

# 4<sup>th</sup> Annual BYU Winter Deals Conference

March 10-11, 2022

Westgate Resort, Canyons Village, Park City, Utah

## Detailed Schedule

### Wednesday, March 9, 2022

7:00 p.m. - Informal Dinner, *Bear Ballroom*

### Thursday, March 10, 2022

7:00 a.m. – Breakfast, *Bison 5*

7:45 a.m. – Welcome, *Bison 5*

8:00 a.m. – Concurrent Panels Session One

Panel 1: Corporate Law and Governance I

*Bison 1*

Luca Enriques (Oxford), *Green Pills: Making Corporate Carbon Commitments Credible*

Jill Fisch (Penn), *Purpose Proposals*

Ed Rock (NYU), *Systemic Stewardship with Trade-Offs*

Panel 2: Mergers & Acquisitions

*Bison 2*

Afra Afsharipour (UC Davis), *Diversity, ESG, and the Board's Role in M&A*

Elisabeth de Fontenay (Duke), *The Value of M&A Drafting*

Holger Spamann (Harvard), *A Functional Look at Merger Votes and Litigation*

Panel 3: Financial Market Regulation I

*Bison 3*

Dan Awry (Cornell), *The Promise and Perils of Open Finance*

Robert P. Bartlett (UC Berkeley), Justin McCrary (Columbia) & Maureen O'Hara (Cornell), *The Market Inside the Market: Odd-Lot Quotes*

David Zaring (Wharton), *Who Should Be a Bank?*

9:30 a.m. – Concurrent Panels Session Two

Panel 1: Corporate Law and Governance II

*Bison 1*

Geeyoung Min (Michigan State), *Corporate Governance Webs*

Christina Sautter (LSU) & Sergio Alberto Gramitto Ricci (NYU), *Wireless Shareholder Meetings*  
Michael Simkovic (USC), *Natural Person Shareholder Voting*

Panel 2: Contract and Corporate Law Theory

*Bison 2*

Will Clayton (BYU), *Securities Regulation Sea Change*  
Ethan Leib (Fordham), *The Textual Canons in Contract Cases: A Preliminary Study*  
Megan Shaner (Oklahoma), *The Costs of Contractual Freedom*

Panel 3: Financial Market Regulation II

*Bison 3*

Patrick Corrigan (Notre Dame), *It's the Banks, Stupid*  
Julie Hill (Alabama), *Bank Access to Federal Reserve Accounts*  
Paolo Saguato (George Mason), *Meme Stock Clearing and Settlement*  
Yesha Yadav (Vanderbilt), *The Broken Bond Market*

Panel 4: Special Purpose Acquisition Companies

*Bison 4*

Minor Myers (Connecticut), *The Clumsy Corporate Law of SPACs*  
Emily Straus (Duke), *Suing SPACs*  
Andrew Tuch (WashU), *The Further Erosion of Investor Protection: Expanded Exemption, SPAC Mergers, and Direct Listings*

11:00 a.m. – Extended Break for Skiing and Other Activities

4:00 p.m. – Après ski break begins, *Bison 5*

5:00 p.m. – Spotlight Panels

Panel 1: Public Company M&A

*Bison 1 and 2*

Zohar Goshen (Columbia) & Reilly Steel (Princeton), *Barbarians Inside the Gates: Raiders, Activists, and the Risk of Mistargeting*  
Moderator: Gladriel Shobe (BYU)  
Panelists: Christine Hurt (BYU), Omari Scott Simmons (Wake Forest), Guhan Subramanian (Harvard)

Panel 2: Venture Capital/Private Equity

*Bison 3 and 4*

Elizabeth Pollman (Penn), *Startup Failure*  
Moderator: Will Clayton (BYU)  
Panelists: Adrian Broderick (WSGR), Abe Cable (UC-Hastings), Travis Nelson (K&E)

6:10 p.m. – Keynote Address, *Bison 1 and 2*

Chancellor Kathaleen McCormick, Delaware Court of Chancery

Moderator: Matt Jennejohn

Panelists: Matthew Davis (Potter Anderson), Ann Lipton (Tulane), Brad Sorrels (WSGR)

7:15 p.m. – Dinner, *Bear Ballroom*

## **Friday, March 11, 2022**

7:00 a.m. – Breakfast, *Bison 5*

8:00 a.m. – Concurrent Panels Session Three

Panel 1: Corporate Law and Governance III

*Bison 1*

Adriana Robertson (U Toronto), *Noisy Factors in Law*

Scott Hirst (Boston Univ.), *How Much Do Investors Care About Social Responsibility?*

Elisabeth de Fontenay (Duke) & Yaron Nili (Wisconsin), *Side Letter Governance*

Panel 2: Startups and Venture Capital

*Bison 2*

Anat Alon-Beck (Case Western), *Where Do Unicorns Incorporate?*

Jens Frankenreiter (WashU), Talia Gillis (Columbia) & Eric Talley (Columbia), *Sex and Startups*

Paige Wilson (Ohio), *Regional Venture Deals*

Panel 3: Tax, Corporate Structure, and Capital Markets

*Bison 3*

Jordan Barry (USC), *Tax and the Boundaries of the Firm*

Christine Kim (Utah), *Taxing Digital Platforms*

Abe Cable (UC Hastings), *Regulating Democratized Investing*

9:30 a.m. – Concurrent Panels Session Two

Panel 1: Corporate Law and Governance IV

*Bison 1*

Zachary Gubler (ASU), *The Neoclassical View of Corporate Fiduciary Duty Law*

Ann Lipton (Tulane), *Inside Out: New Challenges to the Internal Affairs Doctrine*

Alex Platt (Kansas), *Beyond Market Transparency: Investor Disclosure and Corporate Governance*

Panel 2: Corporate Law and Governance V

Bison 2

William Magnuson (Texas A&M), *The Failure of Market Efficiency*

Darren Rosenblum (McGill), *Exploring Rationales for LGBT Inclusion on Corporate Boards*

Omari Scott Simmons (Wake Forest), *Political Risk Management*

Panel 3: Contract Design and Innovation

Bison 3

Ken Ayotte (UC Berkeley) & Adam Badawi (UC Berkeley), *Evolutionary Learning in Complex Contracts*

Kristina Bishop (BYU), Matt Jennejohn (BYU), and Cree Jones (BYU): *The Diffusion of Contractual Innovations: Of Top Ups and "Telephone"*

John Coyle (North Carolina), *The Mystery of the Missing Choice of Law Clause*

Panel 4: Bankruptcy and Reorganization

Bison 4

Vince Buccola (Wharton), *The Loan Market Reaction to Dropdown and Uptier Transactions*

Brook Gotberg (BYU), *The Sound and the Fury: Bankruptcy Venue Reform*

Patrick Perkins (Ohio), *Saving the Small Businesses: Analyzing the Success of the Paycheck Protection Program and Why It Matters*

11:00 a.m. – Conference concludes