

TRANSACTIONS

THE TENNESSEE JOURNAL OF BUSINESS LAW

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A PUBLICATION OF
THE CLAYTON CENTER FOR ENTREPRENEURIAL LAW
OF
THE UNIVERSITY OF TENNESSEE COLLEGE OF LAW



VOLUME 7

FALL 2005

NUMBER 1

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VOLUME 7

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ISSN 4486-1457. *Transactions: The Tennessee Journal of Business Law* is published semi-annually and edited by students of the University of Tennessee College of Law. The publisher is Transactions: The Tennessee Journal of Business Law, Inc., c/o The Clayton Center for Entrepreneurial Law, 1505 W. Cumberland Ave., Knoxville, Tennessee 37996-1810. The domestic subscription rate is \$20.00 per volume, \$10.00 per single issue; foreign subscription is \$25.00 per volume, \$15.00 per single issue, plus postage. Unless notice to the contrary is received, *Transactions: The Tennessee Journal of Business Law* assumes that a renewal of the subscription is desired. All claims of non-receipt of an issue should be made within six months of date of publication if claimant wishes to avoid paying for the missing issue. To order back issues, contact William S. Hein & Co., Inc. at 1285 Main Street, Buffalo NY 14209-1987, or call toll free at (800) 828-7571. POSTMASTER: Send address changes to: *Transactions: The Tennessee Journal of Business Law*, c/o The Clayton Center for Entrepreneurial Law, 1505 W. Cumberland Ave., Knoxville, Tennessee 37996-1810.

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The Tennessee Journal of Business Law

VOLUME 7

FALL 2005

NUMBER 1

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BUSINESS FACULTY NOTES



Professor Iris J. Goodwin joined the University of Tennessee College of Law faculty in 2005. Professor Goodwin brings a rich background in political theory to both her teaching and scholarship. Before attending New York University School of Law, she earned a doctorate in political science from Columbia University, where she was a Chamberlain Fellow and a member of the Columbia College faculty. Her recent article, "Donor Standing to Enforce Charitable Gifts: Civil Society vs. Donor Empowerment," appears in the May 2005 issue of the *Vanderbilt Law Review*. She continues her focus on nonprofit organizations in her current research project where she is examining the *cy pres* doctrine and the way in which a concept of the public good might appropriately be brought to bear on charities in these types of proceedings.



Professor Joan Heminway spoke at two academic conferences during the summer of 2005. In June, she presented a paper on Martha Stewart's securities fraud acquittal at the Law and Society Association Annual Meeting, and in July, she presented further insights on the Martha Stewart criminal case as part of a panel on corporate and securities fraud at the Southeastern Association of Law Schools Annual conference. Her related paper, "Martha Stewart Saved! Insider Violations of Rule 10b-5 for Misrepresented or Undisclosed Personal Facts or Transactions," will be published in a forthcoming issue of the *Maryland Law Review*. Also, Professor Heminway's edited panel discussion entitled "The Feminist Pervasion: How Gender-Based Scholarship Informs Law and Law Teaching" will be published in a forthcoming issue of the *Southern California Review of Law and Women's Studies*. Professor Heminway is a visiting professor at Boston College Law School where she is teaching Securities Regulation and Mergers & Acquisitions for the Fall 2005 semester. During her time in Massachusetts this fall, Professor Heminway has presented a paper outlining a proposal for materiality guidance in insider trading cases at a faculty forum at Boston College Law School. She also has spoken at seminars for practitioners on the drafting of limited liability company statutes (for the Boston Bar Association) and on materiality determinations in securities law matters (for attorneys at the Boston office of Skadden, Arps, Slate, Meagher & Flom LLP, where she served as Counsel before coming to the University of Tennessee College of Law).



Professor Amy Morris Hess was selected to receive the 2005 Treat Award for Excellence from the National College of Probate Judges in recognition of her significant contributions to the improvement of probate and trust law. The award was presented at the College's annual banquet in November. In October 2005, Professor Hess was elected to membership in the American College of Trust and Estate Counsel.



Professor Jeff Hirsch recently presented a paper at the Southeastern Association of American Law Schools Annual Conference. He is currently preparing a paper for presentation at a joint American Economic Association/Labor and Employment Relations Association symposium entitled "The National Labor Relations Act After Seventy Years: An Assessment." He is also finishing his article, "Taking State Property Rights Out of Labor Law," which explores union access rights to employer property.



Professor George Kuney made two presentations this summer as part of Northwestern University School of Law's conference on "Teaching Contract Drafting," attended by over 100 teachers and professors of legal writing and related subjects. While publishing *Hijacking Chapter 11* and a recent series of articles on the intersection of corporate and tort law in the area of successor liability, Professor Kuney served as a bankruptcy consultant for a team of attorneys that succeeded in recovering a substantial sum for an injured worker from the successor-by-purchase-from-a-bankruptcy-estate after briefing and arguing the issues from the trial courts to the 4th and 6th Circuit Courts of Appeal. He is preparing to publish a detailed taxonomy of the varied forms of non-statutory successor liability in the United States. He also served in 2005 as an expert witness on the Sherman Act, the Clayton Act, the Uniform Commercial Code, and Tennessee non-competition law in the Intermediate People's Court of Changsha, Hunan Province, People's Republic of China. The appellate court ruled in favor of Professor Kuney's client. The dispute between two Chinese firms involved United States and Tennessee law because the parties had lifted the "boilerplate" clauses from a contract used by their joint customer, a firm in Nashville, which contained a Tennessee choice of law provision. The result would have been the opposite under Chinese law. "Watch the boilerplate," said Kuney.



Professor Becky Jacobs participated as a speaker for the University of Tennessee's campus-wide International Angle program. She also jointly conducted training for selected campus mediators with the University of Tennessee's HR Training staff. Professor Jacobs continues to work with the Knoxville mediation community, presenting CLE and simulation programs. In 2004-2005, she coached student Moot Court teams in two separate competitions. In the first, the 2005 Representation in Mediation Competition, the two University of Tennessee pairs performed outstandingly at the Regional Competition in Oxford, Mississippi, both advancing to the final round. One University of Tennessee pair was invited to compete at the National Competition in Los Angeles and finished third in the nation. The University of Tennessee College of Law's Philip C. Jessup International Law Moot Court team advanced to the Semi-Finals at the Regional level. Professor Jacobs's latest publication is "Brazil's Agricultural Trade War: Success and Failure on the Southern Route to Antarctica," 36 U. MIAMI INTER-AM. L. REV. 167 (2005). She also is participating in an International Senior Lawyer's Project assignment involving African oil interests.



Professor Don Leatherman was in Los Angeles in November to participate on a panel for the mergers and acquisitions conference presented by the Practising Law Institute. The panel considered current developments for consolidated groups. Professor Leatherman is writing a chapter of an e-book for CCH on fundamental federal income tax concepts for consolidated groups. The book will be completed by the end of 2005.



Professor Robert Lloyd's essay, "Hard Law Firms and Soft Law Schools," appeared in 83 N.C. L. REV. 667 (2005). Professor Lloyd also gave a talk based on the essay at the Southeastern Association of American Law Schools meeting in July. Another article, "Pennzoil v. Texaco, Twenty Years After: Lessons for Business Lawyers" was published in 6 TRANSACTIONS: TENN. J. BUS. L. 21 (2005). Professor Lloyd's article "The Circle of Assent Doctrine: An Important Innovation in Contract Law," has been accepted for publication in next spring's issue of Transactions.



Professor Carl Pierce was named the W. Allen Separk Distinguished Professor of Law in late summer 2005. The University of Memphis Law Review has accepted his article, "Client Misconduct in the 21st Century," for publication. The article addresses and calls for a broadening of the legal profession's specification of the client misconduct that a lawyer must not encourage or assist and it pays particular attention to transactional practice. Professor Pierce is also serving as the Chairperson of the Tennessee Supreme Court's Administrative Office of the Courts Working Group on Self-Represented Litigants.



Professor Thomas Plank is serving his first year as a member of the Editorial Advisory Board of the American Bankruptcy Law Journal and attended the Board's annual meeting in San Antonio, Texas, in November 2005. Professor Plank made a presentation in October on "Exacting Change Through Law" to a group of visiting scientists, administrators, and other professionals from Russia participating in the Open World Leadership Program, an exchange program sponsored the United States Congress. Professor Plank spent the last week of September at Georgia State University College of Law as the 2005 Southeastern Bankruptcy Law Institute Distinguished Visiting Professor of Law. During the week, Professor Plank co-taught a class on partnerships in bankruptcy and met individually with students and faculty. He also made a presentation on "Implications of the Definition of Property of the Estate – A Contrarian View" to the officers, directors and advisors of the Southeastern Bankruptcy Law Institute, which is made up of bankruptcy judges and bankruptcy practitioners.



Professor Gary Pulsinelli continues to concentrate on research and teaching. His article, "Share and Share Alike: Increasing Access to Government-Funded Inventions under the Bayh-Dole Act," will be published in the spring issue of the Minnesota Journal of Law, Science, and Technology.



Professor Greg Stein spent this past summer in Shanghai, China, teaching and undertaking research into property law and real estate finance. He taught a course on American real estate finance law to graduate law students at Shanghai Jiaotong University Law School as a Fulbright Senior Specialist. This is the same school Professor Stein visited as a Fulbright Scholar in the spring of 2003. He also began a research project on Chinese real estate law that involved meeting and interviewing several dozen participants in China's booming real estate market, including developers, government officials, bankers, legal and business academics, practicing lawyers, and judges. Professor Stein presented a talk entitled "Real Estate Securitization in the United States" to faculty and students at the East China University of Politics and Law in Shanghai in June. He also made a presentation on American real estate law to the research staff of the Shanghai office of a Taiwanese real estate consulting and investment firm. Professor Stein spoke at the American Bar Association's Real Property, Probate, and Trust Law Section's Continuing Legal Education Program held in Washington, D.C. in May. He also was elected as Co-Chair of that Section's Legal Education Committee and was re-elected to the Executive Committee of the Real Estate Transactions Section of the Association of American Law Schools. Professor Stein was reappointed as a member of the Property Preservation Task Force. This group, jointly sponsored by the American Bar Association and the National Bar Association, will propose solutions to the problems that arise when real estate developers acquire tenant-in-common interests with poor African-American farmers and then force partition actions as a means of acquiring the property inexpensively. African-American farming families have lost millions of acres in this way.



Professor Paulette J. Williams continued to teach the Business Law Clinic in the fall semester of 2005. She and her students are working on several projects for new businesses, non-profits, and community organizations. Professor Williams participated on a panel in August that discussed recent developments in nonprofit law and management. The presentation is part of an effort by the Pro Bono Committee of the Knoxville Bar Association to provide more information about the law to people and agencies in the area. Professor Williams is currently working on Preservation of Affordable Housing for an American Bar Association book to be published later in 2005. Her next two projects will concern affordable housing development in Knoxville and community economic development in clinical legal education.