

## ANNE M. TUCKER

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### ACADEMIC APPOINTMENTS

#### **Professor of Law, Faculty Director of Legal Analytics & Innovation Initiative, Georgia State University College of Law**

*Subject Areas:* Corporations, Unincorporated Business Associations, Contracts, Corporate Governance, Institutional Investors, & Legal Analytics

*Course Taught:*

- Corporations
- Contracts II
- Seminar on Advanced Corporate Governance
- Unincorporated Business Associations\* (experiential drafting & neg. course)
- Applied Legal Analytics Lab
- Various Independent Studies in Business Law

*Promotions:* Tenure with Associate Rank, May 2014  
Full Professor, May 2019

*Affiliations:* Wharton Social Impact Initiative, Affiliated Researcher at the Wharton School of Business of the University of Pennsylvania (2015-present)

#### ***College of Law Service:***

Legal Analytics & Innovation Initiative//Legal Analytics Lab (2017-present)  
Recruitment (2011-2015; 2018-2019; Chair 2015; 2018-2019)  
Technology Committee (Chair 2017-18; member 2018- present)  
Speaker's Committee (2015- present)  
Curriculum Committee (2014-2017; Chair 2016-2017)  
Bleckley Inn of Court (2011-2015)  
Faculty Development (2012-2013)  
Strategic Planning (Dec. 2012- Feb. 2014)  
Moot Court Coach for ABA Competition (2012)  
Dean's Advisory Council (2010-2011, 2014-2015)  
Awards (2010-2011)  
Student Speakers (2009-2010; 2010-2011)

### EDUCATION

**Indiana University Maurer School of Law**, J.D. *magna cum laude* 2005; *Senior Managing Editor of the Federal Communications Law Journal*, Senior Managing Editor

**Butler University**, B.A. *summa cum laude*, Political Science & Journalism 2001

### HONORS & AWARDS

- 2019 election to the American Law Institute
- 2018 Investment for Impact Research Prize, Haas School of Business, University of California, Berkeley
- GSU Study in a Second Discipline Fellowship, fall 2018
- Teacher of the Year 2017 (*voted by graduating class*)

- Patricia T. Morgan Award for Outstanding Faculty Scholarship 2016
- David J. Maleski Teaching Excellence Award 2013 (*faculty award*)
- George Washington C-LEAF Fellow for Business and Financial Law Workshop Paper 2014
- Order of the Coif (2005)
- Recipient of Forest E. Jump and Indiana University Merit Scholarships 2002-2005
- Recipient of 2005 Indiana University Maurer School of Law Public Interest Service Award
- Butler University Outstanding Student in 2001 graduating class

## PUBLICATIONS

*Contracts with (Social) Benefits: The Implementation of Impact Investing* (with Christopher Geczy, Jessica Jeffers & David K. Musto), *forthcoming* JOURNAL OF FINANCIAL ECONOMICS 2020, [draft available on SSRN](#).

*The Shadow Judiciary* (with Charlotte Alexander & Nathan Dahlberg), \_\_\_ THE REV. OF LITIGATION \_\_\_ (forthcoming 2020).

*Buyer Beware: The Paradox of ESG & Passive ESG Funds* (with Dana Brakman Reiser), \_\_\_ CARDOZO L.REV. \_\_\_ (forthcoming 2020).

*Legal Literature Review of Social Entrepreneurship and Impact Investing (2007-2017): Doing Good by Doing Business* (with Deborah Burand), 11 WILLIAM & MARY BUS. L.REV. 1 (2019).

*Will Swing Pricing Save Sedentary Shareholders?* (with Holly van den Toorn), 1 COL. BUS. L. REV. 130 (2018).

*The Long & The Short: Portfolio Turnover Ratios & Mutual Fund Investment Time Horizons*, 43 J. OF CORP. LAW 581 (2018).

*20/20 Vision in the Long & Short-Termism Debate*, 1 SEATTLE U.L. REV. 337 (2018).

*In Pursuit of Good and Gold: Data Observations of Employee Ownership & Impact Investment*, 40 SEATTLE U.L. REV. 1 (2017) (with Christopher Geczy, Jessica Jeffers & David Musto, authors listed alphabetically).

*Locked In: The Competitive Disadvantage of Citizen Shareholders*, 125 YALE L.J. FORUM 163 (2015).

*Institutional Investing When Shareholders Are Not Supreme*, 5 HARV. BUS. L. REV. 73 (2015) (with Christopher Geczy, Jessica Jeffers & David Musto, authors listed alphabetically).

*Chevron: The Short Road Home to Delaware*, 7 J. BUS. ENTREPRENEURSHIP & L. 467 (2014).

[Teaching LLCs by Design](#), 71 WASH. & LEE L. REV. 525 (2014).

[The Outside Investor: Citizen Shareholders & Corporate Law Alienation](#), 11 U. ST. THOMAS L.J. 101 (2014). In a blind peer review, this paper was selected as 1 of 5 papers (out of 80 submissions) for participation in George Washington Center for Law & Economics Finance Institute's 4<sup>th</sup> Annual Junior Faculty Workshop.

[Retirement Revolution: Unmitigated Risks in the Defined Contribution Society](#), 51 HOUS. L.REV. 153 (2013).

[The Citizen Shareholder: Modernizing the Agency Paradigm to Reflect How and Why a Majority of Americans Invest in the Market](#), 35 SEATTLE U.L. REV. 1299 (2012).

[Rational Coercion: Citizens United and a Modern Day Prisoner's Dilemma](#), 27 GA. ST. U.L. REV. 1105 (2011).

[Flawed Assumptions: A Corporate Law Analysis of Free Speech and Corporate Personhood in Citizens United](#), 61 CASE W. RES. L.REV. 497 (2011).

[Who's The Boss? Unmasking Oversight Liability within the Corporate Power Puzzle](#), 35 DEL. J. CORP. L. 199 (2010).

*Enhanced Educational Value of Experiential Learning: The Business Court Project*, 27 J. LEG. STUDIES EDU. 171 (2010) (with Susan Willey & Nancy Mansfield).

*Getting to Yes in Specialized Courts: The Unique Role of ADR in Business Court Cases*, 11 PEPPERDINE DISP. RES. J. 35 (2010) (with Benjamin Tennille, Lee Applebaum).

*Making A Case for Business Courts: A Survey of and Proposed Framework to Evaluate Business Courts*, 24 GA. ST. U.L. REV. 477 (2008).

#### **WORKING DRAFTS AND PROJECTS**

*Investing in the Dark: Investment Company Disclosure Qualities, Content & Compliance* (with Yusen Xia), available on SSRN (revise and resubmit planned for July 2020).

#### **BOOKS & BOOK CHAPTERS**

*Impact Investment & Alternative Capital Channels: Funding Success and Scale in Social Enterprise*, in THE CAMBRIDGE HANDBOOK OF SOCIAL ENTERPRISE LAW, Ch.10 (Benjamin Means & Joseph Yockey eds., 2018).

[Using Text Analytics to Predict Litigation Outcomes: A Preliminary Assessment](#), (with Anne M. Tucker, Khalifeh Al Jadda, and Mohammed Javad Feizollahi) in LAW AS DATA: COMPUTATION, TEXT, AND THE FUTURE OF LEGAL ANALYSIS (Michael Livermore and Daniel Rockmore eds., 2019).

BUSINESS ORGANIZATIONS, ChartaCourse (electronic casebook) 2015, available at: <http://www.chartacourse.com/>.

#### **OTHER WRITING**

[Tesla, SolarCity, and Inherent Coercion](#), Columbia Blue Sky Blog, Feb. 7, 2020 with Eric Talley and Jamie Brumberger

[Brief of 36 Computational Law Scholars as Amici Curiae in Support of Respondent in State of Georgia v. Public Resource Org., Inc.](#), filed October 11, 2019 with the United State Supreme Court

Anne M. Tucker and Charlotte S. Alexander, *Why We're Training the Next Generation of Lawyers in Big Data*, THE CONVERSATION (Oct. 2, 2018)

[New Data Shed Light on Mutual Fund Time Horizons](#), Columbia Blue Sky Blog, July 2, 2018.

[Will Swing Pricing Save Sedentary Shareholders](#), Columbia Blue Sky Blog, June 26, 2018, (submitted with permission of co-author Holly van den Toorn)

[Brief amici curiae of Corporate Law Professors in support of Respondents](#), *Masterpiece Cakeshop Ltd. V. Colorado Civil Rights Commission*, filed October 30, 2017.

[Institutional Investing When Shareholders Are Not Supreme](#), Harvard Law School Forum on Corporate Governance and Financial Regulation, June 1, 2015 (submitted with permission of co-authors Christopher Geczy, Jessica Jeffers, David Musto).

[Institutional Investors' Appetite for Alternatives](#), Columbia Blue Sky Blog, April 27, 2015 (submitted with permission of co-authors Christopher Geczy, Jessica Jeffers, David Musto).

[Brief amici curiae of Corporate and Criminal Law Professors in support of the Government](#), *Burwell v. Hobby Lobby*, filed January 28, 2014.

[The Meaning of Hobby Lobby: Bedrooms, Boardrooms & Burdens](#), THE CONGLOMERATE Online symposium on Hobby Lobby, July 16, 2014.

[A Bad Investment: Recognizing Religious Rights of Corporations](#), HUFFINGTONPOST, March 20, 2014.

[Striking over the Risks of Retirement Savings](#), HUFFINGTONPOST, Feb. 28, 2013.

2013-2018, weekly blog post on The Business Law Prof Blog, available at [http://lawprofessors.typepad.com/business\\_law/](http://lawprofessors.typepad.com/business_law/).

*SEC on track with insider cases*, ATLANTA JOURNAL CONSTITUTION, Op-Ed, Nov. 29, 2009.

*E-Discovery Business Impact: Response Plans and Insurance Coverage*, DAILY REPORT, Mar. 17, 2008 (with Vjollca Prroni).

## **MEDIA**

Select media interviews on corporate constitutional rights and retirement investors with outlets including Free Speech Radio 99.5 WBAI New York City, The Corporate Social Responsibility Podcast, Atlanta *11Alive*, THE HUFFINGTONPOST, THE HUFFINGTONPOST *Live*, & Atlanta Channel 2 News.

## **SPONSORED RESEARCH**

2020 \$160,000 Swedish International Development Cooperation Agency, Global Affairs Canada sponsor of LP or not LP impact investment contract research grant with Wharton Social Impact Initiative, subawardee.

FINRA \$250,000 grant award recipient to create an Investor's Rights Clinic at GSU COL, participated in grant writing team for the spring 2012 application process; award announced Fall 2012; participant in recruitment and creation of clinic 2012-2013.

### **OTHER SCHOLARLY & LEGAL ACTIVITIES**

Written Expert Testimony in various business litigation cases (2013- present)

Themis Bar Review Lecturer (2015-present)

Written Testimony for Maryland Senate Bill 592, requested by Senator Jamie Raskin, District 20, regarding corporate campaign finance laws, March 2011.

### **SELECT PRESENTATIONS**

*Causal Identification and Computational Tools: A Mutual Fund Disclosure Study*, Stanford Law School, May 18, 2020 (*scheduled*)

*Future of Law Conference—Natural Language Processing Developments*, Stanford Law School CodeX, April 9, 2020 (*recorded remotely March 27, 2020*)

*Private Markets and Contracting for Social Good*, Columbia Law School- Center for Economic Organization's Spring 2020 Workshop, Feb. 10, 2020

*Mutual Fund Risk Disclosures: A Legal Analytics Approach*, Vanderbilt Law School Faculty Speakers Series, October 21, 2019.

*Legal Analytics: Trends, Topics, and Predictions*, Privacy Law Institute, October 18, 2019

*Universal Owners*, panelists at Berkeley Sustainable Business & Investment Forum, October 11, 2019.

*Index ESG-Buyer Beware*, at Rutgers University Socially Responsible Business Forum, September 21, 2019.

*Optimal Contract Terms: Contracting for Impact*, New York University Grunin Conference on Impact Investing, New York, June 4-5 (practitioner conference); June 6 (academic conference) 2019.

*M&A Roundtable*, Panelist, Kirkland Ellis & Berkeley Law Roundtable, New York, May 16, 2019.

*Contractual Governance: The Role of Private Ordering*, Moderator, AALS Annual Meeting, Business Associations Section, Jan. 4, 2019.

*Legal Scholarship Landscape of Social Finance, Impact Investing and Social Enterprise* (with Deborah Burand, NYU), AALS Annual Meeting, Transactional Law & Skills Section, Jan. 4, 2019.

*Contracts with Benefits: Implementing Impact Investing*, National Bureau of Economic Research Entrepreneurship Working Group Conference, December 7, 2018.

*Investment Company Regulation: Updates & Issues in the Trump Presidency*, Chicago Kent School of Law, Institutional Investment Law Society, Dec. 6, 2018.

*Contracts with Benefits: Implementing Impact Investing*, Private Equity Research Conference, Raleigh Durham, November 1-2, 2018.

*Contracts with Benefits: Implementing Impact Investing*, University of Chicago, Booth School of Business, Empirical Law & Economics Workshop, Nov. 2-3, 2018.

*Empirical Research in Private Equity Markets*, Columbia University School of Law, Millstein Center on Corporate Governance Private Equity Roundtable, Oct. 26, 2018.

*Values Investing*, University of California Berkeley, Third Annual Corporate Law Symposium, Oct. 11, 2018.

*Contracts with Benefits*, Finding the Human Face of Finance Conference, University of Connecticut, Sept. 21, 2018.

*Mutual Fund Risk Disclosures: A Legal Analytics Approach*, National Business Law Scholars Annual Conference, The University of Georgia, June 23-24, 2018.

*The Job of the Corporate Director: Perspectives of Academics*, The Conference Board Governance Center, Columbia University, Jan. 26-27, 2018.

*Mutual Fund Portfolio Turnover Ratios*, Adolf A. Berle Jr. Center on Corporations, Law & Society Annual Symposium, hosted at Georgia State University College of Law, conference organizer and speaker, June 5, 2017.

*The Long and the Short: Portfolio Turnover Ratios and Mutual Fund Time Horizons*, University of Florida, Faculty Speaker Series (invited), Feb. 21, 2017.

*Impact Investment: Investor Relations and Contracts*, A New Perspective: Impact Investing and Transactional Law, University of Pennsylvania School of Law, Journal of Business Law Symposium, invited participant, Feb. 4, 2017.

Investment Funds: Ninth Annual Roundtable Discussion, Boston University, invited participant, Dec. 9, 2016.

Investment Funds, Seventh Annual Roundtable Discussion, Harvard Law School, invited participant, Dec. 8, 2014.

“Hobby Lobby—A Corporate Law Perspective,” invited panelist, SCOTUS Review: of *Sebelius v. Hobby Lobby*: Does the Constitution Protect Corporate Religious Freedom? By the American Constitution Society, April 21, 2014.

*Institutional Investors & ‘Other’ Corporate Purposes*, invited panel speaker, Harvard University Business Law Review Conference on Benefit Corporations, April 3, 2014.

*The Outside Investor*, invited junior faculty scholar in law and economics workshop, George Washington University School of Law Center for Law, Economics and Finance (CLEAF) Junior Scholar Workshop, February 7-8, 2014.

*The Retirement Revolution & the Outside Investor*, invited junior faculty scholar, Wake Forest Law School, February 4, 2014.

*Defining the Dilemma in Product versus Political Advertising for Corporations*, Midwestern Law & Economics Association, invited speaker, September 2011.

## **PRIOR PROFESSIONAL EXPERIENCE**

- 2007-2009 Program Director and Supervising Staff Attorney, Business Court, Fulton County Superior Court (Atlanta, Georgia). Provided legal research, case and issue analysis, opinion drafts, and case management for complex business cases involving claims such as contracts, issues of corporate governance, securities, the UCC, class actions, and shareholder derivative suits. Responsible for program development and administration, funding, intergovernmental coordination, reporting, and statutory compliance.
- 2005-2007 Corporate Associate, Paul Hastings Janofsky & Walker LLP, Atlanta. Practice focused on the general corporate needs of technology-based clients, including corporate governance, securities compliance, mergers & acquisitions, and contract drafting.
- 2001-2002 Fellow, Indiana Governor Frank O'Bannon. Fellowship focused on policy development, agency management, the legislative process, and state government.

### *Additional Teaching Experience:*

**Georgia State University**, Robinson College of Business, Adjunct Professor of Legal Studies, Legal Environment of Business, Fall 2008 & Spring 2009

## **MEMBERSHIPS & PROFESSIONAL ACTIVITIES**

### **Academic Affiliations:**

University of Pennsylvania, Wharton Social Impact Initiative, Affiliated Research Faculty

### **Memberships:**

**American Law Institute**, new member, elected Dec. 2019.

**Society of Institutional Investment**, member 2012-present; Executive Committee (Treasurer) 2018/2019

Association of American Law Schools, 2009- present

Section on Agency, Partnerships and LLCs, Chair 2017; Chair-Elect 2016; Executive Committee, 2014-present

Section on Business Organizations, Chair 2019; Chair-Elect 2018; Executive Committee 2015- present

**Law & Society Association**, Member, Session Organizer 2012 Annual Meeting (5 corporate panels); Session Organizer 2013 Annual Meeting (9 Corporate panels); Session Organizer 2014 and sponsor of Collaborative Research Network (6 Corporate panels); participant 2015-2016

**American Bar Association**, Business Law Section, 2007-present

Venture Capital Academic Roundtable Member, 2017-2018

Subcommittee on Business Courts, 2008-2014

LLC Institute 2015

**Georgia State Bar**, Business Law Section, 2005-present (active member)

Business Court Committee, 2008- 2014

Corporate Code Committee, 2008- 2010 (proposed a 20-year anniversary overhaul to Georgia's Corporate Code)

Atlanta Bar Association, Business Law Section, 2005-2014

Georgia Office of Dispute Resolution, Mediator, 2007-2011