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978-1-107-15828-3 — Can Delaware Be Dethroned?

Edited by Stephen M. Bainbridge, Iman Anabtawi, Sung Hui Kim, James Park

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## CAN DELAWARE BE DETHRONED?

Delaware is the state of incorporation for almost two-thirds of the Fortune 500 companies, as well as more than half of all companies listed on the New York Stock Exchange, NASDAQ, and other major stock exchanges. This gives Delaware a seemingly unchallengeable position as the dominant producer of US corporate law. In recent years, however, some observers have suggested that Delaware's competitive position is eroding. Other states have long tried to chip away at Delaware's position, and recent Delaware legal developments may have strengthened the case for incorporating outside Delaware. More important, however, the federal government is increasingly preempting corporate governance law. The contributors to this volume are leading academics and practitioners with decades of experience in Delaware corporate law. They bring together a variety of perspectives that collectively provide the reader with a broad understanding of how Delaware achieved its dominant position and the threats it faces.

STEPHEN M. BAINBRIDGE is William D. Warren Distinguished Professor of Law at UCLA School of Law. His most recent books include: *Business Associations: Cases and Materials on Agency, Partnerships, and Corporations* (9th ed., 2015) (with Klein and Ramseyer); *Corporate Governance After the Financial Crisis* (2012); *Mergers and Acquisitions* (3d ed. 2012); and *The New Corporate Governance in Theory and Practice* (2008).

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# Can Delaware Be Dethroned?

EVALUATING DELAWARE'S DOMINANCE OF  
CORPORATE LAW

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Contents

<i>List of Contributors</i>	<i>page vii</i>
1 Introduction: Can Delaware Be Dethroned? Evaluating Delaware’s Dominance of Corporate Law Stephen M. Bainbridge	1
2 Product Differentiation in the Market for Corporate Law: A Regulatory Alternative to Delaware Corporate Law Sean J. Griffith	16
3 Delaware’s Fall: The Arbitration Bylaws Scenario Lynn M. LoPucki	35
4 Delaware’s Dominance: A Peculiar Illustration of American Federalism Robert B. Thompson	57
5 The Failure of Federal Incorporation Law: A Public Choice Perspective Sung Hui Kim	78
6 Delaware and <i>Santa Fe Industries v. Green</i> James J. Park	101
7 Interest Group Analysis of Delaware Law: The Corporate Opportunity Doctrine as Case Study Stephen M. Bainbridge	120

vi	<i>Table of Contents</i>	
8	<b>The Trouble with <i>Trulia</i>: Reevaluating the Case for Fee-Shifting Bylaws as a Solution to the Overlitigation of Corporate Claims</b> William B. Chandler III and Anthony A. Rickey	145
9	<b>Dominance by Inaction: Delaware’s Long Silence on Corporate Officers</b> Lyman Johnson	182
10	<b>The Private Ordering of Publicly Traded Partnerships</b> Christine Hurt	201
11	<b>Why Delaware Must Retain Its Corporate Dominance and Why It May Not</b> Charles M. Elson	225
12	<b>Delaware’s Continued Resilience: The Next Hundred Years</b> A. Gilchrist Sparks III and Daniel D. Matthews	238

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viii

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