

HARVARD LAW SCHOOL
Program on Law and Finance
Report of Activities, July 1, 2016 – June 30, 2017

The Program on Law and Finance at Harvard Law School seeks to foster research, education, and discourse in connection with law and finance. The Program works with, and supports the activities of, the Program on Corporate Governance (PCG) and the Program on Institutional Investors (PII) in connection with corporate governance and institutional investors, respectively. The Program also seeks to conduct and support other activities in the fields of law and finance, law and business, law and economics, capital markets, regulation, risk, and applied economics, including on subjects such as securities regulation, financial institutions, and financial regulation. The Program's director is Professor Lucian Bebchuk. Additional information regarding the PLF is available on the Program's website: <http://plf.law.harvard.edu/>.

Below we describe the PCG and the PII, and activities that the Program carried out through either of the PCG or the PII or both.

Program on Corporate Governance

The Program on Corporate Governance (PCG) seeks to contribute to policy, public discourse, and education in the field of corporate governance. It seeks to advance this mission in two inter-related ways:

- *Bridging the gap between academia and practice:* The PCG seeks to foster interaction between the worlds of academia and practice that will enrich both. Such interaction enables academic researchers to better understand the issues and the environment facing practitioners, thereby facilitating research that will be more relevant for practice. Interaction between academia and practice also keeps public and private decision-makers better informed about research activities in corporate governance, and enhances the public discourse on corporate governance.
- *Fostering policy-relevant research:* The PCG fosters empirical and policy research that sheds light on corporate governance questions facing public and private decision-makers. By providing relevant research that is grounded in the best methods of academic research, such projects can have an important impact on decision-making and public discourse in the field.

The PCG's director is Professor Lucian Bebchuk, and other Harvard Law School faculty members contributing to its activities during 2016-17 were Robert Clark, John Coates, Alma

Cohen, Allen Ferrell, Jesse Fried, Oliver Hart, Howell Jackson, Reinier Kraakman, Mark Ramseyer, Mark Roe, Robert Sitkoff, Holger Spamann, Leo Strine, Jr., and Guhan Subramanian. Also contributing to the PCG's activities were its Senior Fellows, Alon Brav, Stephen M. Davis, Assaf Hamdani, Oliver Hart, Ben W. Heineman, Jr., Robert J. Jackson, Jr., and Wei Jiang and its Fellows, Talia Gillis, Scott Hirst, Masaki Iwasaki, Kobi Kastiel, Thomas Keusch, Jihyun Kim, Aurelio Guerra Martinez, Greg Shill, Yunsoo Shin, Brian Vito, and Aluma Zernik. The PCG's associate directors are Stephen Davis and Scott Hirst; the PCG's coordinator is Jordan Figueroa and its administrative director is Kat Linnehan; and the PCG's associates are David Mao, Zoe Piel, and Travis Taylor.

The PCG's advisory board consists of William Ackman, Peter Atkins, John Bader, Allison Bennington, Richard Brand, Daniel Burch, Richard Climan, Jesse Cohn, Joan Conley, Isaac Corré, Arthur B. Crozier, Ariel Deckelbaum, Deborah DeHaas, John Finley, Stephen Fraidin, Byron S. Georgiou, Jason M. Halper, Paul Hilal, Carl Icahn, Jack B. Jacobs, Paula Loop, David Millstone, Theodore Mirvis, Toby Myerson, Morton Pierce, Barry Rosenstein, Paul K. Rowe, Marc Treviño, Adam Weinstein, and Daniel Wolf.

During the 2016-17 university year, the PCG made the following contributions to research, education, and discourse in the corporate governance field:

- **Research:** The PCG supported and fostered cutting-edge research on corporate governance, including 51 studies by faculty members and senior fellows associated with the PCG;
- **Online forum and Newsletter:** The PCG operated *The Harvard Law School Forum on Corporate Governance and Financial Regulation*, which featured 869 posts in 2016-17, bringing the total number of posts to over 5,618 since inception;
- **Journal:** The Program is affiliated with the Harvard Business Law Review, a journal, the 2016-17 activities of which included publishing 13 articles;
- **Conferences:** The PCG supported and facilitated three major conferences, the Harvard Roundtable on Corporate Governance in November 2016, the Harvard Roundtable on Corporate Governance in March 2017, and the Harvard Roundtable on Shareholder Engagement in June 2017, with an average of 80 prominent participants, including investors, issuers, advisors, regulators, and academics;
- **Speakers:** The PCG supported and facilitated a series of talks and presentations on corporate governance, with a total of 31 events, by both academics and prominent practitioners;

- **Fellows:** The PCG contributed to research and education by students and recent graduates by sponsoring 11 fellows undertaking research in the fields of corporate governance and law and finance, and awarding prizes for such research;
- **Practice and policy:** The activities of the PCG and the individuals affiliated with it contributed to practice and policy, including through the PCG's Advisory Board of 30 distinguished practitioners, visits by 186 practitioners who participated in the PCG's activities during 2016-17, 6 op-eds published by faculty members and senior fellows associated with the PCG, and congressional testimony; and
- **Media mentions:** The PCG's work was recognized by the media, with the research and comments of its affiliated faculty and senior fellows noted in 16 media articles, including in pieces in, among other places, *The New York Times*, *The Wall Street Journal*, and *The Washington Post*.

In the upcoming year, the PCG plans to continue activities similar in nature and scale to those summarized above.

Additional information regarding the PCG is available on the PCG's website, http://www.law.harvard.edu/programs/corp_gov/.

Program on Institutional Investors

The Program on Institutional Investors at Harvard Law School (PII), established in the summer of 2011, seeks to contribute to research, policy-making, discourse, and education with respect to institutional investors and issues of interest to institutional investors. During 2016-17, the PII's director was Lucian Bebchuk, Stephen M. Davis and Scott Hirst served as associate directors, and Kat Linnehan served as administrative director.

As the report documents, during the 2016-17 university year, the PII made the following contributions to research, education, and discourse in the field of corporate governance:

- **Harvard Law School Institutional Investor Forum:** The PII operates The Harvard Law School Institutional Investor Forum (HIIF), which aims at contributing to discourse, policy making and education with respect to institutional investors and issues of interest to them. It has 22 institutional investor members and an advisory council of leading governance offers from the institutional investor community;
- **Conferences:** The PII supported and facilitated three major conferences, the Harvard Roundtable on Corporate Governance in November 2016, the Harvard Roundtable on Corporate Governance in March 2017, and the Harvard Roundtable on Shareholder

Engagement in June 2017, with an average of 80 prominent participants, including investors, issuers, advisors, regulators, and academics;

- **Research:** The PII supported and fostered cutting-edge research on corporate governance, including 51 studies by faculty members and senior fellows associated with the PII; and
- **Online forum and Newsletter:** Along with the Program on Corporate Governance, the PII operated *The Harvard Law School Forum on Corporate Governance and Financial Regulation*, which has featured 869 posts in 2016-17, bringing the total number of posts to over 5,618 since its inception.

In the upcoming year, the PII plans to continue activities similar in nature and scale to those summarized above.

Additional information regarding the PII is available on the PII's website: <http://pii.law.harvard.edu/>.