

Draft: 4/10/23

CONFERENCE ON THE AMERICAN LAW INSTITUTE'S
RESTATEMENT OF THE LAW, CORPORATE GOVERNANCE

APRIL 21, 2023
UCLA SCHOOL OF LAW
UCLA FACULTY CLUB
8:30 a.m.-4:00 p.m.

8:30 -8:45	Check-in (Coffee and pastries)
8:45-9:00	<i>Welcome</i> UCLA Law Professor Andrew Verstein, Faculty Co-Director of the Lowell Milken Institute for Business Law and Policy at UCLA School of Law
9:00-10:00	<i>Summary of Restatement on Corporate Governance Objectives and Status</i> Ed Rock, Martin Lipton Professor of Law, NYU Law School, Reporter, Restatement on Corporate Governance Jill Fisch, Saul A. Fox Distinguished Professor Business Law, Associate Reporter, Restatement on Corporate Governance
10:15-11:30	<i>Panel on Corporate Governance and Private Companies</i> Corporate governance often focuses on public companies. Private companies also face corporate governance issues. Do private companies and closely-held companies treat corporate governance differently than public companies? If so, in what ways? Should they? <ul style="list-style-type: none">• Pierre Gentin, CLO, McKinsey & Co.• Douglas Moll, professor University of Houston Law Center• Adam B. Weiss, CLO, Relativity• Moderator: Francis Pileggi, Managing Partner, Delaware Office, Lewis Brisbois

<p>11:40- 12:10</p>	<p><i>Update on Changes in Delaware Corporate Law</i></p> <ul style="list-style-type: none"> • Allison Land, partner Skadden; co-author, <u>Folk on the Delaware General Corporation Law</u> <p><i>(By Zoom)</i></p>
<p>12:15</p>	<p>Lunch Served</p>
<p>12:45-2:00</p>	<p><i>Keynote: A conversation with the Honorable Jed Rakoff (U.S.D.C.,S.D.N.Y) and UCLA Law Professor Stephen Bainbridge on Corporate Governance</i></p>
<p>2:15-3:30</p>	<p><i>Panel on Jurisdictions Other than Delaware</i></p> <p>Delaware is recognized as the leading jurisdiction for corporate law. However, many corporations are governed by the law of other states, including California, Nevada and Texas. How should the Restatement handle the diversity of law that makes up corporate governance in the U.S?</p> <ul style="list-style-type: none"> • Neil Wertlieb, UCLA School of Law; General Counsel, Milbank LLP; and General Editor, <u>Ballantine & Sterling: California Corporations Laws</u> • Keith Bishop, partner, Allen Matkins;; author, Bishop & Zucker, <u>Nevada Corporation and Limited Liability Companies</u> • Bryan Egan, partner, Jackson Walker; author, <u>EGAN ON ENTITIES: Corporations, Partnerships and Limited Liability Companies in Texas</u> • Moderator: Joel Feuer, Executive Director, Lowell Milken Institute for Business Law and Policy at UCLA School of Law