

CURRICULUM VITAE

FRANKLIN A. GEVURTZ

BUSINESS ADDRESS

University of the Pacific
McGeorge School of Law
3200 Fifth Avenue
Sacramento, CA 95817
(916) 739-7178
fgevurtz@pacific.edu

HOME ADDRESS

7632 Marina Cove Drive
Sacramento, CA 95831
(916) 391-1619

CURRENT POSITION

Distinguished Professor of Law

University of the Pacific, McGeorge School of Law
Faculty member since 1982
Full Professor since 1988
Named Distinguished Professor, 2006

AWARDS

University of the Pacific Distinguished Faculty Award for 2006
(This award is granted to one faculty member of the entire University of the Pacific per year, and is in recognition of excellence in teaching, scholarship and service)

Faculty Member of the Year (for the Evening Division) for 2006-7
(Selected by vote of the evening division students)

OTHER TEACHING EXPERIENCE

Visiting Professor of Law (Part-time)

University of California, Berkeley (Boalt Hall), Spring 1995, Spring 1996, Fall 1997, Spring 1998, Spring 2008

University of California, Davis, School of Law, Fall 1993, Fall 1994, Fall 2001, Spring 2007, Fall 2008, Spring 2009, Spring 2013

Universidade Catolica Portuguesa (Catholic University Portugal), March 2008, March 2009, March 2010, March 2011, March 2012, March 2013, March 2014, March 2015

COURSES TAUGHT

Agency	Corporations
Antitrust	Partnerships
Business Associations	Securities Regulation
Business Planning	Torts
Comparative Corporate Law	Unfair Trade Practices
Corporate Finance	

PUBLICATIONS

Books

GLOBAL ISSUES IN SECURITIES LAW (West, 2013) (with Steinberg and Chaffee)

GLOBAL ISSUES IN CORPORATE LAW (West, 2006)
(This is a casebook supplement designed to introduce transnational and comparative law issues into the basic corporate law course)

GLOBAL ISSUES IN CORPORATE LAW, TEACHER'S MANUAL
(West, 2006)

CORPORATION LAW (West, First edition 2000, Second edition 2010)
(This book is part of the West "hornbook" series of single volume treatises)

CORPORATE LAW ANTHOLOGY (Anderson Publishing, 1997)

BUSINESS PLANNING (Foundation Press, First edition 1991, Second edition 1995, Third edition 2001, Fourth edition 2008, Fifth edition 2014) (This has been the leading casebook in its field)

BUSINESS PLANNING, TEACHER'S MANUAL (First edition 1991,
Second edition 1995, Third edition 2001, Fourth edition 2008)

BUSINESS PLANNING, SUPPLEMENTS (1994, 1998, 2005)

A SURVEY OF THE INTERNATIONAL SALE OF GOODS (Kluwer, 1986)
(Co-editor with Campbell and Lafili)

Articles, Essays and Book Chapters

Globalizing Up Corporate Law, 68 SMU LAW REVIEW 741 (2015)

- Attacking Asset Protection LLCs*, in Hillman & Loewenstein, RESEARCH HANDBOOK ON PARTNERSHIPS, LLCs AND ALTERNATIVE FORMS OF BUSINESS ORGANIZATIONS (Edward Elgar 2015)
- Determining Extraterritoriality*, 56 WILLIAM AND MARY LAW REVIEW 341 (2014)
- U. S. National Report to the XIX International Congress of Comparative Law: The Protection of Minority Investors and Compensation of Their Losses*, 62 (supp.) AMERICAN JOURNAL OF COMPARATIVE LAW 303 (2014)
- An Introduction to the Symposium and an Examination of Morrison's Impact on the Presumption against Extraterritoriality*, 27 PACIFIC MCGEORGE GLOBAL BUSINESS & DEVELOPMENT LAW JOURNAL 173 (2014)
- Removing Revlon*, 70 WASHINGTON & LEE LAW REVIEW 1485 (2013)
- Report Regarding the 2011 Pacific McGeorge Workshop on Promoting Intercultural Legal Competence (The "Tahoe II" Conference)*, 26 PACIFIC MCGEORGE GLOBAL BUSINESS & DEVELOPMENT LAW JOURNAL 63 (2013)
- Why Delaware LLCs?*, 91 OREGON LAW REVIEW 57 (2012), reprinted in 55 CORPORATE PRACTICE COMMENTATOR 75 (2013)
- Using Comparative and Transnational Corporate Law to Teach Corporate Social Responsibility*, 24 PACIFIC MCGEORGE GLOBAL BUSINESS & DEVELOPMENT LAW JOURNAL 39 (2011)
- The Globalization of Corporate Law: The End of History or a Never-ending Story?*, 86 WASHINGTON LAW REVIEW 475 (2011)
- U.S. National Report to the XVIII International Congress of Comparative Law: Corporate Governance Part II—Accountability Rules*, 58 (supp.) AMERICAN JOURNAL OF COMPARATIVE LAW 285 (2010), reprinted as part of the chapter on the United States in Fleckner & Hopt, COMPARATIVE CORPORATE GOVERNANCE: A FUNCTIONAL AND INTERNATIONAL ANALYSIS (Cambridge 2013).
- The Role of Corporate Law in Preventing a Financial Crisis: Reflections on in re Citigroup Inc., Shareholder Derivative Litigation*, 23 PACIFIC MCGEORGE GLOBAL BUSINESS & DEVELOPMENT LAW JOURNAL 113 (2010), edited version reprinted as a chapter in Vasudev & Watson, CORPORATE GOVERNANCE AFTER THE FINANCIAL CRISIS (Edward Elgar 2012)
- Der Fall Mannesmann aus rechtsvergleichender Sicht*, 2009-1 ZEITSCHRIFT FÜR EUROPARECHT INT. PRIVATRECHT & RECHTSVERGLEICHUNG 38 (with Berger-Walliser)

Law Upside Down: A Critical Essay on Stoneridge Investment Partners, LLC v. Scientific-Atlanta, Inc., 103 NORTHWESTERN UNIVERSITY LAW REVIEW (COLLOQUY) 448 (2009)
<http://www.law.northwestern.edu/lawreview/colloquy/2009/17/LRColl2009n17Gevurtz.pdf>

The Function of Dysfunctional Boards, 77 UNIVERSITY OF CINCINNATI LAW REVIEW 391 (2008)

Shareholders Democracy: United States' Perspective, 2008-6 TIJDSCHRIFT VOOR ONDERNEMINGSBESTUUR 145

The Pervasive Method of Introducing International and Comparative Law Issues Into Legal Education, 26 PENN STATE INTERNATIONAL LAW REVIEW 863 (2008)

An Essay on Teaching International Economic Law from a Corporate Prospective, in Picker, Bunn & Arner, INTERNATIONAL ECONOMIC LAW: THE STATE AND FUTURE OF THE DISCIPLINE (Hart 2008)

Rethinking Corruption: An Introduction to a Symposium and a Few Additional Thoughts, 20 PACIFIC MCGEORGE GLOBAL BUSINESS & DEVELOPMENT LAW JOURNAL 237 (2007)

Disney in a Comparative Light, 55 AMERICAN JOURNAL OF COMPARATIVE LAW 453 (2007)

Incorporating Transnational Materials into Traditional Courses, 24 PENN STATE INTERNATIONAL LAW REVIEW 813 (2007)

Report Regarding the Pacific McGeorge Workshop on Globalizing the Law School Curriculum, 19 PACIFIC MCGEORGE GLOBAL BUSINESS & DEVELOPMENT LAW JOURNAL 267 (2006) (with Carter, Davies, Landsberg, Main, Malloy, Sprankling)

U.S. National Report to the XVII International Congress of Comparative Law: Vertical Restraints on Competition, 54 (supp.) AMERICAN JOURNAL OF COMPARATIVE LAW 357 (2006)

The Historical and Political Origins of the Corporate Board of Directors, 33 HOFSTRA LAW REVIEW 89 (2004)

The European Origins and Spread of the Corporate Board of Directors, 33 STETSON LAW REVIEW 925 (2004)

Earnings Management and the Business Judgment Rule: An Essay on Recent Corporate Scandals, 30 WILLIAM MITCHELL LAW REVIEW 1261 (2004)

The Globalization of Corporate and Securities Law: An Introduction to a Symposium, and an Essay on the Need for a Little Humility When Exporting One's Corporate Law, 16 THE TRANSNATIONAL LAWYER 1 (2002)

Getting Real about Corporate Social Responsibility: A Reply to Professor Greenfield, 35 U.C. DAVIS LAW REVIEW 645 (2002)

The Globalization of Insider Trading Prohibitions, 15 THE TRANSNATIONAL LAWYER 63 (2002)

Biotechnology: Business Organization Issues, 32 MCGEORGE LAW REVIEW 237 (2000)

Piercing Piercing: An Attempt to Lift the Veil of Confusion Surrounding the Doctrine of Piercing the Corporate Veil, 76 OREGON LAW REVIEW 853 (1997), excerpt reprinted in Bauman, Weiss & Palmiter, CORPORATIONS LAW AND POLICY 319 (5th ed. West 2003)

California's New Limited Liability Company Act: A Look at the Good, the Bad, and the Ambiguous, 27 PACIFIC LAW JOURNAL 261 (1996)

Squeeze-outs and Freeze-outs in Limited Liability Companies, 73 WASHINGTON UNIVERSITY LAW QUARTERLY 497 (1995), reprinted in 37 CORPORATE PRACTICE COMMENTATOR 509 (1995), abridged version reprinted in 3 JOURNAL OF LIMITED LIABILITY COMPANIES 79 (1996)

The Business Judgment Rule: Meaningless Verbiage or Misguided Notion? 67 SOUTHERN CALIFORNIA LAW REVIEW 287 (1994), excerpts reprinted in Backer, COMPARATIVE CORPORATE LAW 1199 (2002), Gevurtz, CORPORATE LAW ANTHOLOGY 100 (Anderson 1997)

Politics, Corruption and the Sherman Act After City of Columbia's Blighted View, 27 U.C. DAVIS LAW REVIEW 141 (1993)

Preventing Partnership Freeze-Outs, 40 MERCER LAW REVIEW 535 (1989)

Commercial Bribery and the Sherman Act: The Case for per se Illegality, 42 UNIVERSITY OF MIAMI LAW REVIEW 365 (1987), abridged version reprinted in NATIONAL ASSOCIATION OF ATTORNEYS GENERAL ANTITRUST AND COMMERCE REPORT Jan./Feb. 1989

Using the Antitrust Laws to Combat Overseas Bribery by Foreign Companies: A Step to Even the Odds in International Trade, 27 VIRGINIA JOURNAL OF

INTERNATIONAL LAW 211 (1987), reprinted in 30 CORPORATE PRACTICE COMMENTATOR 137 (1988)

The United States Approach to Combating Bribery in the International Sale of Goods, in Lafili, Gevurtz & Campbell, A SURVEY OF THE INTERNATIONAL SALE OF GOODS (Kluwer, 1986)

Who Represents the Corporation? In Search of a Better Method for Determining the Corporate Interest in Derivative Suits, 46 UNIVERSITY OF PITTSBURGH LAW REVIEW 265 (1985), excerpt reprinted in Gevurtz, CORPORATE LAW ANTHOLOGY 198 (Anderson 1997)

Obstruction of Sunlight as a Private Nuisance, 65 CALIFORNIA LAW REVIEW 93 (1977)

Work in Progress

MERGERS AND ACQUISITIONS

(Concise Hornbook to be published by West)

Saying Yes: Reviewing Board Decisions to Sell or Merge the Corporation

PRESENTATIONS (Partial list)

Keynote speaker, *Globalizing Up Corporate Law*, at the International Symposium on Corporate Governance and Capital Markets – 2015, University of Ottawa Faculty of Law (June 19, 2015)

Panelist on “Bringing Numbers into Basic and Advanced Business Associations Courses” at the Association of American Law Schools, Section on Agency, Partnerships, LLC’s and Unincorporated Business Associations, Annual Meeting (January 4, 2015)

Chaired the session on The Law of Succession and Company Law, and gave a presentation on U.S. Law at the session on The Protection of Investors and Compensation of Their Losses, at the XIX International Congress of Comparative Law (Vienna, Austria, July 25 and 26, 2014)

Speaker on “Incorporation of Transnational and Comparative Law Across the Curriculum: Advantages and Disadvantages” at the Advisory Committee on Global Engagement session on Globalization of Legal Education: Developing Optimal Models for Your Law School at the Association of American Law Schools Annual Meeting (January 4, 2014).

Presented a paper, *Determining Extraterritoriality*, at the Association of American Law Schools, Section on Securities Regulation, Annual Meeting (January 3, 2014)

Presentation on “The U.S. Perspective” at the Workshop on Collective Actions and Investors’ Protection: European Developments and Perspectives at the Max Planck Institute Luxembourg (March 25, 2013)

Commentator on “Outcomes, Measures and Assessment in International Legal Exchange; Assessment” at the Association of American Law Schools, Section on International Legal Exchange, Annual Meeting (January 7, 2013)

Panelist on “Innovating to Globalize the Curriculum in U.S. Law Schools,” at the Association of American Law Schools Presidential Program Workshop on Globalizing the Curriculum (January 5, 2013)

Presentation on “Disregarding LLC’s Formed for Non-Business Purposes” at the Association of American Law Schools, Section on Agency, Partnerships, LLC’s and Unincorporated Business Associations, Annual Meeting (January 6, 2012)

Presented results of a survey on changes to law school curriculum at the Association of American Law Schools Conference on Reforming the Curriculum (June 13, 2011)

Invited speaker on piercing the corporate veil in the context of statutory avoidance, California Coastal Commission Workshop: Single Economic Parcels: Assessing Unity of Ownership (May 11, 2011)

Presented a paper, *Globalization of Corporate Law: The End of History or a Never-ending Story?*, at the University of Washington symposium on Global Law and its Exceptions (February 25, 2011)

Presented a paper, *Why Delaware LLCs?*, at the Association of American Law Schools, Section on Agency, Partnerships and LLCs, Annual Meeting (January 7, 2011)

Presentation on “Using Comparative and Transnational Corporate Law to Teach Corporate Social Responsibility” at the 2010 Society of American Law Teachers conference on Teaching in a Transformative Age (December 10, 2010).

Presentation on “Cross-Pollination in Corporate Law” at the 2010 Annual O’Connell Conference for Appellate Court Judges Sponsored by the

University of Oregon School of Law, on the topic of Cross Pollination in Law (September 23, 2010)

Presented a paper, *The Role of Corporate Law in Preventing a Financial Crisis: Reflections on* in re Citigroup Inc., Shareholder Derivative Litigation, at the University of Auckland Business School symposium on Corporate Governance in the Post, Post World (April 9, 2010)

Presented a paper, *The Role of Corporate Law in Preventing a Financial Crisis: Reflections on* in re Citigroup Inc., Shareholder Derivative Litigation, at an Arizona State University College of Law faculty colloquia (December 7, 2009)

Presentation on Corporate Law and International Trade and Finance, at the 2009 Annual Meeting of the WTO Law Section of the China Law Society (Shanghai, September 12, 2009)

Presentation on Introducing Comparative Law into the Basic Corporate Law Course as part of a panel on Innovative Approaches to Teaching the Basic Business Associations Course, at the Association of American Law Schools Conference on Business Associations (June 8, 2009)

Demonstration classes and public lecture on experiential learning involving Business Planning, South China University of Technology (Guangzhou, China, May 22-25, 2009)

Panelist, The International Law Curriculum, program by the Teaching International Law Interest Group of the American Society of International Law at the Association of American Law Schools Annual Meeting (January 9, 2009)

Presented a public lecture, *Global Issues in Corporate Law: Learning from Each Other*, at Universidade Catolica Portuguesa (Lisbon, April 4, 2008)

Presented a paper, *The Function of Dysfunctional Boards*, at the University of Cincinnati symposium on The Dysfunctional Board: Causes and Cures (March 14, 2008)

Panelist, Enriching the Law School Curriculum in an Increasingly Interrelated World - Learning From Each Other, Section on Comparative Law, et al, Joint Program, at the Association of American Law Schools Annual Meeting (January 6, 2008)

Panelist, The Internationalization of Legal Education, at the International Bar Association Annual Conference (Singapore, October 18, 2007)

Presented a paper, *Disney in a Comparative Light*, at the European Association of Law and Economics 24th Annual Conference (Copenhagen, Denmark, September 14, 2007)

Panelist, Course Design: Lessons from Different Approaches to Teaching International Law, at the Association of American Law Schools-American Society of International Law Conference on International Law (June 19, 2007)

Presented a paper, *Disney in a Comparative Light*, at the American Society of Comparative Law workshop at the University of Illinois (February 10, 2007)

Presented a paper, *Disney in a Comparative Light*, at the Association of American Law Schools, Business Associations Section, Annual Meeting (January 3, 2007)

Presented the United States' national report on Vertical Restraints on Competition, at the XVII International Congress of Comparative Law (Utrecht, The Netherlands, July 20, 2006)

Presented a lecture on comparative corporate law and governance at the ICN School of Management (Nancy, France, June 30, 2006)

Presented a paper, *United States Law Regarding Vertical Restraints on Competition*, at the International Conference on Industrial Organization, Law and Economics, sponsored by the Athens Institute for Education and Research (Athens, Greece, June 12, 2006)

Chair, Panel on Globalizing the Law Curriculum, at the American Society of International Law Annual Meeting (March 31, 2006)

Panelist, Techniques for Introducing International Issues into the First Year Curriculum, Section on Graduate Programs for Foreign Lawyers, et al, Joint Program, at the Association of American Law Schools Annual Meeting (January 7, 2006)

Presented a paper, *The Historical and Political Origins of the Corporate Board of Directors*, at the 2005 Sloan Program for the Study of Business in Society Conference, organized by the George Washington University Law School (June 27, 2005)

Presented a paper, *The European Origins and Spread of the Corporate Board of Directors*, at the Symposium on Comparative Corporate Governance held in conjunction with the 2003 Annual Meeting of the American Society of Comparative Law at Stetson University (October 17, 2003)

Panelist on The Criminalization of Securities Law, at the Association for Criminal Justice Research (California) Conference on Outside Impacts on Criminal Justice (March 20, 2003)

Presented a paper, *The Historical and Political Origins of the Corporate Board of Directors*, at the 2002 U.C.L.A.-U.S.C. Corporate Law Roundtable (November 8, 2002)

Presented a paper, *The Globalization of Insider Trading Prohibitions*, at the Second Annual Asian Corporate Governance Conference organized by the Asian Corporate Governance Institute of Korea University (Seoul, Korea, May 15, 2002)

OTHER POSITIONS

Series Editor, GLOBAL ISSUES SERIES (West)
(The GLOBAL ISSUES SERIES consists of casebook supplements designed to introduce international, transnational and comparative law issues into basic law school courses)

Associate Member, International Academy of Comparative Law, since 2012

Secretary, American Society of Comparative Law, since 2012

Co-Edited, Supplemental Volume of the AMERICAN JOURNAL OF COMPARATIVE LAW (Vol. 62 supp. 2014) devoted to publishing the U.S. National Reports to the XIX International Congress of Comparative Law

Editorial Board, AMERICAN JOURNAL OF COMPARATIVE LAW, since 2003

Member, American Society of International Law, Legal Education Advisory Committee, 2007-2008

Member, Executive Committee, Business Associations Section, Association of American Law Schools, 2008-2010

Member, Planning Committee for the Association of American Law Schools June 2011 Conference on Reforming the Curriculum

Director, Pacific McGeorge Global Center for Business & Development, 2004-2013

EDUCATION

Juris Doctor, 1977

University of California, Berkeley (Boalt Hall)

Order of the Coif (Class rank: 4th out of a class of approximately 300)

Note & Comment Editor, California Law Review

Bachelor of Science *Magna Cum Laude* (in Physics), 1974

University of California, Los Angeles

Phi Beta Kappa

EXPERIENCE IN PRACTICE

Admitted to the State Bar of California, 1977

Associate Attorney, 1977-1982

O'Melveny & Myers

Los Angeles, California

(Handled business and other litigation)