institutions*, 19 EUROPEAN JOURNAL OF INTERNATIONAL LAW 3 (2008)
- *Reform of IMF Conditionality - A Proposal for Self-Imposed Conditionality*, 8 JOURNAL OF INTERNATIONAL ECONOMIC LAW 509 (2005)

#### WORKING PAPERS

- [\*Common Ownership and Start-up Growth\*](#) (with Jillian Grennan and Kate Waldo), *Revise and Resubmit*, REVIEW OF FINANCIAL STUDIES; selected for the 2019 NBER Summer Institute on Entrepreneurship and the 2020 NBER Law & Economics meeting
- [\*The Rise of Dual-Class IPOs\*](#) (with Dhruv Aggarwal, Yael Hochberg, and Lubomir Litov)
- [\*Does Government Play Favorites? Evidence from Opportunity Zones\*](#) (with Chelsea Garber)
- [\*The Organization of Social Enterprises: Transacting versus Giving\*](#); selected for the 17th Annual Strategy & the Business Environment Conference, Duke Fuqua School of Business
- *Is Corporate Law Nonpartisan?* (with Gabriel Rauterberg)
- [\*A Lawyers' Guide to Empirical Corporate Governance\*](#)

#### PRESS & MEDIA

- Andrew Ellul, [\*Paper Spotlight: Crisis Poison Pills\*](#), Review of Corporate Finance Studies, December 30, 2020

- David Kocieniewski, [Musk, Bezos Space Race Gets a Boost From Anti-Poverty Tax Break](#), Bloomberg, December 9, 2020
- [To Make a Difference, Businesses Must Have a Stake in Social Missions](#), ProMarket, October 15, 2020
- [The Return of Poison Pills: A first Look at “Crisis Pills,”](#) Harvard Law School Forum on Corporate Governance and Financial Regulation, May 6, 2020
- Amanda Cantrell, [Activist Campaigns Fall, but Poison Pill Adoption Surges](#), Institutional Investor, April 29, 2020
- Michelle Layser, [Layser Reviews Does Government Play Favorites? Evidence From Opportunity Zones](#), TaxProf Blog, October 18, 2019
- Ann Lipton, [Everything is About Internal Affairs](#), Business Law Prof Blog, September 20, 2019
- Allen Matkins Leck Gamble Mallory & Natsis LLP, [Is The Court of Chancery Sending Cases To California?](#), The National Law Review, September 4, 2019
- [Federal Forum Provisions and the Internal Affairs Doctrine](#), Harvard Law School Forum on Corporate Governance and Financial Regulation, September 2, 2019
- [Designing Business Forms to Pursue Social Goals](#), Harvard Law School Forum on Corporate Governance and Financial Regulation, July 18, 2019
- Christopher M. Bruner, [Asset Partitioning and Financial Innovation](#), JOTWELL (March 6, 2019)
- [The Enduring Distinction between Business Entities and Security Interests](#), The Columbia Blue Sky Blog, October 31, 2018
- [Why are Security Interests and Legal Entities Both Widely Used?](#), Oxford Business Law Blog, October 18, 2018
- [Regulatory Competition and the Market for Corporate Law](#), Harvard Law School Forum on Corporate Governance and Financial Regulation, December 28, 2015
- [The Role of Social Enterprise and Hybrid Organizations](#), Harvard Law School Forum on Corporate Governance and Financial Regulation, February 3, 2014

## PRESENTATIONS

- **2021 (scheduled):** American Economic Association (two articles) • Opportunity Zones Conference, Hutchins Center on Fiscal & Monetary Policy, The Brookings Institution • Business Law Workshop, Texas University School of Law • Duke University School of Law faculty workshop • AALS Business Associations Section (invited commentator) • Midwest Finance Association (paper and invited commentator) • Conference celebrating Henry Hansmann’s book, *The Ownership of Enterprise*, Columbia University Law School
- **2020:** NBER Law and Economics Program Meeting, Cambridge • American Law & Economics Association, University of Chicago Law School (two articles – cancelled due to covid-19) • Colloquium on Law and Economics, Northwestern University

School of Law • Finance in the Cloud II: Innovation & Entrepreneurship, University of Colorado Boulder Leeds School of Business • National Business Law Scholars Conference, The University of Tennessee College of Law • 2020 PCOB Workshop on Entrepreneurship and Finance (invited commentator), Oklahoma University • Law & Macroeconomics conference, Yale Law School and Georgetown Law School • Chicago Entrepreneurship Finance Festival, Northwestern Kellogg School of Business

- **2019:** NBER Summer Institute on Entrepreneurship, Cambridge • American Law & Economics Association, New York University School of Law • Finance workshop, Duke Fuqua School of Business • Conference on Policy Interest Group Lobbying, Markets, and Public Policy (invited commentator), Duke Law School • Consumer Law Seminar, Boston University School of Law • Law & Social Science Workshop, USC School of Law • Corporate and Securities Litigation Workshop, Boston University School of Law • Conference on Rethinking the Shareholder Franchise, University of Wisconsin Law School • Conference on Empirical Legal Studies (two articles), Claremont McKenna College • 2019 Duke-UNC Innovation and Entrepreneurship Research Symposium • Conference on Financial Economics and Accounting, NYU Stern School of Business • TAU Finance Conference, Tel-Aviv University • 8<sup>th</sup> Annual HEC Workshop on Entrepreneurship, HEC Paris.
- **2018:** Weil Gotshal & Manges Roundtable, Center for the Study of Corporate Law, Yale Law School • Annual Meeting of the American Law & Economics Association (two articles) • Boston University School of Law • Conference on Empirical Legal Studies, Michigan Law School • Law, Economics & Politics Seminar, Duke University School of Law • Annual Meeting of the Financial Management Association, San Diego (invited commentator) • Duke Economics Department, public finance workshop.
- **2017:** Stanford/Yale/Harvard Junior Faculty Forum, Stanford Law School • Law & Economics Workshop, Georgetown Law School • 17<sup>th</sup> Annual Strategy & the Business Environment Conference, Duke Fuqua School of Business • IFABS Corporate Finance Conference, Said Business School, Oxford • Conference on Contractual Black Holes, Duke University School of Law • National Business Law Scholars Conference, The University of Utah • Society for Institutional & Organizational Economics, Columbia Law School
- **2016:** Conference on the Economics of the Social Sector, Chicago Booth Business School • Conference on Empirical Legal Studies (two articles), Duke University School of Law • Faculty workshop, Duke University School of Law • Law & Economics Workshop, Hebrew University School of Law • Faculty Workshop, Tel Aviv University School of Law • Faculty workshop, Northwestern University Pritzker School of Law • Faculty workshop, Stanford Law School • Faculty workshop, University of Chicago Law School
- **2015:** Blue Sky Meetings, Columbia Law School • Faculty Workshop, Duke University School of Law • AFBC Ph.D. Forum, UNSW Business School, Sydney (one of eight papers accepted for the Ph.D. Forum) • IFABS Corporate Finance Conference, Said Business School, Oxford • Canadian Law & Economics Association, Toronto Law School • International Society for New Institutional Economics, Harvard Law School.
- **2014:** Seminar on Designing Organizations, Yale Law School • Canadian Law & Economics Association, Toronto Law School

- **2012:** American Law & Economics Association, Stanford Law School • International Society for New Institutional Economics, USC Law School • Corporate Law: Policy Analysis Seminar, NYU School of Law • Corporate Governance Luncheon, NYU Stern School of Business, February 2012

### **PH.D. COMMITTEES**

- Chelsea Garber, Duke University, Ph.D. (Economics), J.D. Candidate Duke University School of Law
- James Pinnington, Duke University Fuqua School of Business, Ph.D. (Finance)

### **REFeree SERVICE**

Journal of Public Economics • Journal of Law & Economics • Journal of Law, Economics & Organization • American Law and Economics Review • Journal of Banking and Finance • Journal of Development Economics • The Review of International Organizations • Conference on Empirical Legal Studies • Annual Meeting of the Midwest Finance Association

### **OTHER SERVICE**

- 2020: Organized full day conference: “[Organizations and Social Impact](#)” (with Stavros Gadinis)
- 2017-2018: Organized the Duke Innovation and Entrepreneurship workshop series (with Tiantian Yang and David Robinson)
- 2009: Worked pro bono for the National Association of Corporate Directors on developing the [Key Agreed Principles to Strengthen Corporate Governance](#)

### **PROFESSIONAL EXPERIENCE**

**Weil, Gotshal, and Manges, LLP**, New York, N.Y.

*Associate*, Corporate Department, October 2007 – July 2009

**Freshfields Bruckhaus Deringer**, London, U.K.

*Associate*, Corporate Department, February 2005 – August 2007 (including client secondment to **Goldman Sachs International**, Global Securities Services, June 2006 – December 2006).