

Cambridge University Press 978-1-108-48512-8 — Fiduciary Obligations in Business Edited by Arthur B. Laby , Jacob Hale Russell Table of Contents More Information

## Contents

List	of Contributors	page ix
Edi	tors' Acknowledgments	xi
	Introduction: The Decline and Rise of Fiduciary Obligations in Business Jacob Hale Russell & Arthur B. Laby	1
	PART I IDENTIFYING FIDUCIARIES AND THEIR DUTIES	21
1	Fiduciary Duties on the Temporal Edges of Agency Relationships Deborah A. DeMott	23
2	Extra Large Partnerships Christine Hurt	40
3	The Three Fiduciaries of Delaware Corporate Law—and Eisenberg's Error Lyman Johnson	57
4	Trust, Discretion, and ERISA Fiduciary Status Arthur B. Laby	74
5	Examining Indenture Trustee Duties Steven L. Schwarcz	93
	PART II GAPS AND ALTERNATIVES IN FIDUCIARY REGIMES	111
6	Conflicts of Interest in Investment Advice: An Expanded View Quinn Curtis	113
7	A System of Fiduciary Protections for Mutual Funds Howell E. Jackson	132
8	Equitable Duty: Regulating Corporate Transactions in the Vicinity of Insolvency from a Comparative Perspective Edward J. Janger	152
9	Equity, Majoritarian Governance, and the Oppression Remedy Paul B. Miller	171



Cambridge University Press 978-1-108-48512-8 — Fiduciary Obligations in Business Edited by Arthur B. Laby , Jacob Hale Russell Table of Contents More Information

V111	Contents	
10	Fiduciary Relationships in Employee Benefit Plans Dana M. Muir	189
	PART III HISTORICAL AND COMPARATIVE PERSPECTIVES	205
11	Delaware Corporate Law and the "End of History" in Creditor Protection Jared A. Ellias & Robert J. Stark	207
12	The Independent Director in Delaware and German Corporate Law Christoph Kumpan	221
13	For Whom Are Nonprofit Managers Trustees? The Contractual Revolution in Charity Governance Jacob Hale Russell	241
14	Fiduciary Law and Japanese Nonprofits: A Historical and Comparative Synthesis Masayuki Tamaruya	261
	PART IV STAKEHOLDERS AND SOCIETY	283
15	Corporations, Directors' Duties, and the Public/Private Divide Jennifer G. Hill	285
16	Stakeholder Impartiality: A New Classic Approach for the Objectives of the Corporation Amir N. Licht	301
17	Shareholder Primacy in Benefit Corporations Julian Velasco	318
18	Self-Interested Fiduciaries and Invulnerable Beneficiaries: When Fiduciary Duties Do Not Fit Kelli Alces Williams	334
Inde	ex	350