

WINTER DEALS

BYU LAW | GLOBAL BUSINESS
LAW PROGRAM

9-10
Mar
'23

**Business Aquisitions
& Mergers**



SCAN FOR ONLINE
SCHEDULE





5th Annual BYU Winter Deals Conference
 March 9-10, 2023
 Westgate Resort, Canyons Village, Park City, Utah

Wednesday, March 8, 2023

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

Thursday, March 9, 2023

7:00 a.m. Breakfast, Bison 5

7:45 a.m. Welcome, Bison 5

8:00 a.m. Concurrent Panels Session One

Bison 1

Panel 1: Shareholder Democracy

Caley Petrucci, Equal Treatment Agreements: Theory, Evidence, and Policy

Jill Fisch & Jeff Schwartz, Corporate Democracy and the Intermediary Voting Dilemma

Greg Shill, The Social Costs (and Benefits) of Dual Class Stock

Bison 3

Panel 3: Corporate Law & Governance I

Zach Gubler, Delaware's Internal Point of View

Minor Myers, The Fairness Problem in Corporate Law

Christine Kim, Taxing the Metaverse

Bison 2

Panel 2: ESG I

Zohar Goshen & Assaf Hamdani, Can Systematic Stewardship Reduce Carbon Emissions?

Elizabeth Pollman, The Making and Meaning of ESG

Marcel Kahan & Ed Rock, The Emergence of Welfarist Corporate Governance

Bison 4

Panel 4: Contract and Private Law

Farshad Ghodoosi & Tal Kastner, Contract Interpretation: A Macro View

Elisabeth de Fontenay, Committed Relationship? LBOs and the Rise of Direct Lending

Megan Shaner, Growing Tensions: Consumer Privacy and Corporate Law

9:30 a.m. Concurrent Panels Session Two

Bison 1

Panel 1: Transactional Design

Da Lin & Morgan Ricks, How Deals Die

Curtis Milhaupt & Zenichi Shishido, The Enduring Relevance of the Poison Pill: A US-Japan Comparative Analysis

Naveen Thomas, Mythical Adverse Effect

Bison 3

Panel 3: ESG II

Jill Fisch & Adriana Robertson, What's in a Name? ESG Mutual Funds and the SEC's Names Rule

Yaron Nili, Peer Group Governance

Paige Wilson, The Delaware Public Benefit Corporation: A Ten-Year Retrospective

Bison 2

Panel 2: Financial Regulation

Kate Judge & Dan Awrey, The Administrative State and Financial Regulation: The Case for Commissions

Chris Brummer, Yesha Yadav & David Zaring, Regulation by Enforcement

David Zaring, The Fed as Agent to Another Principal: Monetary Penalties 1997-2022

Bison 4

Panel 4: Corporate Law and Governance II

Nakita Cuttino, Private Debt for Public Good

Dhruv Aggarwal, Albert Choi & Yoon-Ho Alex Lee, Meme Corporate Governance

Anat Alon-Beck, Moran Ofir, John Livingstone, and Miriam Schwartz-Ziv, SPACs' Directors: Big Tech's New Approach to Skirting Antitrust

(continued)

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

Bison 1 and 2

Panel 1: Mergers & Acquisitions

Kristen Eichensehr & Cathy Hwang, National Security Creep in Corporate Transactions

Moderator: Gladriel Shobe (BYU)

Panelists: Naveen Thomas (NYU) and **David Zaring** (Wharton)

Bison 3 and 4

Panel 2: Private Equity

Will Clayton, High End Securities Regulation

Moderator: Jessica Lees (BYU)

Panelists: Brian Broughman (Vanderbilt) and **Elisabeth de Fontenay** (Duke)

6:10 p.m. Keynote Address

Bison 1 and 2

Vice Chancellor Lori Will, Delaware Court of Chancery

Moderator: Gordon Smith (BYU)

Panelists: Andy Cordo (WSGR), **Matthew Davis** (Potter Anderson), **Jill Fisch** (Penn)

KEYNOTE

Vice Chancellor Lori Will of the Delaware Court of Chancery.

The Court of Chancery is the leading adjudicator of corporate governance disputes in the United States, and its decisions inform corporate policy around the world. A former partner at Wilson Sonsini who joined the court in 2021, Vice Chancellor Will is a leading thinker on corporate law and governance.

7:15 p.m. Dinner, Bear Ballroom

*2023 Winter Deals Conference is generously supported by
Potter Anderson Corroon, PwC and Wilson Sonsini Goodrich & Rosati.*



Friday, March 10, 2023

7:00 a.m. Breakfast, Bison 5

8:00 a.m. Concurrent Panels Session Three

Bison 1

Panel 1: Venture Capital and Corporate Governance

Brian Broughman & Matthew T. Wansley, Risk-Seeking Governance

Andrew Jennings & Kim D. Krawiec, Vice Capital

Sergio Alberto Gramitto Ricci & Christina M. Sauter, Wireless Investors and Apathy Obsolescence

Bison 3

Panel 3: Corporate Law & Governance III

Geeyoung Min, Strategic Compliance

Sneha Pandya & Eric Talley, Debt Textualism and Creditor-on-Creditor Violence: A Modest Plea to Keep the Faith

Andrew Tuch, Reforming SPAC Regulation

Bison 2

Panel 2: ESG III

Zohar Goshen, Assaf Hamdani & Alex Raskolnikov, Poor ESG

Patrick Corrigan, Corporate Governance for Social Enterprises and the Stockholder Sellout Dilemma

Ann Lipton, Every Billionaire is a Policy Failure

Bison 4

Panel 4: Bankruptcy & Reorganization

Tony Casey & Josh Macey, In Defense of Chapter 11 for Mass Torts

Peter Conti-Brown & David Skeel, Bankruptcy and the Macroeconomy: A New Framework for Governmental Response to Economic Crises

Brook Gotberg & Annette Jarvis, Payment in Full: A Legislative Proposal for Non-Debtor Bankruptcy Injunctions

9:30 a.m. Concurrent Panels Session Two

Bison 1

Panel 1: Corporate Law and Governance IV

Charlie Korsmo, Woke Capital and the Ownership of Enterprise

Sergio Alberto Gramitto Ricci, The Vitruvian Shareholder

Patrick Perkins, The (micro)Business of Misinformation

Bison 2

Panel 2: ESG IV

Bobby Bartlett & Ryan Bubb, Corporate Social Responsibility through Shareholder Governance

Dorothy Lund, Corporate Purpose in a Second-Best World

Jonathan Lipson, Against Corporate Social Responsibility

Bison 3

Panel 3: Corporate Governance and Federal Securities Regulation

Albert Choi & Kathryn Spier, Liability for Non-Disclosure in Equity Financing

Alex Platt, The Lost History of Mandatory Disclosure

Urska Velikonja, How Fair Funds Strengthened SEC Enforcement

11:00 a.m. Conference concludes



CONFERENCE ORGANIZER:

Professor Matt Jennejohn, BYU Law School

jennejohnm@law.byu.edu

TEXT EVENT QUESTIONS: [Amanda Allen](#) | 801-422-6385