

# GREGORY H. SHILL

UNIVERSITY OF IOWA COLLEGE OF LAW

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## EDUCATION

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Harvard Law School, J.D., 2008

Notes Editor, Harvard Journal of Law & Public Policy

Research Assistant, Professor Jack L. Goldsmith

Jewish Theological Seminary, M.A. in Interdepartmental Studies (Judaic studies), 2005

Columbia College, Columbia University, B.A. in History and Political Science, 2002

## RESEARCH & TEACHING INTERESTS

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Corporations; Securities Regulation; Corporate Governance; Corporate Finance; Contracts;  
Transportation Law & Policy; Law & Economic Geography/Urban Economics; Local Government Law

## CURRENT ACADEMIC APPOINTMENTS

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University of Iowa

College of Law, Associate Professor of Law, 2017-present

Classes: Business Associations; Contracts; Corporate Governance & Control;  
Transportation Law & Policy

College of Engineering, Affiliated Faculty Member (National Advanced Driving Simulator), 2020-present

## PAST ACADEMIC APPOINTMENTS

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American Bar Foundation, Visiting Scholar, 2018-20

Harvard Law School, Fellow in the Program on Corporate Governance and Co-Editor of the Harvard Law School Forum on Corporate Governance, 2016-17

New York University School of Law, Olin-Searle Fellow in Law, 2014-15; Program Affiliate Scholar, 2017-20

University of Denver Sturm College of Law, Visiting Assistant Professor of Law, 2013-14

Classes: International Business Transactions; International Commercial Arbitration

Hofstra University Maurice A. Deane School of Law, Visiting Assistant Professor of Law, 2012-13

Classes: Business Organizations; Contracts I & II

## CLERKSHIP

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U.S. Court of Appeals for the Fifth Circuit, Law Clerk to the Honorable Jennifer W. Elrod, 2008-09

## NOTABLE PROFESSIONAL EXPERIENCE

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Corporate Associate, Cadwalader, Wickersham & Taft LLP, New York, NY, 2015-16

Litigation Associate (Appellate & White Collar), Gibson, Dunn & Crutcher LLP, New York, NY & London, United Kingdom, 2009-12

Legislative Assistant to Rep. Tom Lantos (D-CA), U.S. House of Representatives, Washington, DC, 2002-03

## PUBLICATIONS & WORKS IN PROGRESS

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*Corporate Governance in Spatial Equilibrium* (in progress)

*Corporate Pluralism and Latent Board Power* (with Matthew Strand) (in progress)

*The Puzzle and Persistence of Biglaw Clustering*, 23 *Theoretical Inquiries in Law* \_\_ (under review 2022) (in progress) ([link](#))

*The Future of Law and Transportation*, 106 *Iowa Law Review* \_\_ (forthcoming 2021)

*Congressional Securities Trading*, 96 *Indiana Law Journal* 313 (2020) ([link](#))

Author post on the Harvard Law School Forum on Corporate Governance ([link](#))

Featured on Prof. Stephen Bainbridge's corporate law blog ([link](#)), Business Law Prof Blog ([link](#)) & Securities Law Prof Blog ([link](#))

Interviews on the Ipse Dixit Legal Scholarship Podcast ([link](#)) & Business Scholarship Podcast ([link](#))

*The Independent Board as Shield*, 77 *Washington & Lee Law Review* 1811 (2020) ([link](#))

Featured on Business Law Prof Blog ([link](#))

*Should Law Subsidize Driving?*, 95 *New York University Law Review* 498 (2020) ([link](#))

Reviewed on Jotwell (The Journal of Things We Like (Lots)) ([link](#))

Selected for Northwestern-Penn-Stanford Junior Faculty Forum for Law & STEM

7,000 + SSRN downloads; featured in The Atlantic, Politico, and other popular media (sample [link](#))

Interviews on the Ipse Dixit Legal Scholarship Podcast ([link](#)), Business Scholarship Podcast ([link](#)), Lawyers, Guns & Money Podcast ([link](#)), Brown Political Review ([link](#)), NBC News Think ([link](#)), Factually! with Adam Conover Podcast ([link](#)), The Daily Detroit Podcast ([link](#)), The Neoliberal Podcast ([link](#)), Think (KERA Dallas/Fort Worth NPR broadcast and podcast) ([link](#)), and others ([link](#))

*The Golden Leash and the Fiduciary Duty of Loyalty*, 64 *UCLA Law Review* 1246 (2017) ([link](#))

Finalist, John L. Weinberg Center 2017 Corporate Governance Symposium Best Paper Award

Author post on the Harvard Law School Forum on Corporate Governance ([link](#))

*Boilerplate Shock: Sovereign Debt Contracts as Incubators of Systemic Risk*, 89 *Tulane Law Review* 751 (2015) ([link](#))

*Ending Judgment Arbitrage: Jurisdictional Competition and the Enforcement of Foreign Money Judgments in the United States*, 54 *Harvard International Law Journal* 459 (2013) ([link](#))

The journal and *Opinio Juris* co-hosted an online symposium on this Article ([link](#) to my contribution)

Comment, *Enemy Combatants and a Challenge to the Separation of War Powers in Al-Marri v. Wright*, 31 *Harvard Journal of Law & Public Policy* 393 (2008) ([link](#))

## MAGAZINE WRITING

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*The 'Trump Train' Drivers Had Reason to Expect Impunity*, The Atlantic, November 3, 2020 (invited) ([link](#))

*Fostering Micromobility: Changing A System That Compels Americans To Drive*, CoMotion News: Mobility Perspectives, April 22, 2020 (invited) ([link](#))

*Americans Shouldn't Have to Drive, but the Law Insists on It*, The Atlantic, July 9, 2019 (invited) ([link](#))

## SHORTER WORKS & GUEST BLOGGING

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*Unsafe Streets' New Liability*, 2 Vision Zero Cities: International Journal of Traffic Safety Innovation 37 (2017) (invited) ([link](#))

*Does the Fed Have the Legal Authority to Buy Equities?*, Confessions of a Supply-Side Liberal (economics blog), March 2015 (invited guest blog post) ([link](#))

The Conglomerate: Business, Law, Economics & Society, February-March 2014 ([link](#)) (guest blogging residency)

*Erosion of the Fiduciary-Duty Requirement in Insider-Trading Actions*, 20 Securities Litigation Journal 12 (2010) (with Joel Cohen and Mary Kay Dunning) ([link](#))

## GRANT-SUPPORTED WORK

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Centers for Disease Control & Prevention, *Impact of State Driver Licensing Policies on Older Driver Crash Involvement Rates*

Project status: approved and forthcoming

Project period: August 1, 2022-July 31, 2024

Total award amount, percent effort, and duration: \$420,148, 5% effort, 24 months

Role: Co-Investigator (PI: Cara Hamann, University of Iowa College of Public Health)

National Science Foundation, *A1: Network for Equity in the Era of Driverless Vehicles*

Project status: grant application not successful

Proposed project period: September 1, 2020-August 31, 2022

Proposed total award amount, percent effort, and duration: \$5,000,000, 9% effort, 24 months

Proposed role: Senior Personnel (with an interdisciplinary team based at the University of Michigan)

## CITATIONS BY COURTS & JUDGES

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*The Golden Leash and the Fiduciary Duty of Loyalty*, 64 UCLA Law Review 1246 (2017)

Leo E. Strine, Jr. (then-Chief Justice of Delaware), *Who Bleeds When the Wolves Bite?: A Flesh-and-Blood Perspective on Hedge Fund Activism and Our Strange Corporate Governance System*, 126 Yale Law Journal 1870, 1970 n.114 (2017)

*Ending Judgment Arbitrage: Jurisdictional Competition and the Enforcement of Foreign Money Judgments in the United States*, 54 Harvard International Law Journal 459 (2013)

*Bluebell Business Limited v. Jones*, 2018 WL 3740694, \*5 n.4 & \*8 (D. Md. Aug. 7, 2018)

*Standard Chartered Bank v. Ahmad Hamad Al Gosaibi & Bros.*, 99 A.3d 936, 945 n.19 (Pa. Super. Ct. 2014)

## SELECTED ACADEMIC PRESENTATIONS

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### *Corporate Governance in Spatial Equilibrium* (in progress)

University of Michigan Junior Scholars Conference, April 2020  
BYU Law School Winter Deals Conference, March 2020  
AALS Annual Meeting, Section on Business Associations, New Voices in Business Law, January 2020  
University of Iowa College of Law Junior Faculty Workshop, December 2019  
State & Local Government Law WIP Conference, University of Virginia Law School, September 2019  
Junior Business Law Colloquium, University of Colorado Law School, July 2019  
National Business Law Scholars Conference, UC Berkeley School of Law, June 2019  
SEALS Annual Meeting, Corporate Governance Discussion Group, August 2018

### *The Puzzle and Persistence of Biglaw Clustering*, 23 *Theoretical Inquiries in Law* \_\_ (forthcoming 2022) (in progress)

Theoretical Inquiries in Law Symposium on “The Global Law Market,” Tel Aviv University  
Buchmann Faculty of Law, January 2021  
University of Iowa College of Law Summer Workshop, July 2020

### *Congressional Securities Trading*, 96 *Indiana Law Journal* 313 (2020)

University of Iowa College of Law Junior Faculty Workshop, April 2020  
University of California, Hastings, Workshop in Law, Business & Economics, April 2020

### *The Independent Board as Shield*, 77 *Washington & Lee Law Review* 1811 (2020)

University of Chicago Law School Legal Scholarship Workshop, December 2019  
University of Iowa College of Law Faculty Workshop, November 2019  
Junior Business Law Colloquium, University of Colorado Law School, July 2018  
National Business Law Scholars Conference, University of Georgia School of Law, June 2018  
American Law & Economics Association Annual Meeting, BU School of Law, May 2018  
University of Kentucky College of Law Visiting Faculty Speaker Series, April 2018  
Tulane University Law School & Murphy Institute Workshop on Regulation, March 2018  
BYU Law School Winter Deals Conference, March 2018  
BYU Law School Rocky Mountain Junior Scholars Forum, November 2017  
University of Chicago Law School Legal Scholarship Workshop, November 2017

### *Should Law Subsidize Driving?*, 95 *New York University Law Review* 498 (2020)

University of Michigan Undergraduate American Culture Class, Guest Lecture, March 2021  
UCLA Undergraduate History Class, Guest Lecture, February 2021  
American Bar Foundation, November 2020  
University of Michigan Law School, Law & Mobility Program, November 2020  
University of Illinois at Chicago College of Urban Planning, Guest Lecture, April 2020  
Stanford Law School, Stanford Environmental Law Society, March 2020  
University of Pennsylvania Carey Law School, American Constitution Society, November 2019  
University of Pennsylvania School of City & Regional Planning, Guest Lecture, November 2019  
Wayne State University Law School Gershenson Faculty Workshop, November 2019

University of Illinois at Chicago College of Urban Planning Friday Forum, October 2019  
University of Iowa College of Public Health, Guest Lecture, October 2019  
Road Safety & Simulation (peer-reviewed international transportation conference), October 2019  
Northwestern-Penn-Stanford Junior Faculty Forum for Law & STEM, September 2019  
University of Iowa College of Law, Innovation, Business, and Law Center, September 2019  
University of Iowa College of Law Faculty Workshop, April 2019  
Hofstra University Maurice A. Deane School of Law Faculty Workshop, February 2019  
Northwestern University Pritzker School of Law Legal Scholarship Workshop, November 2018  
University of Chicago Law School Legal Scholarship Workshop, November 2018  
Celebrating Commons Scholarship, Georgetown University Law Center, October 2018  
State & Local Government Law WIP Conference, Fordham Law School, September 2018  
Southeastern Association of Law Schools Annual Meeting, New Scholars Workshop, August 2018  
University of Iowa College of Law Junior Faculty Workshop, March 2018

*The Emoluments of the Independent Board*

Junior Business Law Colloquium, University of Colorado Law School, July 2017  
National Business Law Scholars Conference, University of Utah College of Law, June 2017

*The Golden Leash and the Fiduciary Duty of Loyalty*, 64 UCLA Law Review 1246 (2017)

American Law & Economics Association Annual Meeting, Yale Law School, May 2017  
Corporate Governance Symposium, John L. Weinberg Center for Corporate Governance, University of Delaware Lerner College of Business & Economics, March 2017  
Finalist, Best Paper Award  
University of Chicago Law School Legal Scholarship Workshop, November 2016  
Harvard Law School Corporate Fellows Workshop, October 2016  
Brooklyn Law School International Business Law Scholars' Roundtable, October 2016  
Duquesne University School of Law Junior FutureLaw Workshop, October 2016  
National Business Law Scholars Conference, University of Chicago Law School, June 2016

*Boilerplate Shock: Sovereign Debt Contracts as Incubators of Systemic Risk*, 89 Tulane Law Review 751 (2015)

American Society of International Law, Biennial Meeting of the International Economic Law Interest Group, University of Denver Sturm College of Law, November 2014  
Brooklyn Law School International Business Law Scholars' Roundtable, October 2014  
University of Chicago Law School Legal Scholarship Workshop, September 2014  
Canadian Law & Economics Association Annual Meeting, University of Toronto, September 2014  
KCON9: The Ninth Annual International Conference on Contracts, St. Thomas Law, February 2014  
Barcelona Workshop on Global Governance, ESADE Business School & IBEI, January 2014  
University of Denver Sturm College of Law Faculty Workshop, October 2013  
Hofstra University Maurice A. Deane School of Law Summer Faculty Workshop, June 2013

*Ending Judgment Arbitrage: Jurisdictional Competition and the Enforcement of Foreign Money Judgments in the United States*, 54 Harvard International Law Journal 459 (2013)

American Society of International Law, Biennial Meeting of the International Economic Law Interest Group, George Washington University Law School, November 2012  
Hofstra University Maurice A. Deane School of Law Junior Faculty Forum, August 2012

#### SELECTED ADDITIONAL WORKSHOPS

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Faculty Organizer, Iowa Law Review Symposium: The Future of Law & Transportation, November 2020 (first-of-its-kind conference featuring academics from law and allied disciplines and a former U.S. Secretary of Transportation; 300+ public participants) ([link](#)) ([videos](#))

Participant, Open Knowledge Network for Transportation Equity in the Era of Driverless Vehicles, University of Michigan, November 2019

Commenter, Rethinking the Shareholder Franchise, University of Wisconsin Law School, September 2019

Convener, Corporate Governance Discussion Group, SEALS Annual Meeting, August 2018

#### MEDIA APPEARANCES

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Commentary on transportation, cities, corporate governance, and securities regulation in The New York Times, Wall Street Journal, Washington Post, Bloomberg CityLab, CNBC, and other national media ([link](#)).

#### PODCAST & OTHER LONGFORM INTERVIEWS

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Commentary on transportation, cities, corporate governance, and securities regulation ([link](#)).

I am also the co-host of the scholarship podcast, *Densely Speaking: Conversations About Cities, Economics & Law* (with Jeffrey Lin, an economist at the Federal Reserve Bank of Philadelphia) ([link](#)).

#### VIDEO & RADIO INTERVIEWS

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NBC News Think, *Public Policy Worships the Automobile—and We Pay the Price*, October 11, 2019 ([link](#))

Think (radio show), KERA Dallas/Fort Worth (broadcast live on NPR stations in Texas and released as a podcast), *Buckle Up: It's the Law*, July 15, 2019 ([link](#))

#### INVITED PUBLIC TALKS ON LAW & TRANSPORTATION

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Delaware Valley Regional Planning Commission (Philadelphia-area Metropolitan Planning Organization) Regional Safety Task Force, Traffic Safety Culture and the Law, *Secondhand Driving and the Law: How Compulsory Exposure to Cars Has Undermined Public Health*, October 2020

Denver Bicycle Lobby, *Secondhand Driving and the Law: How Compulsory Exposure to Cars Has Undermined Public Health*, September 2020

Institute for Health Promotion Research, University of Texas Health San Antonio, *Salud America!* Workgroup on Innovations in Transportation Equity for Latino Communities, *Secondhand Driving and the Law: How Compulsory Exposure to Cars Has Undermined Public Health*, May 2020

Keynote, Des Moines Metropolitan Planning Organization Tomorrow Plan Speaker Series, *Americans Shouldn't Have to Drive, but the Law Insists on It*, May 2020 ([link](#) to video recording)

Urban Environmentalists & YIMBY Action, *How the Car Lobby Rewrote Our Laws and How We Can Reclaim Our Cities for People*, San Francisco, CA, March 2020 ([link](#) to audio recording)

Iowa Advisory Council on Automated Transportation Public Safety & Enforcement Subcommittee Meeting, *Legal Perspective on Vulnerable Road User Safety*, February 2020

Kansas Department of Health & Environment, Community Health Promotion Summit, January 2020

Plenary Speaker, *Secondhand Driving and the Law: How Compulsory Exposure to Cars Has Undermined Public Health*

Speaker, *Principles of the Lovable City: What Communities Can Do at the Local level to Promote Public Health, Safe Streets and Business Dynamism*

University of Toronto, Transport Futures Transportation Equity Summit, December 2019

TransitCenter, *The Right to the City vs. The Might of the Car*, New York, NY, November 2019 ([link](#) to video recording (starts at 13:30))

5th Square, *How the Law Subsidizes Driving*, Philadelphia, PA, November 2019

Delaware Valley Smart Growth Alliance & 5th Square, *How the Law Subsidizes Driving*, Philadelphia, PA, November 2019

#### PROFESSIONAL & PUBLIC SERVICE

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2020-present	Co-Host, <i>Densely Speaking: Conversations About Cities, Economics &amp; Law</i> ( <a href="#">link</a> ) (podcast with Jeffrey Lin, economist at the Federal Reserve Bank of Philadelphia)
2020-present	Executive Committee, Section on Transactional Law & Skills, AALS
2020-present	Executive Committee, Section on State & Local Government Law, AALS
2020	Volunteer, Biden for President Policy Committee
2020	Founder/“Art Vandelay Dean,” Yada Yada Law School, a fake law school where real law professors teach “classes about nothing” for charity (general <a href="#">link</a> ; classes <a href="#">link</a> )
2017-present	Referee for conferences and journals, including the Columbia Law Review
2019-present	Policy & Legislation Subcomm., Iowa Advisory Council on Automated Transportation
2018-present	Board of Trustees, University of Iowa Hillel Foundation
2017-present	Road to Zero Coalition (a joint project of the U.S. Department of Transportation and the National Safety Council to eliminate traffic deaths)
2016	Victory Counsel (election protection), Hillary for America/New Hampshire Democratic Party

#### ADMISSIONS

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New York State (2009); U.S. Court of Appeals for the Fifth Circuit (2009); U.S. District Courts, S.D.N.Y. (2010) and E.D.N.Y. (2012)