

CYNTHIA A. WILLIAMS

Roscoe C. O'Byrne Chair in Law
Indiana University, Maurer School of Law

Professor of U.S. Corporate and Securities Law
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ACADEMIC EMPLOYMENT

INDIANA UNIVERSITY, MAURER SCHOOL OF LAW, Bloomington, Indiana
Roscoe C. O'Byrne Chair in Law, January 1, 2023, to present

OSGOODE HALL LAW SCHOOL, York University, Toronto, Ontario
Senior Scholar, July 1, 2021, to present
Inaugural Osler Chair in Business Law, July 2007 to June 2009; July 2013 to July 2021
Co-Director, Hennick Centre for Business and Law, July 2013 to June 2018

DIE VRIJE UNIVERSITEIT (VU) AMSTERDAM FACULTY OF LAW, Amsterdam
Professor of U.S. Corporate and Securities Law, April 1, 2017, to present,
part-time.

UNIVERSITY OF ILLINOIS COLLEGE OF LAW, Champaign, Illinois
Professor of Law *emerita*: June 2013 to present
Professor of Law: August 2005 to June 2013.
European Union Center Affiliated Faculty: July 2009 to June 2013
Mildred Van Voorhis Jones Faculty Scholar: August 2006 to June 2007
Associate Professor with Tenure: August 1999 to July 2005
Assistant Professor: July 1995-July 1999

INDIANA UNIVERSITY, MAURER SCHOOL OF LAW, Bloomington, Indiana
Visiting Professor of Law, August 2022 to December 2022

FORDHAM UNIVERSITY SCHOOL OF LAW, New York, New York
Visiting Professor of Law: August 2001-June 2002

GEORGETOWN UNIVERSITY LAW CENTER, Washington, District of Columbia
Visiting Associate Professor and Research Fellow: Georgetown- Sloan Project on
Business Institutions: August 2000-August 2001

RESEARCH FELLOW POSITIONS

DIE VRIJE UNIVERSITEIT (VU) AMSTERDAM , Amsterdam, the Netherlands
Visiting Research Fellow. Fall, 2011; Visiting Researcher, 2015-2016

THE UNIVERSITY OF CAMBRIDGE, Cambridge, England
Visiting Research Fellow: Summer, 2006. Centre for Business Research in the
Judge Institute of Management. Guest of Prof. Simon Deakin.

THE UNIVERSITY OF ILLINOIS, Champaign, Illinois
Fellow, Interdisciplinary Program for the Study of Cultural Values and Ethics:
1996-1997

Teaching Profile, 1995-2020

Courses: Business Organizations (U.S.); Business Organizations (Canada); Civil Procedure II; Market Regulation ('34 Act); Mergers and Acquisitions; Securities Litigation; Securities Regulation ('33 Act); Securities Regulation (combined '33 Act/'34 Act); Statutory Interpretation: Securities; Torts

Seminars: Advanced Topics in Corporate Governance; Comparative Corporate Governance, U.S. and Canada; Comparative Securities Law, U.S. and Canada; Corporate Responsibility; Corporate Accountability and Climate Change; Corporations and International Human Rights; Global Financial Regulation; Institutional Investors and the Corporation; International Securities Regulation; Osgoode Venture Capital Clinic (seminar and practicum); The Corporation and Society; Transnational Regulation of Business

Graduate Reading Groups: Law and Economic Relations (Osgoode Hall; PhD students); Law, Markets and Behavior (VU, Masters' students); Regulation and Governance (Osgoode Hall; PhD Students)

Graduate Supervision: Supervising M.A. students at the VU, approximately five students per academic year, 2017 to present. Supervising LL.M. and PhD students at Osgoode Hall Law School and at the University of Illinois.

Summer Teaching Positions

Die Vrije Universiteit (VU) Faculty of Law, Amsterdam, the Netherlands
Summer 2015-2017; converted into a continuing appointment as of 2017. Courses taught: U.S. Corporate Law (2015-2022); Corporate Social Responsibility (2020-2022).

Monash University Program in Prato, Italy: Summer, 2008. Course taught: International Securities Regulation

Catholic University, Lisbon, Portugal: Summer 2006. Course taught: Introduction to U.S. Business Law

OTHER PROFESSIONAL EMPLOYMENT

THE FOUNDATION FOR INTERNATIONAL LAW FOR THE ENVIRONMENT (FILE), Amsterdam
Co-head of the Finance, Investment, and Trade Portfolio, May 2022 to April, 2023.
Developing strategies to address funding and investment in new oil, gas, coal, and deforestation inconsistent with the parameters of the Paris Agreement.

CRAVATH, SWAINE & MOORE, New York, New York

Litigation Associate: Summer 1988; September 1989 to September 1990; September 1991 to July 1995.

General commercial litigation and international arbitration. Clients included Bristol-Myers Squibb, Fiat S.p.A., General Electric Capital Corporation, IBM, Lawyers' Committee for Civil Rights, Price Waterhouse, Salomon Brothers, and Time Warner. Substantive areas included corporate law, securities, antitrust, RICO, contracts, torts, accountants' liability, mergers and acquisitions, constitutional law, and Title VII.

Highlights included participating in the Firm's representation of Salomon Brothers in connection with the government investigation of certain Treasury auction matters; and *pro bono* litigation on behalf of the Lawyers' Committee for Civil Rights and the Jericho Project, including litigation in the United States Supreme Court.

HON. MILTON L. SCHWARTZ, JR., U.S.D.C., E.D. CAL., Sacramento, California

Law Clerk: September 1990 to September 1991

LUEBBEN, HUGHES, TOMITA & BORG, Albuquerque, New Mexico

Summer Associate: Summer 1987. Legal research and writing for firm specializing in Native-American rights, such as aboriginal land and water rights; hunting and fishing rights; civil rights

HUMAN SERVE FUND, New York, New York

Associate Director: September 1983 to September 1986; Legal Intern: September 1986 to May 1988 (part-time)

Involved in all policy, program and public relations aspects of this national voter registration reform organization established by Frances Fox Piven and Richard Cloward. Worked extensively with the National Association of Secretaries of State and the National Governors Association. During my tenure, Human SERVE helped develop a national litigation campaign challenging restrictive voter registration practices and began developing federal legislation that was ultimately enacted as the National Voter Registration Act of 1993 ("Motor Voter").

THE ROCKEFELLER UNIVERSITY, New York, New York

Research Technician: January 1982 to June 1983. Performed experiments in developmental neurobiology. Assisted in experimental design and interpretation; edited papers and grant applications; and co-authored a paper published in the Journal of Developmental Brain Research.

EDUCATION

NEW YORK UNIVERSITY SCHOOL OF LAW, J.D., *cum laude*, 1989.

Order of the Coif (top ten percent of the graduating class)

Root-Tilden Public Interest Scholar

Editorial Staff Member, Law Review, 1987-88

Articles Editor, Law Review, 1988-89

American Jurisprudence Award (top student in the class), Torts, Fall 1986 (Prof. David Leebron)

American Jurisprudence Award (top student in the class), Corporations, Spring 1988 (Prof. Jeffrey Gordon)

UNIVERSITY OF CALIFORNIA, BERKELEY, B.A., Neurobiology, 1981

Honors, five quarters out of seven (attended September 1977-December 1979)

UNIVERSITY OF VIRGINIA, Charlottesville, VA, 1973-1975

DuPont Scholar

Intermediate Honors awarded June, 1975 (honors every semester)

Completed requirements for Psychology major

One class short of completing requirements for Religion major

Jr. Varsity Hockey, 1973-1975; Varsity LaCrosse, Spring 1975

PUBLICATIONS:

Books:

D. Gordon Smith, Cynthia A. Williams, and Sung Eun (Summer) Kim, BUSINESS ORGANIZATIONS: CASES, PROBLEMS, AND CASE STUDIES (Aspen Publishing 5th ed. 2022) and accompanying Teacher's Manual.

D. Gordon Smith and Cynthia A. Williams, BUSINESS ORGANIZATIONS: CASES, PROBLEMS, AND CASE STUDIES (Wolters Kluwer 4th ed. 2018) and accompanying Teacher's Manual.

D. Gordon Smith and Cynthia A. Williams, BUSINESS ORGANIZATIONS: CASES, PROBLEMS, AND CASE STUDIES (Wolters Kluwer/Aspen Press 3d.ed. 2012) and accompanying Teacher's Manual.

THE EMBEDDED FIRM: CORPORATE GOVERNANCE, LABOR, AND FINANCE CAPITALISM (Cynthia A. Williams & Peer Zumbansen, eds.) (Cambridge University Press, 2011).

D. Gordon Smith and Cynthia A. Williams, BUSINESS ORGANIZATIONS: CASES, PROBLEMS, AND CASE STUDIES (Aspen Press 2d.ed. 2008) and accompanying Teacher's Manual.

D. Gordon Smith and Cynthia A. Williams, BUSINESS ORGANIZATIONS: CASES, PROBLEMS, AND CASE STUDIES (Aspen Press 2004) and accompanying Teacher's Manual.

Book Chapters:

Cynthia A. Williams, "Corporate Social Responsibility and Corporate Governance," in *Oxford Handbook of Corporate Law and Governance*, (Jeffrey Gordon and Georg Ringe, eds.) (Oxford University Press 2d. ed. forthcoming 2023).

Cynthia A. Williams, "For Whom is the Corporation Managed and What is its Purpose? A Stakeholder Perspective Based on the Law of Delaware," in *Research Handbook on Corporate Purpose and Personhood*, (Elizabeth Pollman and Robert Thompson, eds.) (Edward Elgar forthcoming 2022).

Cynthia A. Williams, "Comparative and Transnational Developments in Corporate Social Responsibility," in *Elgar Encyclopedia of Comparative Corporate Governance* (Afra Afsharipour & Martin Gelter, eds.) Edward Elgar 2021).

Cynthia A. Williams, "Stewardship Principles in Canada," in *Global Shareholder Stewardship: Complexities, Challenges and Possibilities* (Dionysia Katelouzou & Dan Puchniak, eds.) (Cambridge University Press 2021).

Cynthia A. Williams, "Corporate Social Responsibility and the Embedded Firm: A Critical Reappraisal," in *Oxford Handbook of the Corporation*, (Thomas Clarke, Justin O'Brien and Charles O'Kelley, eds.) (Oxford University Press 2019).

Cynthia A. Williams, "Corporate Social Responsibility and Corporate Governance," in *Oxford Handbook of Corporate Law and Governance*, (Jeffrey Gordon and Georg Ringe, eds.) (Oxford University Press 2018).

Cynthia A. Williams and John M. Conley, "Reforming the Culture of Banking," in *Responsible Investment Banking* (Karen Wendt, ed.) (Springer 2015).

Cynthia A. Williams, "Comparative Corporate Responsibility," in *Elgar Encyclopedia of Comparative Law* (2d ed. 2012) (Jan M. Smits, ed.).

Saule Omarova, Cynthia A. Williams, John M. Conley and Lissa Broome, "U.S. Case Study on Banking Deregulation," in *Banking Systems in the Crisis: The Faces of Liberal Capitalism* (Sue Konzelmann & Marc Fovargue-Davis, eds.) (Routledge 2012).

Blair, M.M., Williams, C.A. & Lin, L.-W., "The Roles of Standardization, Certification, and Assurance Services in Global Commerce," in *Corporate Social Responsibility and Corporate Governance: The Contribution of Economic Theory and Related Disciplines* (Sacconi, Blair, Freeman & Vercelli, eds.) (Palgrave Press 2011).

Increasing Corporate Social Responsibility through Stakeholder Value Internalization (and the Catalyzing Effect of New Governance): An Application of Organizational Justice, Self-Determination and Social Influence Theories (with Deborah E. Rupp and Ruth V. Aguilera), in *Managerial Ethics: Managing the Psychology of Morality* (Marshall Schminke, editor) (Routledge Press/Psychology 2011).

Corporate Social Responsibility in a Comparative Perspective (with Ruth V. Aguilera), in *Oxford Handbook of Corporate Social Responsibility* (Andrew Crane, Abigail McWilliams, Dirk Matten, Jeremy Moon and Donald Siegel, eds.) (Oxford University Press) (2008).

"Current Litigation Challenging Voter Registration Procedures," in FRANCES FOX PIVEN & RICHARD A. CLOWARD, *WHY AMERICANS DON'T VOTE* (Pantheon Books 1988).

Edited Special Issue:

Editorial: Corporate Social Responsibility and Corporate Governance: Comparative Perspectives, with Timothy M. Devinney & Joachim Schwalbach, 21(5) *CORP. GOV.: AN INT'L REV.* 413 (2013).

Journal Articles:

"Fiduciary Duties and Corporate Climate Responsibility," 74 *VAND. L. REV.* 1875 (2021) (invited submission).

"ESG and Climate Change Blind Spots: Turning the Corner on SEC Disclosure," (with Donna M. Nagy), *TEXAS L. REV.* (2021) (invited submission).

Reprinted in 2022 *SECURITIES LAW REVIEW* § 3.1 (Donald C. Langevoort, ed.)(West Publishing)

"Can Soft Regulation Prevent Financial Crises? The Dutch Central Bank's Supervision of Behavior and Culture," (with John M. Conley, Lodewijk Smeehuijzen, and Deborah E. Rupp), 51 *CORN. INT'L L.J.* 773 (2019).

"The Global Reporting Initiative, Transnational Corporate Accountability, and Global Regulatory Counter-Currents," 1 *U.C. IRVINE J. OF INTERNATIONAL, TRANSNATIONAL, AND COMPARATIVE LAW* 67 (2017) (invited submission).

"The Emerging Personality of the American Corporation," 50 *U. TULSA L. REV.* 533 (2015) (book review)(invited submission).

"The Social Reform of Banking," (with John M. Conley), 39(3) *J. CORP. LAW* 459 (2014).

"Trends in the Social [Ir]responsibility of American Multinational Corporations: Increased Power, Diminished Accountability," (with John M. Conley), 25 *FORDHAM ENVIR. L. REV.* 46 (2013) (invited submission).

"Law and Finance:" Incomplete, Inaccurate, and Important (with Ruth V. Aguilera), 2009 *B.Y. U. L. REV.* 1413 (invited submission).

The New Role for Assurance Services in Global Commerce (with Margaret M. Blair and Li-Wen Lin), 33 *J. CORP. L.* 325 (2008).

Reprinted in 49 *CORP. PRACTICE COMMENTATOR* (2008) (Robert B. Thompson, ed.).

Reprinted in *GLOBAL GOVERNANCE* (Axel Marx & Jan Wouters, eds.) (Edward Elgar Publishing, Ltd. 2017)

Triumph or Tragedy? The Curious Path of Corporate Disclosure Reform in the UK (with John M. Conley), 31:2 WILLIAM & MARY ENV. L.J. (2007) (invited submission).

Icarus on Steroids: A Review of Icarus in the Boardroom by David Skeel, 94 GEO. L. J. 1197 (2006) (invited submission).

A Tale of Two Trajectories, 75 FORD. L. REV. 1629 (2006) (H.L.A. Hart applied to corporate law) (invited submission).

Engage, Embed and Embellish: The Theory and Practice of Corporate Social Responsibility (with John M. Conley), 31 J. CORP. L. 1 (2005).

Is There a Fiduciary Duty to Consider Human Rights? (with John M. Conley), 74 U. CINN. L. REV. 75 (2005) (invited submission).

An Emerging Third Way? The Erosion of the Anglo-American Shareholder Value Construct (with John M. Conley), 38 CORNELL INT'L L.J. 493 (2005).

Reprinted in 47 CORP. PRACTICE COMMENTATOR (2006) (Robert B. Thompson, ed.).

Civil Society Initiatives and the Making of "Soft Law" in the Oil and Gas Industry, 36 N.Y.U. J. OF LAW AND INT'L POLITICS 457 (2004) (symposium issue).

Corporate Social Responsibility in an Era of Economic Globalization, 35 U. C. DAVIS L. REV. 705 (2002) (invited submission).

Reprinted in Thomas W. Joo, CORPORATE GOVERNANCE: LAW, THEORY AND POLICY (Carolina Academic Press 2004) and (Carolina Academic Press 2d ed. 2008).

Codes of Conduct and Transparency: Text of Remarks, 24 HASTINGS INT'L AND COMPARATIVE L. REV. 415 (2001) (invited submission).

The Securities and Exchange Commission and Corporate Social Transparency, 112 HARV. L. REV. 1197 (1999).

Reprinted in 32 SECURITIES LAW REVIEW 2000 (Donald C. Langevoort, ed.).

Awarded recognition by Corporate Practice Commentator as one of the ten best corporate or securities articles published in 1999 based on survey of U.S. corporate and securities law professors.

Don't Ask, Just Tell: Insider Trading after United States v. O'Hagan (with Richard Painter and Kimberly Krawiec), 84 VA. L. REV. 153 (1998).

Corporate Compliance with the Law in the Era of Efficiency, 76 N. C. L. REV. 1266 (1998).

Note, *Jury Source Representativeness and the Use of Voter Registration Lists*, 65 N.Y.U. L. REV. 590 (1990).
Reprinted in 14 CRIM. L. REV. 361 (1992).

Peer-Reviewed Journal Articles:

The Efficacy of Regulation as a Function of Psychological Fit (with Deborah E. Rupp), 12 THEORETICAL INQUIRIES IN LAW 581 (2011).

Global Banks as Global Sustainability Regulators: The Equator Principles (with John M. Conley), 33:4 J. L. & POLICY REV. 542 (2011).

The Intellectual Foundations of the Global Financial Crisis: Analysis and Proposals for Reform (with Frank Jan De Graaf), 32(2) UNIV. NEW SOUTH WALES L. J. 390-415 (2009).

Putting the “S” Back in CSR: A Multi-Level Theory of Corporate Social Responsibility (with Ruth V. Aguilera, Deborah E. Rupp, and Jyoti Ganapathi), 32:3 ACAD. OF MGMT. REV. 836-863 (2007).

Awarded Best Paper Prize by Sir. Adrian Cadbury at the University of Birmingham International Conference on Corporate Governance, 2005.

Recognized in 2014 by Emerald Group Publishing Ltd. as one of the top 35 management, business and economics articles, 2005-2009 (883 citations as of 1 June 2014).

Corporate Governance and Social Responsibility: A Comparative Analysis of the UK and the US, (with Ruth V. Aguilera, John M. Conley and Deborah E. Rupp), 14 CORP. GOV.: AN INT’L. REV. 147-158 (2006).

Awarded recognition in 2011 as one of the top ten downloaded CGIR papers of the previous decade.

Employee Reactions to Corporate Social Responsibility: An Organizational Justice Framework (with Ruth V. Aguilera, Deborah E. Rupp, and Jyoti Ganapathi), 27 JOURNAL OF ORGANIZATIONAL BEHAVIOR 537(2006).

Research Note: An Emerging Third Way? The Erosion of the Anglo-American Shareholder Value Theory (with John M. Conley), Vol.3:3 NEW ACADEMY REV. 96 (2004).

N. Kalderon and C.A. Williams, “Extracellular Proteolysis: Developmentally Regulated Activity During Chick Spinal Cord Histogenesis.” Developmental Brain Research, Elsevier Press January 1986. Pp. 1-9.

Public Policy Contributions:

Jill E. Fisch, George S. Georgiev, Donna M. Nagy, and Cynthia A. Williams, *Comment Letter of Securities Law Scholars on the SEC’s Authority to Pursue Climate Related Disclosure*, June 6, 2022, on behalf of ourselves and 26 other securities law professors, available at <https://ssrn.com/abstract=4129614>.

Sarah Barker, Cynthia Williams, and Alex Cooper, *Fiduciary Duties and Climate Change in the United States*, Oct. 20, 2021, available at <https://ccli.ubc.ca/resource/fiduciary-duties-and-climate-change-in-the-united-states/>.

Jill E. Fisch, Donna M. Nagy, Cynthia A. Williams and Other Securities Law Professors, *Comment Letter for the SEC Regarding Expanded Climate Disclosure*, June 11, 2021, on behalf of ourselves and 16 other securities law professors, available at <https://www.sec.gov/comments/climate-disclosure/ccli12-8911728-244385.pdf>.

'Troubling Incrementalism?' Is the Canadian Pension Plan Fund Doing Enough to Advance the Transition to a Low-carbon Economy?, Canada Climate Law Initiative, Sept. 18, 2020, available at <https://ccli.ubc.ca/publications>.

Time to Act: Response to Questions Posed by the Expert Panel on Sustainable Finance on Fiduciary Obligation and Effective Climate-Related Financial Disclosures, (with Janis Sarra), Canada Climate Law Initiative, March 6, 2019, available at https://papers.ssrn.com/sol3/papers.cfm?abstract_id=3335530.

Primary author of Petition to the Securities and Exchange Commission: *Request for rulemaking on environmental, social, and governance (ESG) disclosure*, (with Jill E. Fisch), File 4-730, Oct. 1, 2018, available at <https://www.sec.gov/rules/petitions.shtml>.

Disclosure of Information Concerning Climate Change: Directors' Liability Risks and Opportunities, Canada Climate Law Initiative, Canada, April 7, 2018.

Directors' Liability and Climate Risk: Canada Paper (with Janis Sarra), Commonwealth Climate and Law Initiative (CCLI), April 7, 2018.

Primary author of Center for International Environmental Law et al., *Comment Letter to the SEC in response to its Concept Release on Business and Financial Disclosure Required by Regulation S-K*, 81 F.R. 23915 (April 13, 2016), available at <https://www.sec.gov/comments/s7-06-16/s70616-252.pdf>.

The Economic Role of Finance: A Contribution to the Kay Review of U.K. Equity Markets and Long-Term Decision Making (with Keith L. Johnson and Frank Jan de Graaf), on behalf of the Network for Sustainable Financial Markets, Nov. 18, 2011.

Selected Recent Blog and other On-line Contributions:

Cynthia A. Williams, Robert G. Eccles, Alex Cooper, Christy O'Neil & Nathan Chael, *Review of Comments on SEC Climate Rulemaking*, Harvard Law School Forum on Corporate Governance, Nov. 23, 2022, <https://corpgov.law.harvard.edu/2022/11/23/review-of-comments-on-sec-climate-rulemaking/>.

Climate Change, West Virginia v. EPA, and the SEC's Distinctive Statutory Mandate (with Jill E. Fisch, George Georgiev, and Donna M. Nagy), ADMINISTRATIVE AND REGULATORY NEWS, VOL. 74(4), Aug. 2022, reprinted in COLUMBIA LAW SCHOOL BLUE SKY BLOG (Sept. 2022), <https://clsbluesky.law.columbia.edu/2022/09/06/climate-change-west-virginia-v-epa-and-the-secs-distinctive-statutory-mandate/>

The SEC's Authority to Pursue Climate-Related Disclosure (with Jill E. Fisch, George Georgiev, and Donna M. Nagy), Harvard Law School Forum on Corporate Governance, June 30, 2022, <https://corpgov.law.harvard.edu/2022/06/20/the-secs-authority-to-pursue-climate-related-disclosure/>.

Directors' Fiduciary Duties and Climate Change: Emerging Risks (with Sarah Barker, Alex Cooper, Robert Eccles, and Ellie Mulholland), Harvard Law School Forum on Corporate Governance, Dec. 8, 2021, <https://corpgov.law.harvard.edu/2021/12/08/directors-fiduciary-duties-and-climate-change-emerging-risks/>.

What the Shell Judgment Means for U.S. Directors (with Sarah Barker, Alex Cooper, Robert Eccles, and Ellie Mulholland), Harvard Law School Forum on Corporate Governance, July 22, 2021, <https://corpgov.law.harvard.edu/2021/07/22/what-the-shell-judgment-means-for-us-directors/>.

Comment Letter: Fiduciary Duty Guidance for Proxy Voting Reform (with Keith Johnson and Susan Gary), Harvard Law School Forum on Corporate Governance, Nov. 27, 2018, <https://corpgov.law.harvard.edu/2018/11/27/comment-letter-fiduciary-duty-guidance-for-proxy-voting-reform/>.

Petition to the SEC for Rulemaking on Environmental, Social, and Governance (ESG) Disclosure (with Jill E. Fisch), Harvard Law School Forum on Corporate Governance, Oct. 9, 2018, <https://corpgov.law.harvard.edu/2018/10/09/petition-to-sec-for-rulemaking-on-environmental-social-and-governance-esg-disclosure/>

Climate-Related Disclosures and TCFD Recommendations (with Ellie Mulholland), Harvard Law School Forum on Corporate Governance, Sept. 2, 2018, <https://corpgov.law.harvard.edu/2018/09/02/climate-related-disclosures-and-tcfd-recommendations/>

Other Publications:

Using CR Language to Shape and Control (with John M. Conley), in *Corporate Responsibility: A United State?* published by Context, a CSR Consultancy in London, England, 2004.

The Future of Social Reporting Is on the Line, *The Corporate Citizen*, Vol. 3, Issue 3, 2003 (with Adam M. Kanzer)(this article was a revision of the Business Ethics article, below)(The Corporate Citizen is a publication of the Corporate Citizenship Research Unit, Deakin University, Australia)

The Future of Social Reporting Is on the Line, *Business Ethics Magazine*, June 2003 (with Adam M. Kanzer)

Interview, *Corporate Crime Reporter*, Feb. 2001 (seven-page interview)

Congress Intended Disclosure (one of six views presented on the topic "Should the SEC require Environmental Disclosure in the Public Interest?"), *The Environmental Forum*, Volume 16, No. 3 (May/June 1999) (publication of the Environmental Law Institute).

CONFERENCES ORGANIZED

Principal organizer, *Capital Markets and Corporate Governance: Pressures to Think Short-Term?* The University Club, Chicago, IL, April 24 and 25, 2006. Conference drawing together academics from England and the United States and capital market participants and SRI investors from Canada, England and the United States, to examine institutional features of the capital markets that create short-term pressures on companies' management that may undermine the long-term health of companies, as well as features of accounting and securities disclosure that may insufficiently account for and price longer-term risk in the markets.

Co-organizer with Prof. Tom Ginsburg, Second Annual Conference on the Role of Law in Economic Development, organized between Sun Yat-Sen University School of Law in Guangzhou, China and the University of Illinois College of Law, to be held at the University of Illinois College of Law March 7 and 8, 2007.

Co-organizer with Prof. Peer Zumbansen, Third Comparative Research in Law and Political Economy Conference, Corporations in the Knowledge Economy: The Learning Firm, Osgoode Hall Law School, March 20 and 21, 2008.

Co-organizer with Prof. Peer Zumbansen, Seventh Comparative Research in Law and Political Economy Conference, A Conversation about Approaches and Methodologies, Osgoode Hall Law School, May 2-3, 2014.

Co-organizer with Prof. Margaret Beare and Prof. Ron Atkey, International Conference on Corruption and Special Issue, Osgoode Hall Law Journal, Osgoode Hall Law School, Nov. 6-7, 2014.

Co-organizer with Prof. Sara Slinn and Simon Archer, A Critical Appraisal of Pension Funds in the Era of Financialized Capitalism, Osgoode Hall Law School, January 15, 2016.

Principal organizer, Commonwealth Climate and Law Initiative (CCLI) Conference: Directors' Duties in Light of Climate Change, October 20, 2017 (Toronto, Ontario).

PROFESSIONAL ACTIVITIES

Commissions, study groups and law reform efforts

Co-Principal Investigator for Canada with Prof. Janis Sarra (UBC) of the Commonwealth Climate and Law Initiative (CCLI), August 2016 to present. Board Member, CCLI, as of March, 2021. CCLI is a research and advocacy initiative established by Dr. Ben Caldecott, Director of the Sustainable Finance Programme of the Smith School of Enterprise and the Environment, Oxford University; the Prince's Accounting for Sustainability (A4S); Alice Garton, ClientEarth; and Sarah Barker, Partner, and Head of Climate Governance, MinterEllison, Australia. CCLI evaluates officers,' directors,' and pension fund trustees' obligations to consider and include climate change in strategy, oversight, and portfolio construction as part of their fiduciary obligations, and evaluates required and voluntary disclosure of climate-related financially-material information according to securities laws and regulations, as well as according to the FSB's Task Force on Climate-Related Financial Disclosures (TCFD). Research available at: <http://www.ccli.ouce.ox.ac.uk> or www.ccli.ubc.ca.

Invited expert for the Center for American Progress. Meeting to discuss the SEC's potential expanded climate and ESG Disclosure. March 2021 (virtual).

Invited expert for the Center for American Progress. Meeting to discuss the SEC's Concept Release on Regulation SK and potential for required sustainability disclosure. June 2016.

Member, U.S. Environmental Protection Agency's Environmental Finance Advisory Board, April 2012 to June, 2015.

Co-founder and Board Member, the Climate Bond Initiative, <http://www.climatebonds.net>. April 2009 to present. London-based non-profit incorporated to develop the financial architecture, including standards, for an asset class called "Climate Bonds" to fund the transition to a low-carbon economy.

Co-founder and member of the Board of Directors, the Network for Sustainable Financial Markets, <http://www.sustainablefinancialmarkets.net>, April 2008 to January 2014. International, non-partisan collaboration between academics and financial market participants developing White Papers and proposals for policy reform to advance the interests of long-term shareholders such as pension fund beneficiaries and other corporate stakeholders. Responsible for significant work on the fiduciary duties of pension fund trustees.

Member/Scholar, The Center for Progressive Reform, 2005 to 2010. Co-organizer, 2007 CPR project to evaluate the constitutional position of corporations in the United States, and organizer of conference at the University of North Carolina. The Center for Progressive Reform is a virtual think-tank of law professors working in the fields of environmental law, health and safety regulation, and corporate accountability and liability.

Consultant (unpaid) to the attorney for the Environmental Defense Fund responsible for the CERES Petition to the SEC for Interpretive Guidance on Climate Risk Disclosure submitted September 18, 2007, available at <http://www.sec.gov/rules/petitions/2007/petn4-547.pdf>. Extensive consultation with the attorney responsible for drafting the petition to develop the specific bases in securities regulations for which interpretive guidance was being sought. This petition (renewed twice) was ultimately successful, and the SEC issued the interpretive guidance that had been sought, in 2010, to clarify what climate risks public reporting companies must disclose.

Academic Advisory Committee, Institute for Responsible Investment, Center for Corporate Citizenship, Boston College, April 2004 to 2009.

Expert, General Accounting Office Study of Environmental Disclosure in the Capital Markets, January 2004 to April 2004.

Member, Global Corporate Social Responsibility Multistakeholder Dialogue, Kenan Institute for Private Enterprise, Washington Office, September 2002 to July 2003.

Consultant (unpaid) to the United States Commission on International Religious Freedom, consulting on capital markets approaches to promote international religious freedom, October, 2000 through May, 2001. The Commission, Chaired by Elliott R. Abrams, ultimately recommended greater disclosure of both U.S. and foreign companies' involvement in commercial activities in countries identified by the U.S. State Department as violators of individuals' rights to religious freedom.

Steering Committee Member, Corporate Sunshine Working Group, January 2000 to 2007. Coalition of socially responsible investment mutual fund managers, environmental organizations, and labor organizations advocating to the SEC for greater corporate disclosure of social and environmental information.

U.S. Supreme Court Litigation

Primary author, Brief *Amicus Curiae* of Domini Social Investments LLC, KLD Research & Analytics, Inc., and Harrington Investments, Inc., in Support of Respondent, in *Nike Inc. v. Kasky*, No. 02-575 (2003)(case involving corporate speech rights; our brief argued to uphold the standard of the California Supreme Court for what constitutes “commercial speech” and its proper protection under the First Amendment to the U.S. Constitution only if not deceptive).

Co-author, Brief *Amicus Curiae* Law Professors and Counsel in Support of Respondent, in *United States of America v. O’Hagan*, 117 S. Ct. 2199 (1997)(case establishing misappropriation theory of insider trading; our brief argued that the Court should not adopt the misappropriation theory).

PRESENTATIONS AND CONFERENCES

International

Monash University in Prato, Italy, Presentation “Private Climate Governance Promise and Perils,” as part of a conference organized by Monash University, Vanderbilt Law School, and King’s College, England, July 21, 2023.

McGill University Faculty of Law, Sustainable Growth Initiative, Presentation “Politics and the Limits of Private Climate Governance,” March 8, 2023.

C.D. Howe Policy Institute, Toronto, Canada, Presentation “International Developments: Climate Disclosure,” presentation as part of a panel on pension trustees’ fiduciary obligations regarding climate change, Feb. 7, 2023.

Ceres Canada, Presentation as part of a panel to Canadian asset managers, “Asset Managers’ Net Zero Commitments and Implications for Pooled Funds,” Nov. 23, 2022.

Osgoode Professional Development, Presentation as part of a panel to Ontario Securities Commission staff on “International Developments in Climate and ESG Disclosure,” Nov. 9, 2022.

International Bar Association Annual Meeting, Presentation as part of a panel on “Global Trends in Climate Litigation,” Nov. 1, 2022.

University of Padova Law Faculty Summer School, Presentation on Corporate Social Responsibility: Context and Challenges, Sept. 26, 2022.

McGill University Faculty of Law, Business Law Colloquium, “Fiduciary Duty and Sustainability,” Oct. 25, 2021.

International Corporate Governance Society, The University of Groningen, Plenary Panel, “Shareholders and Disruption: Climate and ESG,” Oct. 10, 2021.

COFRA Holdings, Amsterdam, the Netherlands, “Fiduciary Duty, Sustainability, and Shareholders,” Oct. 6,

2021.

Canada Climate Law Initiative, Toronto and British Columbia, Canada, “Troubling Incrementalism: Is the Canada Pension Plan Fund Doing Enough to Advance the Transition to a Low-carbon economy,” Sept. 18, 2020 (virtual).

C.D.Howe Institute, Toronto, Canada, “The Importance of Mandatory Corporate Climate Disclosure,” presentation as part of a special policy seminar, Supporting Canada’s Transition to a Green Economy, Dec. 17, 2019.

Reporting 3.0 Annual Conference, Rotterdam, The Netherlands, “Disclosure of Climate-related Financial Information: What Effects?,” June 17, 2019.

University of Groningen, the Netherlands, “Climate Change and Corporate Governance,” presentation as part of the Conference on Private Law and Sustainable Finance, Dec. 9, 2019.

Oxford University, Launch of *The Oxford University Handbook of Corporate Governance*, Jeffrey Gordon and Wolf-Georg Ringe, editors, *Discussant for Simon Deakin*, April 9, 2018.

The Peter A. Allard School of Law, University of British Columbia, “The Task Force on Climate Related Financial Disclosures: What Can Be Expected?” October 18, 2017.

The Netherlands Institute for Law and Governance Annual Conference, “Reforming Culture and Behavior in Finance: The DNB,” presentation as part of the conference Law and Governance in a Crisis-Ridden European Union, Nov. 18, 2016.

LaTrobe University, Melbourne, Australia, “New Regulatory Initiatives: Can Culture be ‘Regulated?’,” Skype presentation as part of the conference Regulating Culture in Financial Institutions, Dec. 15, 2015 (virtual)

University of Groningen Faculty of Law, Groningen, the Netherlands, Centre for the Study of Financial Regulation, “Fixing Finance 2.0: Addressing Corporate Culture,” Nov. 20, 2015

Society for the Advancement of Socio-Economics (SASE), Annual Conference, London School of Economics, “The Social Reform of Banking,” July 3, 2015

Singapore Management University Centre for Cross-Border Commercial Law in Asia, Singapore, “International Financial Law in Context,” presentation as part of the conference The Future of Banking and Financial Services Regulation and Implications for Asia and ASEAN, Feb. 27, 2015.

The Free University (VU), Amsterdam, the Netherlands, “The Social Reform of Banking,” presentation to VU faculty and staff members of the Dutch Central Bank, Oct. 10, 2014.

The Goethe University, Frankfurt Am Main, Germany, “Cultural Issues in Too Big to Fail Banks,” presentation as part of a book launch for Responsible Investment Banking, Springer Press 2015 (Karen Wendt, ed.), Oct. 8, 2014.

Comparative Research in Law and Political Economy Conference, Osgoode Hall Law School, “Does it Take a Theory to Beat a Theory?,” presented as part of the conference A Conversation about Approaches and Methodologies, May 2, 2014.

The Association of Business in Society, Annual Conference, Nyenrode University, the Netherlands, “Reforming the Culture of Banking,” Oct. 10, 2013, and Plenary Panel Participant, “Shareholder v. Stakeholder Value Maximization,” Oct. 11, 2013.

The University of Utrecht School of Law, “The Social Reform of Finance,” presented as part of the Utrecht/Cambridge University conference Interdisciplinary Perspectives on Financial Reform, April 24-25, 2013.

The University of Frankfurt, “The Equator Principles at Ten: Global Banks as Global Sustainability Regulators?” presented as part of the conference The Equator Principles at Ten, March 15, 2013.

European University Institute, Florence, Italy, “The Equator Principles: Accountability, Legitimacy, Challenge,” presented as part of the Hague Institute on International Law Project on Transnational Private Governance Regimes, Nov. 18, 2012.

The University of Ferrara, Ferrara, Italy, “The Social Roles of Finance,” presented as part of the Conference on Financial Reform in the European Union, Nov. 14, 2012.

Humboldt University School of Management, Berlin, Germany, Conference for the Special Issue of Corporate Governance: An International Review on Corporate Social Responsibility, Oct. 4-5, 2012.

University College, London, UK, “The Social Roles of Finance,” Conference on the Future of Finance and Capital Markets, organized by the Adolf Berle Center at the University of Seattle, June 14-15, 2012.

The University of New South Wales, Sydney, Australia, “The U.S. and Economic Reform,” presentation as part of a Conference on the Varieties of Liberalism, Sept. 13-14, 2011.

Society for the Advancement of Socio-Economics, Madrid, Spain, “Dodd-Frank Reform Act of 2010: Contradictions at the Core,” Part of a panel Varieties of Liberalism, June 23-25, 2011.

European University Institute, Florence, Italy, “The International Finance Corporation and the Equator Principles: Constructing a Human Rights Regime,” presented as part of the Transnational Business Governance Interactions Conference, May 23-24, 2011.

University of British Columbia, Vancouver, Canada, “Reflections on Corporate Responsibility in America and Among American Firms,” presented as part of the Corporate Social Responsibility in the Pacific Rim Conference, April 14-15, 2011.

University of British Columbia, Vancouver, Canada, “The Dodd-Frank Financial Reform and Consumer Protection Act of 2010: Comments on the Relationship between State and Market,” presented as part of the national Centre for Business Law Conference on Banks, Markets and Regulation, March 22-23, 2011.

Committee on Workers' Capital, Amsterdam, the Netherlands, "Global Trends in Corporate Governance," presented as part of the Committee and Trade Union Advisory Committee's Annual Meeting November 4, 2010.

University College, Dublin, Dublin, Ireland. "The Efficacy of Regulation as a Function of Psychological Fit," presented as part of the European Consortium of Political Research Standing Group on Regulatory Governance Biennial conference, June 17-18, 2010.

Tel Aviv University, Cegla Center for Interdisciplinary Research of the Law, invited participant for a multidisciplinary workshop, "Mapping the Hard Law/Soft Law Terrain: Labor & Environmental Protection in Corporate codes and Public-Private Initiatives," June 2-3, 2010.

Invited expert, Consultation to U.N. Special Representative on Corporations and International Human Rights Prof. John Ruggie, Corporate and Securities Law Tools Related to the State Duty to Protect Human Rights, Nov. 5-6, 2009.

University of British Columbia, Vancouver, Canada. "Global Banks as Global Regulators," presented as part of a Conference on New Governance and the Business Corporation, June 2009.

University of Alberta, Calgary, Canada. "Canada's Proposal for a Federal Securities Regulator: An Analysis," invited presentation by the Constitutional Law Program, January 2009.

University of British Columbia National Centre for Business Law, Vancouver, Canada. "The Equator Principles: Lessons for Financial System Reform?," Invited presentation, March 31, 2008.

Humboldt University Institute of Management, Berlin, Germany, Third International Conference on Corporate Social Responsibility: Globalization and Corporate Social Responsibility, Conference presentation, "New Governance and Global Regulation," Oct. 8, 2008.

Kyung Hee University, Seoul, South Korea, Conference Presentation (Keynote), "The Corporate Responsibility Trend in Global Business," Presented as part of an International Business Law Conference, Nov. 30, 2007.

Osgoode Hall Law School, York University, Toronto, Canada, Paper presentation, "The Equator Principles: A Case Study in New Governance," Jan. 22, 2007.

The University of Toronto Law School, Conference keynote presentation, "Responsible Investment: Theory, Power, Promise," Presented as part of a conference on Responsible Investment, Jan. 19, 2007.

The University of Toronto Law School, Seminar presentation, "Corporate Directors' Fiduciary Obligations for Mitigating Human Rights Risk," Jan. 18, 2007.

Humboldt University Institute of Management, Berlin, Germany, Second International Conference on Corporate Social Responsibility: Globalization and Corporate Social Responsibility, Conference presentation, "Justice and Corporate Social Responsibility: A Social Exchange Model," Oct. 13, 2006.

Cambridge University Centre for Business Research, Conference presentation “Comparative corporate social responsibility,” presented as part of a conference on Innovation and Governance: Interdisciplinarity and Evidence-based policy, March 29-30, 2006.

Hongfan Institute of Law and Economics, Beijing, China, Conference presentation “Corporate Social Responsibility and Third-Party Assurance,” presented as part of a conference on Law and Development, Dec.9, 2005.

Sun Yat-Sen University School of Law, Guangzhou, China, Conference presentation “Assurance Services as a Substitute for Law in Global Commerce,” presented as part of a conference on The Role of Law in Economic Development: Implications for China, Dec. 5-6, 2005.

Cambridge University Faculty of Law, Cambridge, England, seminar presentation of “Corporate Responsibility and Corporate Governance: A Comparison of the UK and the US,” November 16, 2005.

Oxford University, Oxford, England: Center for the Environment, Conference presentation “Disclosure and Transparency in Corporate Governance,” presented as part of a conference The Impact of Non-Financial Rating Agencies on Corporate Behaviour, Nov. 15, 2005.

The Centre for Corporate Governance Research, Third International Conference on Corporate Governance, the University of Birmingham, Birmingham, England, presentation of “Putting the S Back in Corporate Social Responsibility: A Multi-level Theory of Social Change in Organizations,” July 4, 2005, awarded Best Paper Prize by Sir. Adrian Cadbury.

Oxford University, Oxford, England: School of Geography and the Environment and Said Business School: Conference presentation “Shareholder Engagement and Corporate Social Transparency,” presented as part of a conference Understanding Pension Fund Corporate Engagement in a Global Arena, Nov. 24-26, 2002.

Osgoode Hall Law School, Toronto, Canada: Conference presentation “Corporate Social Accountability as a Partial Solution to the Corporate Social Responsibility Dilemma,” presented as part of a conference on Corporate Citizens in Corporate Cultures: Restructuring and Reform, Sept. 13-14, 2002.

Socially Responsible Investors' Conference, Lake Louise, Canada, conference presentation on expanded social and environmental disclosure under the federal securities laws, Oct. 5, 1999.

Invited Lecturer, Northwest University, Xi'an, China, May 1998: Presented lectures to undergraduate and graduate law students on U.S. Constitutional Law; Corporate Law; and Securities Law. Presented paper on expanded social disclosure under the federal securities law to the Northwest University law faculty.

United States

Ohio State University School of Law, “CSR and its Contributions to Conscious Capitalism,” presentation as part of the Ohio State Business and Technology Law Journals’ Symposium on Conscious Capitalism, March 9, 2023.

University of Florida, Levin School of Law, Invited expert participant, Lynn LoPucki, host, “Standardized CSR Reporting,” Feb. 17, 2023.

University of Pennsylvania, Carey School of Law, Invited expert participant, Carey Coglianese, host, “Insurance Companies and Private Climate Governance,” Feb. 9, 2023 and Dec. 8, 2022

Indiana University, Maurer School of Law, “Private Climate Governance,” Nov. 7, 2022.

Securities and Exchange Commission’s Investors’ Advisory Committee, Presentation, “The SEC’s Climate Disclosure Proposal: Overview, Authority, and Responses to Challenges,” June 9, 2022.

University of Pennsylvania School of Law, Institute for Law and Economics Fall Corporate Roundtable, “Fiduciary Duties and Climate Change in the United States,” Dec. 10, 2021.

California Association of Public Retirement Systems, Virtual Trustees Roundtable, “Fiduciary Duty, Investors, and Climate Change,” Oct. 29, 2021 (virtual).

University of Texas Law Review and the Institute for Law and Economic Policy’s Symposium on Governance Wars: Contesting Power and Purpose in the 21st Century Corporation, “ESG and Climate Change Blind-Spots: Turning the Corner on SEC Disclosure” (presented with Donna Nagy), Jan. 29, 2021 (virtual).

Vanderbilt University Law School, “Agency Relationships and Corporate Responsibility,” presented as part of Vanderbilt University Conference in Honor of Margaret Blair, Nov. 13, 2020 (virtual).

University of Pennsylvania School of Law, “For Whom is the Corporation Managed and What is its Purpose? A Stakeholder Perspective Based on the Law of Delaware,” presented as part of University of Pennsylvania and Georgetown Law School Conference “Corporate Purpose and Personhood,” Sept. 25, 2020 (virtual).

American Association of Law Schools Annual Conference, Washington, D.C., “The Corporate Purpose in 2020: Trends and Implications,” Jan. 3, 2020.

The University of Pennsylvania School of Law, Institute for Law and Economics Fall Corporate Roundtable, “Why ESG Disclosure Should be Mandatory,” presented to PennLaw Institute for Law and Economics Annual Conference, Dec. 13, 2019.

New York University School of Law, “The Corporate Purpose in 2020,” presented as part of the NYU Institute for Corporate Governance and Finance Roundtable For Whom is the Corporation Managed, Dec. 6, 2019.

University of California, at Berkeley, “Corporate Governance and Climate Risk,” presented as part of the Berkeley Business in Society Institute Annual Conference, Oct. 11, 2019.

University of California, at Berkeley, “The Corporate Purpose in 2020,” faculty works-in-progress workshop, Oct. 10, 2019.

Harvard Law and Business Schools, Expert Discussion of Disclosure by Oil and Gas Companies of Climate-Related Risk, invited to participate, needed to decline, November 9, 2018.

Association of the Bar of New York City, Presentation to the Human Rights Commission of the Philippines, *Climate Change, Human Rights, and Directors' Fiduciary Obligations*, September 28, 2018.

University of Connecticut, Conference on Corporations and Human Rights, *Climate Change, Human Rights, and Directors' Fiduciary Obligations*, September 21, 2018.

Harvard Law School, Sustainability Accounting Standards Board and Materiality, June 19, 2017, invited to participate in expert discussion and present the overview of the materiality of sustainability information.

Berkeley Center for Law, Business and the Economy, Roundtable on Sustainability Reporting and Disclosure, June 15, 2017, invited to participate in expert discussion.

American Association of Law Schools Annual Meeting, Panelist, Corporations in the Gig Economy, Section on Business Organizations and Section on Comparative Law, January 4, 2017.

American Association of Law Schools Annual Meeting, Panel Organizer and Moderator, the SEC and Sustainability Disclosure, January 3, 2017.

University of Irvine School of Law, Irvine, California, "The Global Reporting Initiative as a Transnational Legal Order," presentation as part of the conference Transnational Legal Orders, May 13-14, 2015.

The Kennedy School, Harvard University, Roundtable, "Fiduciary Duty in Support of Responsible Investment: Has an Inflection Point Arrived?" January 14, 2015.

American Association of Law Schools Annual Conference, "Transnational Economic Law and Governance," Panel Presentation, January 4, 2015.

American Society for International Law, "Project Finance: Social Standards and Emerging Regimes," presented as part of a panel on Infrastructure Finance in a Multi-Polar World, April 5, 2013.

The Wharton School of Business, The University of Pennsylvania, and Aspen Institute, presentation "Pressures to Act for Short-Term Gains," as part of a panel in a conference on Challenges to Shareholder Primacy, Nov. 1-2, 2012.

Society for the Advancement of Socio-Economics, Annual Conference at Massachusetts Institute of Technology, Featured Presentation of "The Embedded Firm: Labor, Corporate Governance and Finance Capitalism (book edited with Peer Zumbansen) (Cambridge University Press), June 28-30, 2012.

University of Iowa, "Dodd-Frank Financial Reform Act of 2010: Reflections on the Relationship between State and Market," presented as part of a Conference on Re-Regulation, February 18-19, 2011.

New York University, "Reflections on Corporate Responsibility in America and Among American Firms," presented as part of a Conference on the Corporate as a Positive Social Actor, February 4, 2011.

Seattle University, "Mergers and Acquisitions: An Agency Cost Analysis," presented as part of the Inaugural

Adolf A. Berle, Jr. Conference Center, February 19-20, 2010.

Georgetown University, “Global Banks as Global Regulators: The Equator Principles,” presented as part of a Conference on Corporate Social Responsibility, November 9, 2009.

Society for Industrial and Organizational Psychology Annual Conference in New Orleans, Louisiana, Speech “Corporate Social Responsibility as New Governance,” April 3, 2009.

Brigham Young University, “‘Law and Finance:’ Incomplete, Inaccurate, and Important,” presented as part of a Conference on Law and Finance, February 13, 2009.

Vanderbilt University, “Global Banks and the Financial Supply Chain,” presented as part of a Conference on Supply Chains: Legal and Management Issues, October 30, 2008.

Brooklyn Law School, Conference Presentation, “The Surprising Potential of Corporate Law to Advance International Human Rights,” Presented as part of a Conference on Corporate Accountability for Grave Human Rights Violations, November 16, 2007.

Northwestern University School of Law and Katholieke Universiteit Leuven Faculty of Law, Conference Presentation, “What Role is There for ‘Soft Law?’” Presented as part of a Symposium on Corporate Human Rights Responsibility, October 25, 2007.

Vanderbilt University School of Law, Roundtable discussion of The Equator Principles: Global Regulation by Global Banks, interdisciplinary conference of law and business faculty to discuss works in progress, October 12, 2007.

The University of North Carolina, Paper presentation, “The Role of Assurance Services in Global Commerce,” March 2, 2007.

Georgetown University Center for Environmental Law and Policy, Conference presentation “Theories of Corporate Liability related to Climate Change,” Presented as part of a conference on Litigation and Climate Change, Nov. 9, 2006.

University of Michigan Business School, Paper presentation, “Third-Party Assurance as a Substitute for Law in Global Commerce,” Nov. 3, 2006.

American Branch of the International Law Association, International Law Weekend 2006, Conference presentation, “Harmonizing Disclosure Standards Across International Capital Markets and corporate Governance Across Nations,” Oct. 28, 2006.

Chicago-Kent College of Law, Illinois Institute of Technology, Paper presentation, “Third-Party Assurance as a Substitute for Law in Global Commerce,” Oct. 20, 2006.

International Bar Association Annual Meeting, Conference presentation, “Is the U.S. the Market Leader in CSR?,” Sept. 21, 2006.

Law and Society Annual Meeting, Conference presentation, “Corporate Social Responsibility as Quasi-Regulation,” July 7, 2006.

University of Illinois College of Law, Conference presentation, Introduction to conference on Capital Markets and Corporate Governance: Pressures to Think Short-Term? April 24-25, 2006.

Widener University (Wilmington, Delaware campus), Presentation entitled “Mergers and Acquisitions: Agency Problem or Solution?” introduced by Chief Justice Myron Steele, Delaware Supreme Court, as part of a week spent as Corporate Scholar in Residence, April 17-21, 2006.

Fordham University School of Law, Conference presentation “A Tale of Two Trajectories,” presented as part of a conference on H.L.A. Hart’s jurisprudence, Feb. 9-10, 2006.

William and Mary College of Law, Conference keynote presentation “The Rise and Fall of Mandatory Environmental Disclosure in the U.K.,” presented as part of a conference on Corporate Governance and Environmental Management, Feb. 4, 2006.

The University of Minnesota College of Law, Presentation of “Engage, Embed and Embellish: The Theory and Practice of Corporate Social Responsibility,” October 7, 2005.

The Center for Corporate Law and the Urban Morgan Institute for Human Rights, Eighteenth Annual Corporate Law Symposium, University of Cincinnati College of Law, presentation of “Is there a Fiduciary Duty to Consider Human Rights?” February 18, 2005.

Coalition on Environmentally Responsive Economies (CERES) and California Public Employees Retirement Fund (CalPERS) Conference on Institutional Shareholders and Climate Risk, presentation of “Fiduciary Responsibilities of Pension Fund Trustees to Consider Climate Risk,” March 30, 2005.

Conference on the Ways and Means of Corporations, The University of California at Los Angeles, presentation of “An Emerging Third Way? The Erosion of the Anglo-American Value Construct,” January 28, 2005.

Law and Society: Discussant, panel discussing Lynne Dallas’ recent book *The Law and Socioeconomics of Corporations*, May 2004.

Boston College, Institute for Responsible Investment, Center for Corporate Citizenship: “Mandatory Disclosure of Social and Environmental Information under Current SEC Regulations,” presented as part of a conference on mandatory versus voluntary corporate social disclosure, Apr. 21, 2004.

American Association of Law Schools: Conference presentation, “Nike v. Kasky and the Implications for Securities Regulation” presented as part of a panel on the implications of the Nike v. Kasky case on commercial speech doctrine, Jan. 6, 2004.

University of Illinois College of Law: Conference presentation “The Identification and Disclosure of Social Risk in France, the United Kingdom and the United States,” presented as part of a conference Identification of Risk in Law and Accountancy: A Comparative Perspective, Apr. 5, 2003.

New York University School of Law: Conference presentation “Civil Society Initiatives in the Oil and Gas Industry: A Model of “Soft-Law” Making, presented as part of a conference Oil and International Law: The Geopolitical Significance of Petroleum Corporations, Feb. 21, 2003.

George Washington University Law School-Sloan Retreat on Corporate Law and Corporate Social Responsibility: Commentator, June 24- 26, 2002.

The University of Colorado School of Law, Natural Resources Law Center, roundtable discussion of Corporate Disclosure of Environmental Risks, Mar. 12, 2001.

The University of Colorado School of Law, faculty presentation on Corporate Social Responsibility in a Globalizing Economy, Mar. 9, 2001.

Hastings College of Law Conference on Holding Multinational Corporation's Responsible under International Law, conference presentation, Corporate Social Transparency as One Solution to the Corporate Accountability Problem, Feb. 24, 2001.

Georgetown University Law Center, faculty presentation on Corporate Social Responsibility in a Globalizing Economy, Feb. 16, 2001.

Fordham, University School of Law, faculty presentation on Corporate Social Responsibility in a Globalizing Economy, Feb. 15, 2001.

The University of California at Davis, Daniel J. Dykstra Memorial Corporate Governance Symposium, conference presentation, Corporate Social Responsibility in an Era of Economic Globalization, Feb. 9, 2001.

The United States Commission on International Religious Freedom, presentation on capital markets approaches to promote international religious freedom, Oct. 25, 2000.

Northwestern University School of Law, faculty presentation on Corporate Social Transparency, Nov. 19, 1999.

George Washington University Law School, faculty presentation on Corporate Social Transparency, Oct. 21, 1999.

The University of Georgia Conference on Teaching Business Organizations, conference presentation, Incorporating Transactional Documents and Negotiations into the Basic Business Organizations Class, Oct. 16, 1999.

Society for the Advancement of Socio-Economics, conference presentation, The Securities and Exchange Commission and Corporate Social Transparency, July 10, 1999.

Congressional briefing on *The Securities and Exchange Commission and Corporate Social Transparency* arranged by Congressman Lane Evans, May 26, 1999.

Environmental Law Institute, moderated discussion of *The Securities and Exchange Commission and Corporate Social Transparency*, May 25, 1999.

Georgetown Conference on Corporate Theory, conference presentation, Expanded Social Disclosure under the Federal Securities Laws and the Team Production Model of the Corporation, March 5, 1999.

SERVICE TO COLLEGE AND UNIVERSITY

Osgoode Hall Law School

Academic Practice and Policies Committee: Member, 2016-2019; Chair, 2017-2018; 2018-2019
Appointments Committee: Member, 2014 to 2015
Dean's Merit Pay Advisory Committee: elected by the faculty: 2014 to 2015; 2016-2017
Library Committee: Chair, 2008-2009; Member, 2007-2008
Equality Committee: Co-Chair, 2014 to 2017
Graduate Studies Committee: Member, 2007-2009; 2013 to 2015; July 2018 to June 2021
Osgoode Hall Faculty Association Executive Committee: elected by the faculty: July 2016 to June 2018
Osgoode Venture Capital Clinical Project: Faculty Advisor, 2013 to 2015; 2016 to June 2021
Priorities and Finance Committee: Chair, 2013-2014
Tenure and Promotion Committee: July 2016 to June 2018; July 2020 to June 2021

York University

All University Pensions Group: Member, 2013 to 2015
Centre of Excellence in Responsible Business, Schulich School of Business, Member: 2013 to June 2021

Die Vrije Universiteit Amsterdam

Member, Academic Advisory Committee, International Business Law Masters Programs, 2021 to present
Member, *Ad Hoc Committee* to establish Climate Change Clinics, 2018 to present
Member, A4CL Climate Change Centre of Excellence, 2020 to present; Chair, Book Development Projects
Sub-Committee, 2022 to present

University of Illinois College of Law

Appointments Committee: 1999-2000; 2002-2003; 2003-2004; 2009-2010
Executive Committee (elected by the faculty): Academic year 2002-03; 2006-07; 2010-11; 2012-13
Faculty Academic Retreat: Co-Chair, 2009-2010
Lectures: Member 2004-2007
Library Committee: Member, 1996-1998
Technology Committee: Chair, 2010-2011
Tenure and Promotions Committee: Member, 2012-2013

University of Illinois at Urbana-Champaign

Gender Advisory Committee (Member, 2010-2012 term)
Licensing Advisory Committee (Member 2009-2013)

Faculty Senate (1996-1998)
Equality Committee (1997-1998)

OTHER EDUCATIONAL SERVICE

Tower Hill School, Wilmington, Delaware

Class Representative, 1996-1998, for the Class of 1973
Responsible for fundraising. Increased annual giving from 30% to over 50%

BAR ADMISSION

New York State, Eastern District, 1990 to present (currently inactive)