



School of Law

香港城市大學
City University of Hong Kong

Distinguished Visiting Professor Lecture: Delaware Law as a Business: Implications for Incorporations and Corporate Governance

Professor Jesse M. Fried
William Nelson Cromwell Professor of Law
Harvard Law School

Abstract

Delaware seeks to make its corporate law attractive to those who choose a firm's domicile -- controlling shareholders and directors, thus most US-based firms, and some foreign-based firms, select a Delaware domicile. I explain how the Delaware Court of Chancery operates, including how it has historically balanced the need to deter insider misbehavior with the need to keep Delaware attractive to insiders. Recent exits from Delaware, including by Elon Musk's Tesla, indicate that Delaware has fallen off balance.

Biography

Jesse M. Fried is the William Nelson Cromwell Professor of Law at Harvard Law School. From 2014-2024, he was the Dane Professor of Law. Before joining the Harvard faculty in 2009, Fried was a Professor of Law and Faculty Co-Director of the Berkeley Center for Law, Business and the Economy (BCLBE) at the University of California Berkeley. Fried has also been a visiting professor at Columbia University Law School, Duisenberg School of Finance, Hebrew University, Tel Aviv University, and Reichman University. He holds an A.B. and A.M in Economics from Harvard University, and a J.D. magna cum laude from Harvard Law School.

His well-known book *Pay without Performance: the Unfulfilled Promise of Executive Compensation*, co-authored with Lucian Bebchuk, has been widely acclaimed by both academics and practitioners and translated into Arabic, Chinese, Japanese, and Italian. Fried has served as a consultant and expert witness in litigation involving executive compensation and corporate governance issues.



10 March 2025 (Monday)



5:00 pm - 7:00 pm



LAU- 6207, CityUHK &
Online via Zoom



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Registration Deadline:
7 March 2025 (Friday), 4:00 pm

This lecture has been accredited with 2 CPD points by Hong Kong Law Society.

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