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Papers available at [SSRN](#)

ACADEMIC EMPLOYMENT

LOYOLA SCHOOL OF LAW, LOS ANGELES

Professor of Law, 2010 - present
Associate Professor of Law, 2008 - 2010

UCLA SCHOOL OF LAW

Visiting Professor of Law, spring, 2011; fall, 2012

EMORY UNIVERSITY SCHOOL OF LAW

Visiting Professor of Law, fall, 2007

THE BOYD SCHOOL OF LAW (UNLV)

Associate Professor of Law, 2005 - 2008

UNIVERSITY OF SOUTHERN CALIFORNIA LAW SCHOOL

Olin Fellow and Fellow at the Center for Law, Economics, and Organization, 2002-2003

EDUCATION

YALE LAW SCHOOL, J.D.

John M. Olin Scholar of Law and Economics

HARVARD BUSINESS SCHOOL, M.B.A.

With Distinction, First and Second Year Academic Honors

HARVARD COLLEGE, A.B. (Economics)

Harvard Club Scholar, John Harvard Scholar

PUBLICATIONS

On Requiring Public Companies to Disclose Political Spending, 2014 *Columbia Business Law Review* 593 (2014).

Shareholder Primacy and the Misguided Call for Political Spending Disclosure by Public Companies, 62 *UCLA Law Review Discourse* 66 (2014).

Patching a Hole in the JOBS Act: How and Why to Rewrite the Rules that Require Firms to Make Periodic Public Disclosures, 88 *Indiana Law Journal* 151 (2013); to be reprinted in 46 *Securities Law Review* (2014).

Protection from What? Justifications for Investor Protection and the JOBS Act, 13 *U.C. Davis Business Law Journal* 207 (2013).

Teaching *Citizens United v. FEC* in the Introductory Business Associations Course, 7 *Journal of Business and Technology Law* 163 (2013).

Stumbling Into Crime: Stochastic Process Models of Accounting Fraud in *Research Handbook on the Economics of Criminal Law*, Alon Harel and Keith Hylton, editors (2012).

Is There a Law Instinct?, 87 *Washington University Law Review* 269 (2009).

Brandeis' Policeman: Results from a Laboratory Experiment on Corporate Fraud (with Christine Porath and Samuel Fraidin), 5 *The Journal of Empirical Legal Studies* 239 (2008).

Accuracy Enhancement, Agency Costs, and Disclosure Regulation, 3 *The Review of Law and Economics* 15 (2007).

Imposing Disclosure Requirements on Public Companies, 32 *Florida State Law Review* 123 (2004) reprinted in 38 *Securities Law Review* (2006).

SELECTED INVITED PRESENTATIONS

Southeastern Association of Law Schools, organized and hosted a panel titled *Does the Public/Private Divide in Federal Securities Regulation Make Sense?*, August, 2014.

Conference and Micro-Symposium on Competing Theories of Corporate Governance, presented *Shareholder Primacy and the Misguided Call for Political Spending Disclosure by Public Companies*, April, 2014, UCLA Law School.

Seventh Annual Law and Entrepreneurship Conference, Invited commentary on *Supermandatory Disclosure's Past and Future* by Usha Rodrigues, February 2014.

Southeastern Association of Law Schools, presented *Protection from What? Investor Protection and the JOBS Act*, August, 2013.

National Bureau of Economic Research (NBER) Summer Institute, invited commentator on *How Pervasive is Corporate Fraud?* by Alex Dyck, Adair Morse, and Luigi Zingales, July, 2013.

The JOBS Act: Challenges and Opportunities: A Symposium Presented by the U.C. Davis Business Law Journal, presented *Discerning the Meaning of Investor Protection*, February, 2013.

Sixth Annual Law and Entrepreneurship Conference, reviewed *Legal Definition of Entrepreneurship by Proclivity* by Mirit Eyal-Cohen, February, 2013.

Conference on Empirical Legal Studies, invited commentator on *Effect of Disclosure Laws on Pharmaceutical Company Payments to Physicians* by S. Eric Reinhart, Glen B. Taskler, and Daniel L. Chen, November 2012.

Southeastern Association of Law Schools, invited participant in roundtable discussion on the future of corporate law, July, 2012.

National Business Law Conference, invited participant for a webcast roundtable on *Good, Bad, or Stupid? Debating the STOCK and JOBS Acts*; also, presented *Patching a Hole in the JOBS Act: How and Why to Rewrite the Rules that Require Firms to Make Periodic Public Disclosures*, June, 2012.

The Society for Evolutionary Analysis in Law Annual Meeting, presented *The Evolutionary Foundations of Disclosure Regulation*, April, 2012.

Fifth Annual Law and Entrepreneurship Conference, presented *Which Firms Should be Required to Comply with '34 Exchange Act Reporting Requirements?*, February, 2012.

AALS Annual Section Meeting on Securities Regulation, *Which Firms Should be Required to Comply with '34 Exchange Act Reporting Requirements?*, January, 2012 (competitive selection from a call for papers).

Southeastern Association of Law Schools, invited participant in roundtable discussion on the impact of the Dodd-Frank legislation, July, 2011.

Fourth Annual Law and Entrepreneurship Conference, invited commentary on *Law and Entrepreneurship: A Literature Review* by Gordon Smith and Danny Sokol, February, 2011.

The Society for Evolutionary Analysis in Law Annual Meeting, conference host, February 2011.

Law Without Walls, invited Thought Leader Presentation on *Constructing a Business Plan*, February 2011.

Loyola Tax Policy Colloquium, Commentary on *Tax Advice*, by David Weisbach and Brian Gale, November, 2010.

Commentary on "Leverage, Sanctions and Deterrence of Accounting Fraud," by Urska Velikonja, August 30, 2010 at www.theconglomerate.org.

Conglomerate Masters Forum on the Dodd-Frank Wall Street Reform and Consumer Protection Act, *What Would Brandeis Think?* July, 2010.

Loyola Law School Faculty Colloquium, *Stumbling into Crime: The Physics of Corporate Fraud*, June, 2010.

Third Annual Law and Entrepreneurship Conference, Invited commentary on *Distinctions between Governance of For-Profit and Non-Profit Entities* by Usha Rodrigues, March 2010.

AALS Annual Section Meeting on Securities Regulation, *New Ways Securities Regulation Can Help Prevent a Market Crash*, January, 2010 (competitive selection from a call for papers).

Chapman Law School Fresh Ideas for Rising Scholars Lecture Series, *New Ways Securities Regulation Can Help Prevent a Market Crash*, January, 2010.

National Public Radio (NPR) Economic Training Program, *The Regulation, Deregulation, and ReRegulation of Capital Markets*, October, 2009 and January, 2010.

AALS Mid-Year Meeting: Conference on Business Associations, *Introducing the Businessman's Perspective when Teaching Business Associations*, June, 2009 (competitive selection from a call for papers).

Loyola Journalism Law School, *The Regulation, Deregulation, and ReRegulation of Capital Markets*, June, 2009.

New Institutional Economics Conference at the University of Colorado Law School, *Why Markets Crash and Implications for Financial Regulation*, June, 2009.

Law and Society Association Annual Meeting, *Why Markets Crash and Implications for Financial Regulation*, May, 2009.

The Society for Evolutionary Analysis in Law Annual Meeting, *The Neural Correlates of Participation in a Legal System*, April, 2009.

Darwin's Reach: A Celebration of Darwin's Legacy across Disciplines at Hofstra, *Is There a Law Instinct?*, March, 2009.

Loyola Tax Policy Colloquium, Commentary on *Distributive Aspects of Legal Standards*, by Jacob Nussim, November 2008.

The Conglomerate (www.theconglomerate.org), Series of over twenty posts on the ongoing financial crisis, October – November, 2008.

Neuroscience, Law and Government Symposium (The University of Akron School of Law), Moderator of *Applied Neuroscience Panel*, September 2008.

Stanford University School of Law Faculty Workshop, *Brandeis' Policeman: Results from a Laboratory Experiment on Corporate Fraud*, August 2008.

Commentary on "Assessing Materiality of Financial Misstatements," by James Park, August 6, 2008 at www.theconglomerate.org.

Second Annual Law and Entrepreneurship Conference, Commentary on *Race Specific Patents, Commercialization, and Intellectual Property Policy* by Shubha Ghosh, March 2008.

Boston University School of Law Faculty Workshop, *The Law Instinct*, January 2008.

University of Illinois Law School Faculty Workshop, *Brandeis' Policeman: Results from a Laboratory Experiment on Corporate Fraud*, October 2007.

The Society for Evolutionary Analysis in Law Annual Meeting, *The Law Instinct*, October 2007.

Emory School of Law Faculty Workshop, *Brandeis' Policeman: Results from a Laboratory Experiment on Corporate Fraud*, September 2007.

Law and Society Association Annual Meeting, *The Law Instinct*, July 2007.

Commentary on "Insuring Corporate Crime," by Miriam Hechler Baer, June 27, 2007 at www.theconglomerate.org.

Sloan Corporate Governance Colloquium, *Sarbanes Oxley in the Laboratory: Findings from an Experiment on Corporate Fraud*, January 2007, University of California at Los Angeles.

Canadian Law and Economics Association Annual Meeting, *Law, Norms and Corporate Fraud: Results from a Laboratory Experiment*, September 2006, University of Toronto.

Commentary on "The How and Why of the New Public Corporation Tax Compliance Norm," by Susan Morse, June 26, 2006 at www.theconglomerate.org.

American Law and Economics Association Annual Meeting, *Sarbanes Oxley in the Laboratory: Findings from an Experiment on Corporate Fraud*, May 2006, University of California at Berkeley.

Junior Scholars Workshop Presentation, at www.theconglomerate.org, *Accuracy Enhancement, Agency Costs, and Efficient Disclosure Regulation*, August 2005.

Academy of Management Annual Meeting, *Why Do They Do It? The Role of Cohesion, Moral Disengagement & Leadership in Fraudulent Behavior*, August 2005 (with Christine Porath and Michelle Duffy).

USC Law School Faculty Workshop, *Pulling Back the Curtain: A New Approach to Public Company Disclosure Requirements*, November 2002.

SELECTED PRESS

New York Times: DealBook, *Why Facebook is Paying the Tax Tab on Employee Compensation*, September 20, 2012.

Politico, *Facebook not Partying Like 1999*, May 18, 2012.

Bloomberg News, *Apple Should Disclose Liver Transplant, Experts Say*, June 22, 2009.

SELECTED CONFERENCE ATTENDANCE

American Law and Economics Association Annual Meeting (2003, 2004, 2005, 2006, 2007, 2008)

AALS Annual Meeting (2006, 2007, 2008, 2009, 2010, 2012, 2015)

AALS New Professors Workshop (2006)

Behavioral Decision Research in Management Conference (2006)

Law and Emotion Inaugural Conference (2007)

Law and Entrepreneurship Conference (2007, 2008, 2010, 2011, 2012, 2013, 2014)

Law and Society Association Annual Meeting (2007, 2009, 2012)

The Panic of 2008: Causes, Consequences, and Proposals for Reform, George Washington University Law School (2009)

Society for Empirical Legal Studies Annual Conference (2007, 2008, 2009, 2012, 2013, 2014)

The Society for Evolutionary Analysis in Law (2007, 2009, 2010, 2011, 2012, 2013, 2014)

Southeastern Association of Law Schools Annual Meeting (2011, 2012, 2013, 2014)

UCLA Corporate Governance Colloquium (2006, 2007)

UCLA Law, Economics and Organization Seminars (2007)

UCLA Financial Accounting Workshops (2004, 2005, 2006, 2007)

USC Law, Economics and Organization Workshops (2003, 2004)

RELATED WORK EXPERIENCE

PRIVATE EQUITY AND INVESTMENT BANKING

Senior Vice President, eCompanies, Santa Monica, California

Oversaw the formation and initial development of sixteen internet companies.

Associate, Warburg Pincus, Los Angeles, California

Evaluated potential investment opportunities and monitored current investments.

Analyst, Morgan Stanley, New York, New York

Prepared financial analysis for mergers and acquisitions transactions.

PUBLIC COMPANY MANAGEMENT

Vice President, CitySearch, Pasadena, California

Responsible for business development before and after the firm's initial public offering.

Oversaw mergers and acquisitions transactions, including the purchase of Match.com.

Consultant, MGM Interactive, Santa Monica, California

Supervised development of interactive projects based on the James Bond character and managed business and legal negotiations.

Vice President, Time Warner Interactive, Burbank, California

Supervised business and creative affairs for a division of Time Warner focused on creating interactive entertainment content.

PUBLIC SERVICE

Director, Hill and Dale Family Learning Center, Santa Monica, California

Former member of the Board of Directors of this non-profit preschool serving infants and toddlers in the Santa Monica area. Member of the finance and governance committees.

President, Digital Coast Roundtable, Los Angeles, California

Led a group of business and civic leaders, formed with the mayor of Los Angeles, to promote the growth of the technology industry in Southern California.

AWARDS/PROFESSIONAL AFFILIATIONS

Junior Scholar Award (Society for Evolutionary Analysis in Law, 2012)

Committee Chairman, Ad-Hoc Committee on International LLM Programs (Loyola Law School)

Committee Chairman, Strategic Planning Committee (Loyola Law School)

Faculty Member, Curriculum Committee (Loyola Law School)

Faculty Member, Dean's Advisory Committee (Loyola Law School)

Faculty Member, Entry-Level Appointments Committee (Loyola Law School)

Faculty Advisor, Business Law Association (Boyd School of Law)

Faculty Member, U.S. News Rankings Task Force (Boyd School of Law)

Faculty Member, Bar Passage Task Force (Boyd School of Law)

Member, American Law and Economics Association

Member, Society for Empirical Analysis of the Law
Member, Society for Evolutionary Analysis in Law
Member of the Bar of the State of California (Inactive)
Referee, The Review of Law and Economics
Referee, The International Review of Law and Economics
Runner-up, Professor of the Year 2006-07 (Boyd School of Law)