

MOHSEN MANESH

Associate Dean for Faculty Research & Programs
Stewart Professor of Business Law
University of Oregon School of Law
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ACADEMIC & PROFESSIONAL EXPERIENCE

University of Oregon School of Law, Eugene & Portland, OR

Associate Dean for Faculty Research & Programs (2024 - present)

L.L. Stewart Professor of Business Law (2023 - present)

Professor (2021 - 2023)

Associate Professor (2015 - 2021)

Assistant Professor (2010 - 2015)

Courses: Business Associations | Mergers & Acquisitions | Securities Regulation
Contracts | Sales (UCC Article 2) | Corporate Governance Seminar

Davis Wright Tremaine LLP, Seattle, WA

Associate Attorney (2006 - 2010)

Practice: Mergers & Acquisitions | Corporate Law | Securities Regulation FCC-Licensed
Wireless Spectrum Acquisition & Leasing

PUBLICATIONS

Articles

[*The Past, Present, and Likely Future of Shareholder Arbitration*](#) 71 VILL. L. REV. (forthcoming 2026).

[*A New Cardinal Precept in Corporate Law*](#), 86 LA. L. REV. 1 (2025).

[*The Corporate Contract and The Private Ordering of Shareholder Proposals*](#), 50 J. CORP. L. 1 (2024).

[*The Corporate Contract and Shareholder Arbitration*](#), 98 N.Y.U. L. REV. 1106 (2023) (co-authored with Joseph A. Grundfest).

- *Reprinted in* 56 SEC. L. REV. § 6.2 (2024).

[*Abandoned and Split But Never Reversed: Borak and Federal Derivative Litigation*](#), 78 BUS. LAW. 1047 (2023) (co-authored with Joseph A. Grundfest).

[*The Corporate Contract and the Internal Affairs Doctrine*](#), 71 AM. U. L. REV. 501 (2021).

[*The Contested Edges of Internal Affairs*](#), 87 TENN. L. REV. 251 (2020).

[*Introducing the Totally Unnecessary Benefit LLC*](#), 97 N.C. L. REV. 603 (2019).

[*Creatures of Contract: A Half-Truth about LLCs*](#), 42 DEL. J. CORP. L. 391 (2018).

[*The Case Against Fiduciary Entity Veil Piercing*](#), 72 BUS. LAW. 61 (2017).

[*Equity in LLC Law?*](#), 44 FLA. ST. U. L. REV. 93 (2016).

[*Nearing 30, Is Revlon Showing its Age?*](#), 71 WASH. & LEE L. REV. ONLINE 107 (2014).

[*Defined by Dictum: The Geography of Revlon-Land in Cash and Mixed Consideration Transactions*](#), 59 VILL. L. REV. 1 (2014).

[*Damning Dictum: The Default Duty Debate in Delaware*](#), 39 J. CORP. L. 35 (2013).

[*Express Contract Terms and the Implied Contractual Covenant of Delaware Law*](#), 38 DEL. J. CORP. L. 1 (2013).

[*Contractual Freedom under Delaware Alternative Entity Law: Evidence from Publicly Traded LPs and LLCs*](#), 37 J. CORP. L. 555 (2012).

- Reprinted in 54 CORP. PRAC. COMMENTATOR 509 (2012).

[*Delaware and the Market for LLC Law: A Theory of Contractibility and Legal Indeterminacy*](#), 52 B.C. L. REV. 189 (2011).

[*Legal Asymmetry and the End of Corporate Law*](#), 34 DEL. J. CORP. L. 465 (2009).

The Immorality of Theft, The Amoral of Infringement, 2006 STAN. TECH. L. REV. 5.

Indeterminacy and Self Enforcement: A Defense of Delaware's Approach to Director Independence in Derivative Litigation, 6 J. BUS. & SEC. L. 177 (2006).

[*The New Class Action Rule: Procedural Reforms in an Ethical Vacuum*](#), 18 GEO. J. LEGAL ETHICS 923 (2005) (student note).

Book Chapters

[*Fiduciary Principles in Unincorporated Entity Law*](#), in THE OXFORD HANDBOOK OF FIDUCIARY LAW (Evan J. Criddle, Paul B. Miller, and Robert H. Sitkoff, eds., Oxford University Press, 2019).

[*Dictum in Alternative Entity Jurisprudence and the Expansion of Judicial Power in Delaware*](#), in RESEARCH HANDBOOK ON PARTNERSHIPS, LLCs AND ALTERNATIVE FORMS OF BUSINESS ORGANIZATIONS 336 (Robert W. Hillman & Mark J. Loewenstein eds., 2015).

Op-Eds, Amicus Briefs, and Shorter Works

[*Texas changed the rules. SpaceX's investors may pay the price*](#), AUSTIN AMERICAN-STATESMAN (June 9, 2026).

[*SpaceX Maps Texas Strategy to Dodge Securities Class Actions*](#), BLOOMBERG LAW (June 3, 2026).

[*Why Corporate Counsel Should Think Twice About Shareholder Arbitration*](#), LAW360 (Feb. 13, 2026).

[*US Companies don't need Washington to fix the Shareholder Proposal Mess*](#), THE HILL (Jan. 23, 2026).

[*Corporate America Should Regain Control of Shareholder Proposals*](#), BLOOMBERG LAW (Jan. 22, 2025).

[*Still Abandoned*](#), 79 BUS. LAW. 1085 (2025) (co-authored with Joseph A. Grundfest).

[*Amici Curiae Brief in Lee v. Fisher*](#) (9th Circuit *en banc*) (coauthored with Joseph A. Grundfest) (Nov. 28, 2022).

[*What is the Practical Importance of Default Rules under Delaware LLC and LP Law?*](#), 2 HARV. BUS. L. REV. ONLINE 121 (2012).

- *Reprinted in* PRACTISING LAW INSTITUTE, 44TH ANNUAL INSTITUTE ON SECURITIES REGULATION, CORPORATE LAW AND PRACTICE COURSE HANDBOOK SERIES (2012).

Guest Blog Posts

[*Delaware Law Does Bar Mandatory Arbitration of Federal Securities Claims*](#), HARVARD LAW SCHOOL FORUM ON CORPORATE GOVERNANCE (May 21, 2026).

[*Shareholder Advocates Are Fighting the Wrong Battle on Rule 14a-8*](#), THE COLUMBIA LAW SCHOOL BLUE SKY BLOG (Feb. 17, 2026).

[*The Past, Present, and Likely Future of Shareholder Arbitration*](#), THE COLUMBIA LAW SCHOOL BLUE SKY BLOG (Jan. 26, 2026).

[*A New Cardinal Precept in Delaware Corporate Law*](#), THE COLUMBIA LAW SCHOOL BLUE SKY BLOG (June 2, 2025).

[*The Corporate Contract and the Private Ordering of Shareholder Proposals*](#), THE COLUMBIA LAW SCHOOL BLUE SKY BLOG (Feb. 26, 2024).

[*A Consequential Circuit Split Casts Doubt on Whether Borak Is Still Good Law*](#), THE COLUMBIA LAW SCHOOL BLUE SKY BLOG (June 23, 2023).

[*Update on Lee v. Fisher*](#), PROFESSORBAINBRIDGE.COM (June 6, 2023).

[*Abandoned and Split But Never Reversed: Borak and Federal Court Derivative Litigation*](#), HARVARD LAW SCHOOL FORUM ON CORPORATE GOVERNANCE (Dec. 12, 2022).

[*The Corporate Contract and Shareholder Arbitration*](#), HARVARD LAW SCHOOL FORUM ON CORPORATE GOVERNANCE (Nov. 10, 2022).

[*The Corporate Contract and the Internal Affairs Doctrine*](#), THE COLUMBIA LAW SCHOOL BLUE SKY BLOG (Sep. 8, 2021).

[*Regulating Federal Securities Law Claims In Corporate Charters: The Dilemma Confronting Delaware*](#), DUKE UNIVERSITY SCHOOL OF LAW FINREG BLOG (Oct. 14, 2019).

[*The Contested Edges of Internal Affairs*](#), THE COLUMBIA LAW SCHOOL BLUE SKY BLOG (Sep. 23, 2019).

[*Introducing the Totally Unnecessary Benefit LLC*](#), THE COLUMBIA LAW SCHOOL BLUE SKY BLOG (Aug. 28, 2018).

[*Creatures of Contract: A Half-Truth About LLCs*](#), HARVARD LAW SCHOOL FORUM ON CORPORATE GOVERNANCE (Oct. 31, 2017).

[*The Case Against Fiduciary Entity Veil Piercing*](#), HARVARD LAW SCHOOL FORUM ON CORPORATE GOVERNANCE (Dec. 3, 2016).

[*Equity in LLC Law?*](#), HARVARD LAW SCHOOL FORUM ON CORPORATE GOVERNANCE (May 22, 2016).

[*Delaware's Financial Commitment to Unlimited Freedom of Contract*](#), contributed for Contract Is King, But Can It Govern Its Realm? Online Micro-Symposium, BUSINESS LAW PROF BLOG (Nov. 17, 2015).

[Strine & Laster's 'Modest' Proposal to Limit Contract's Realm](#), contributed for Contract Is King, But Can It Govern Its Realm? Online Micro-Symposium, BUSINESS LAW PROF BLOG (Nov. 16, 2015).

[Nearing 30, Is Revlon Showing its Age?](#), THE COLUMBIA LAW SCHOOL BLUE SKY BLOG (Nov. 11, 2014).

- Republished at [LAW360](#) (Nov. 14, 2014).

[The Geography of Revlon-Land in Cash and Mixed Consideration Transactions: A Response to Bainbridge](#), THE COLUMBIA LAW SCHOOL BLUE SKY BLOG (Aug. 19, 2013).

COURT CITATIONS

1. Shareholder Rep. Servs. LLC v. Follett Parent, LP, 2026 WL 1506785 (Del. Sup. May 29, 2026) (citing *Express Contract Terms and the Implied Contractual Covenant*).
2. Calumet Cap. Partners LLC v. Victory Park Cap. Advisors, LLC, 353 A.3d 88 (Del. Ch. 2026) (citing *Express Contract Terms and the Implied Contractual Covenant*).
3. Clinton v. Aspinwall, 352 A.3d 1103, 1125 (Conn. 2025) (citing *Express Contract Terms and the Implied Contractual Covenant*).
4. *In re Dura Medic Holdings, Inc. Consolidated Litig.*, 331 A.3d 796, 833 (Del. Ch. 2025) (citing *Defined by Dictum*).
5. Yorktown Sys. Grp. Inc. v. Threat Tec LLC, 108 F.4th 1287, 1294 (11th Cir. 2024) (citing *Damning Dictum*).
6. Gurney-Goldman v. Goldman, 2024 WL 3385169, at *19 (Del. Ch. July 12, 2024) (citing *Creatures of Contract*).
7. Derr v. Delaware Dep't of Servs. for Child., Youth, & Their Fams., 2024 WL 2784185, at *4 (D. Del. May 30, 2024) (citing *Express Contract Terms and the Implied Contractual Covenant*).
8. Schultz v. Sinav Ltd., 48 N.E.3d 10, 30 (Ill. App. 2024) (citing *Damning Dictum*).
9. W. Palm Beach Firefighters' Pension Fund v. Moelis & Co., 311 A.3d 809, 823 n.21 (Del. Ch. 2024) (citing *The Corporate Contract and the Internal Affairs Doctrine*).
10. Sunder Energy, LLC v. Jackson, 2023 WL 8868407, at *10 (Del. Ch. Dec. 22, 2023) (citing *The Corporate Contract and the Internal Affairs Doctrine*).

11. Value Health Solutions, Inc. v. Pharmaceutical Research, 891 S.E.2d 100, 127 (N.C. 2023) (Earls, J., concurring) (quoting and citing *Express Contract Terms and the Implied Contractual Covenant*).
12. Lee v. Fisher, 70 F.4th 1129, 1137, 1149 (9th Cir. 2023) (*en banc*) (citing *Abandoned and Split But Never Reversed*).
13. New Enter. Assocs. 14, L.P. v. Rich, 295 A.3d 520, 566, 569 (Del. Ch. 2023) (citing *The Corporate Contract and the Internal Affairs Doctrine*).
14. Jenkins v. Howard Univ., 2023 WL 1070552, at *2 (D.D.C. Jan. 27, 2023) (citing *The Contested Edges of Internal Affairs*).
15. Jung v. El Tinieblo Int'l, Inc., 2022 WL 16557663, at *10 n. 82 (Del. Ch. Oct. 31, 2022) (citing *Creatures of Contract*).
16. XRI Investment Holdings LLC v. Holifield, 283 A.3d 581, 658 n.84 (Del. Ch. 2022) (citing *Creatures of Contract*).
17. Totta v. CCSB Financial Corp., 2022 WL 1751741, *17 n.92 (Del. Ch. May 31, 2022) (citing *Contractual Freedom under Delaware Alternative Entity Law*).
18. Metro Storage International LLC v. Harron, 275 A.3d 810, 878 n.41 (Del. Ch. 2022) (citing *Creatures of Contract*).
19. *In re Tesla Motors, Inc. Stockholders Litig.*, 2022 WL 1237185, at *28 n.363 (Del. Ch. Apr. 27, 2022) (citing *Defined by Dictum*).
20. *In re Cellular Telephone Partnership Litig.*, 2021 WL 4438046, at *73 n.58 (Del. Ch. Sept. 28, 2021) (citing *Creatures of Contract*).
21. Flannery v. Genomic Health, Inc., 2021 WL 3615540, at *21 n. 238 (Del. Ch. Aug. 16, 2021) (citing *Defined by Dictum*).
22. Spencer v. Malik, 2021 WL 719862, at *4 (Del. Ch. Feb. 23, 2021) (citing *The Contested Edges of Internal Affairs*).
23. Firefighths' Pension Sys. v. Presido, Inc., 251 A.3d 212, 264 (Del. Ch. 2021) (citing *Defined by Dictum*).
24. Salzberg v. Sciabacucchi, 227 A.3d 102, 125, 134 (Del. 2020) (quoting and citing *The Contested Edges of Internal Affairs*).

25. Focus Fin. Partners, LLC v. Holsopple, 241 A.3d 784, 809 (Del. Ch. 2020) (citing *Creatures of Contract*).
26. PPL Corp. v. Riverstone Holdings LLC, 2019 WL 5423306, at *11 (Del. Ch. Oct. 23, 2019) (citing *Express Contract Terms and the Implied Contractual Covenant*).
27. Bandera Master Fund LP v. Boardwalk Pipeline Partners, LP, 2019 WL 4927053, at *12 (Del. Ch. Oct. 7, 2019) (citing *Contractual Freedom under Delaware Alternative Entity Law*).
28. Howell Family Trust v. Greenlaw, 2019 WL 13193924, *8 (N.D. Tex. June 10, 2019) (citing *The Case Against Fiduciary Entity Veil Piercing*).
29. Lee v. Global Stainless Supply, Inc., 2018 WL 6684854, at *12, *44 (Tex. App. Dec. 20, 2018) (citing *Express Contract Terms and the Implied Contractual Covenant*).
30. Gabriels Tech. Solutions, Inc. v. PNJP, LLC, No. 17 CIV. 6410 (AT), 2018 WL 11309883, at *6 (S.D.N.Y. Sept. 7, 2018) (quoting and citing *Express Contract Terms and the Implied Contractual Covenant*).
31. Godden v. Franco, 2018 WL 3998431, at *7 (Del. Ch. Aug. 21, 2018) (citing *Creatures of Contract*).
32. *In re Oxbow Carbon LLC Unitholder Litig.*, 2018 WL 3655257, *16 (Del. Ch. Aug. 1, 2018) (citing *Creatures of Contract*).
33. MHS Capital LLC v. Goggin, 2018 WL 2149718, at *1 (Del. Ch. May 10, 2018) (citing *Express Contract Terms and the Implied Contractual Covenant*).
34. *In re Oxbow Carbon LLC Unitholder Litig.*, 2018 WL 818760, *58 (Del. Ch. Feb. 12, 2018) (quoting and citing *Express Contract Terms and the Implied Contractual Covenant*).
35. Miller v. HCP & Co., 2018 WL 656378, *11 (Del. Ch. Feb. 1, 2018) (citing *Express Contract Terms and the Implied Contractual Covenant*).
36. Reklam v. Bellator Sport Worldwide LLC, 2017 WL 5172397, *5 (D. Del. Nov. 8, 2017) (citing *Express Contract Terms and the Implied Contractual Covenant*).
37. Miller v. FiberLight, LLC, 808 S.E.2d 75, 81 (Ga. App. 2017) (citing *Damning Dictum*).
38. Mix v. Asurion Ins. Servs. Inc., 2016 WL 7229140, at *12 (D. Ariz. Dec. 14, 2016) (citing *The New Class Action Rule*).
39. *In re El Paso Pipeline Partners, L.P. Deriv. Litig.*, 132 A.3d 67, 101 (Del. Ch. 2015) (citing *Contractual Freedom under Delaware Alternative Entity Law*).

40. *In re* Appraisal of Dell, Inc., 2015 WL 4313206, *11 (Del. Ch. July 13, 2015) (citing *Damning Dictum*).
41. NAMA Holdings, Inc. v. Related WMC LLC, 2014 WL 6436647, *16 (Del. Ch. Nov. 17, 2014) (quoting and citing *Express Contract Terms and the Implied Contractual Covenant*).
42. Allen v. El Paso Pipeline GP Co., 113 A.3d 167, 183-84, 193 (Del. Ch. 2014) (quoting and citing *Express Contract Terms and the Implied Contractual Covenant* and *Contractual Freedom under Delaware Alternative Entity Law*).
43. *In re* El Paso Pipeline Partners, L.P. Deriv. Litig., 2014 WL 2768782, *16-*18 (Del. Ch. June 12, 2014) (quoting and citing *Express Contract Terms and the Implied Contractual Covenant*).
44. Litwin v. Blackstone Group, L.P., 634 F.3d 706, 719 (2d Cir. 2011) (citing *Legal Asymmetry and the End of Corporate Law*).

PRESENTATIONS, SYMPOSIA, AND MEDIA APPEARANCES

Select Paper Presentations

“The Past, Present, and Likely Future of Shareholder Arbitration,” presented at Federalist Society 27th Annual Faculty Conference, New Orleans, LA (Jan. 8, 2026).

“A New Cardinal Precept in Corporate Law,” presented at University of Oregon School of Law Faculty Colloquium Series, Eugene, OR (Jan. 23, 2025).

“The Contested Edges of Internal Affairs,” presented at American Association of Law Schools 2024 Annual Meeting, Section on Conflicts of Law, Washington, DC (Jan. 4, 2024).

“The Corporate Contract and Shareholder Arbitration,” presented at Corporate & Securities Litigation Workshop, at University of Illinois College of Law, Chicago, IL (Sep. 24, 2022) (*selected from a call for papers*).

“The Contested Edges of Internal Affairs,” presented at Corporate & Securities Litigation Workshop, at Boston University School of Law, Boston, MA (Sep. 27, 2019) (*selected from a call for papers*).

“The Case Against Fiduciary Entity Veil Piercing,” presented at American Bar Association Business Law Section 2017 LLC Institute, Washington, DC (Nov. 2, 2017).

- “The Case Against Fiduciary Entity Veil Piercing,” presented at Davis Wright Tremaine LLP, Portland, OR (Oct. 5, 2017).
- “Creatures of Contract: A Half-Truth about LLCs,” presented at Delaware Corporate Law Anniversary Symposium, Wilmington, DE (Sep. 27, 2017).
- “The Case Against Fiduciary Entity Veil Piercing,” presented at Schwabe Williamson & Wyatt PC, Portland, OR (Aug. 15, 2017).
- “The Case Against Fiduciary Entity Veil Piercing,” presented at Markowitz Herbold PC, Portland, OR (June 26, 2017).
- “Fiduciary Entity Veil Piercing,” presented at National Business Law Scholars Conference, at University of Utah School of Law, Salt Lake City, UT (June 9, 2017).
- “The Case Against Fiduciary Entity Veil Piercing,” presented at Tonkon Torp LLP, Portland, OR (Apr. 20, 2017).
- “Equity in LLC Law?,” presented at National Business Law Scholars Conference, University of Chicago Law School, Chicago, IL (June 23, 2016).
- “Defined by Dictum: The Geography of *Revlon*-Land in Cash and Mixed Consideration Transactions,” presented at Corporate & Securities Litigation Workshop, at University of Illinois College of Law, Chicago, IL (Nov. 8, 2013) (*selected from a call for papers*).
- “Defined by Dictum: The Geography of *Revlon*-Land in Cash and Mixed Consideration Transactions,” presented at Pacific West Business Law Scholars Colloquium, Portland, OR (Oct. 4, 2013).
- “Express Contract Terms and the Implied Contractual Covenant of Delaware Law,” presented at The Wilmington Club and at Widener University School of Law, Wilmington, DE (Sep. 20, 2012).
- “Express Contract Terms and the Implied Contractual Covenant of Delaware Law,” presented at University of California, Davis, School of Law Faculty Workshop, Davis, CA (Sep. 11, 2012).
- “Contractual Freedom under Delaware Alternative Entity Law,” presented at Center for Law, Economics and Finance (C-LEAF) Junior Faculty Workshop, George Washington University School of Law, Washington, DC (Feb. 10, 2012) (*selected from a call for papers*).
- “Contractual Freedom under Delaware Alternative Entity Law,” presented at American Association of Law Schools 2012 Annual Meeting, Section on Contracts, Washington, DC (Jan. 7, 2012) (*selected from a call for papers*).

“Contractual Freedom under Delaware Alternative Entity Law,” presented at University of Arkansas School of Law Faculty Workshop, Fayetteville, AR (Sep. 29, 2011).

“Delaware’s Pricing in the Market for LLC Law,” presented at American Association of Law Schools 2011 Annual Meeting, Section on Agency, Partnership, LLC and Unincorporated Associations, San Francisco, CA (Jan. 7, 2011) (*selected from a call for papers*).

Select Panel Presentations

“Something about Governance,” discussant at Tulane University Law School, Corporate & Securities Law Roundtable, New Orleans, LA (Mar. 22, 2026).

“Artificial Intelligence, the Academy, and UO Portland: How Do We Best Teach and Use?,” panel presentation at Lunch & Learn Series, University of Oregon Portland (Nov. 20, 2024).

“AI & Academia: How Can We Shape the Future?,” panel presentation at Lunch & Learn Series, University of Oregon Portland (May 9, 2024).

“Delaware as the Center of Corporate Law,” panel presentation at 2022 University of Pennsylvania Journal of Business Law Symposium honoring Leo Strine, Jr., University of Pennsylvania School of Law (Feb. 11, 2022).

“Technological Advancement and Business Opportunities,” panel moderator at Green Business Initiative Student Association Conference, University of Oregon School of Law, Portland, OR (Apr. 13, 2018).

“Fiduciary Duties owed to LLC Creditors,” presented at American Bar Association Business Law Section 2017 LLC Institute, Washington, DC (Nov. 3, 2017).

“LLCs, New Charitable Forms, and the Rise of Philanthrocapitalism,” panel organizer and moderator at American Association of Law Schools 2017 Annual Meeting, Joint Program of the Sections on Agency, Partnerships LLCs, and Unincorporated Associations & Nonprofit and Philanthropy Law, San Francisco, CA (Jan. 6, 2017).

“Contract Is King, But Can It Govern Its Realm?,” panel presentation at American Association of Law Schools 2016 Annual Meeting, Section on Agency, Partnership, LLC and Unincorporated Associations, New York, NY (Jan. 7, 2016).

“Oregon Benefit Corporations - Merging Profit and Public Benefit,” panel moderator at joint Symposium of Green Business Initiative Student Association, *Journal of Environmental Law and Litigation*, and *Oregon Review of International Law*, University of Oregon, Eugene, OR (Feb. 6, 2015).

“The Delaware Courts and Business Law,” panel moderator at National Business Law Scholars Conference, Loyola Law School, Los Angeles, CA (June 20, 2014).

“Alternative Entities from Start to Finish: What Business Lawyers Need to Know about Formation, Governance, Litigation and Dissolution,” panel presentation at ABA Business Law Section 2013 Annual Meeting, Washington, DC (Apr. 4, 2013).

“What is the Practical Importance of Default Rules under Delaware LP and LLC Law?,” contributed for Default Fiduciary Duties in LLCs and LPs On-Line Symposium, Institute of Delaware Corporate and Business Law, Widener University School of Law (Dec. 14, 2011).

“The Market as a Form of Transnational Governance,” panel moderator at Third World Approaches to International Law Conference, *Oregon Review of International Law* and Wayne Morse Center for Law and Politics, University of Oregon, Eugene, OR (Oct. 22, 2011).

“The New Economy: Moving the Agenda,” panel discussant at Wayne Morse Center for Law and Politics, University of Oregon, Eugene, OR (Oct. 6, 2011).

Media Appearances

“Rare Securities Fraud Jury Verdicts Test High-Stakes Strategy,” *Bloomberg Law* (June 1, 2026).

“The Future of Shareholder Arbitration in Light of SEC’s New Policy Statement,” *Consumer Finance Monitor podcast* (Jan. 8, 2026).

“Developer of Portland’s newest skyscraper alleges financial abuse by longtime deputy,” *Oregonian* (Aug. 22, 2025).

“A Mass Leak Showed the Harvard Law Review Assessed Articles for DEI Values. Some Authors Say That’s Not a Problem.,” *Harvard Crimson* (June 29, 2025).

“Trump’s Pick for SEC Chair Likely to Stymie Shareholder Proposals From ESG Advocates,” *Corporate Counsel* (Feb. 10, 2025).

“With SoHi Brands investors in the dark, contractor claims company didn’t make ‘any money’ since 2021, alleging civil fraud,” *Oregonian* (Sep. 16, 2024).

“Kroger and Albertsons vs. the FTC: Here’s what to expect in merger trial set to start Monday,” *Oregonian* (Aug. 23, 2024).

“As new problems pop up at Rudy’s and See See, a Sortis investor and former executive demand more information,” *Oregonian* (June 10, 2024).

“The Gap case creates Appellate Split on Shareholder Derivative Suits in Federal Court,” *Reuters* (June 2, 2023).

“How Delaware Inc. Shapes Dominion's Battle With Fox News,” *Law360 Legal News* (Apr. 14, 2023).

“Gap Diversity Case Pits Corporate Bylaws Against Stockholders,” *Bloomberg Law* (Dec. 9, 2022).

“The Gap gets big boost from ex-Delaware judges in Forum Selection Appeal,” *Reuters* (Nov. 29, 2022).

“Former Delaware Justices Back The Gap In 9th Circuit Investor Case,” *Law360 Legal News* (Nov 29, 2022).

“Redmond Gun-Maker sues YouTube Video Channel,” *Bend Bulletin* (Apr. 12, 2018).

“Oregon Company's Bid to Raise \$100 Million from Public Silent on CEO's Felony Record,” *Oregonian* (Jan. 22, 2015).

EDUCATION

Georgetown University Law Center, Washington, DC

J.D., *magna cum laude*, 2006

Journal: *Georgetown Journal of Legal Ethics*, Notes Editor

Honors: Order of the Coif

Saint Thomas More Award (for outstanding note in legal ethics)

University of Arkansas, Fayetteville, AR

B.S. Industrial Engineering, *summa cum laude*, 2003

Honors: Chancellor's Scholarship (full tuition, room and board scholarship)

Division of Student Affairs Award for Excellence in Leadership

Arkansas Academy of Industrial Engineers Scholarship

Alpha Pi Mu Honor Society, President

HONORS, AWARDS & RECOGNITION

Herman Award for Outstanding Online Education, University of Oregon (2025)

Mr. & Mrs. L.L. Stewart Professor of Business Law, University of Oregon School of Law (2023 - present)

Orlando J. Hollis Faculty Teaching Award, University of Oregon School of Law (2013)

Visiting Scholar-in-Residence in Business and Corporate Law, Widener University School of Law Institute of Delaware Corporate and Business Law (2012)

First Place, *Journal of Business & Securities Law* Elliot A. Spoon Business Law Student Writing Competition (2006)

Honorable Mention, A.B.A. Business Law Section Mendes Hershman Student Writing Competition (2006)

PROFESSIONAL ASSOCIATIONS

American Bar Association (2007-present)

Iranian-American Bar Association (2008-present)

Washington State Bar Association, #38322 (admitted 2006) (*inactive*)

SERVICE

American Association of Law Schools

- Section on Business Associations, Executive Committee (2017-2019)
- Section on Agency, Partnerships, LLCs & Unincorporated Business Associations, Executive Committee (2012-2019), Section Chair (2016)

University of Oregon

- University Search Committees:
 - UO Provost Search Committee (2023-24)

- UO Portland Director of Student Services (summer 2018)
- UO Urbanism Next Program Manager (summer 2017)
- Decanal Review Committee, Law School (2022)
- Provost's Teaching Academy (2021-2023)
- University Senate (*elected*) (2021-2022)
 - University Senate Rules Committee (2021-2022)
- Faculty Affiliate, Knight Campus for Accelerating Scientific Impact (2021-2023)
- Fellow, Community Accelerating the Impact of Teaching (CAIT), UO Teaching Engagement Program, Office of the Provost (2020-21)
- Online Course Design Summer Institute, UO Online and Teaching Engagement Program, Office of the Provost (2020)
- UO Portland Academics Committee (2017-22)
- UO School of Business Ph.D Dissertation Committee for Josh Cutler (2014-15)

University of Oregon School of Law

- Faculty Appointments Committee, *Chair* (2024-26)
- LLM Committee, *Chair* (2025-26)
- Merit Raise Advisory Committee (2025-26)
- Faculty Personnel Committee (*elected*) (2018-20, 2022-24)
- Dean's Faculty Advisory Council (*elected*) (2012-13, 2021-22)
- Assessments & Outcomes Committee, *Chair* (2020-21)
- In-House Counsel Externship Program Supervisor (2015-21)
- Non-J.D. Graduate Programs Workgroup (2018-19)

- Library Committee (2010-11, 2013-14, 2016-17)
- Career & Professional Success Committee (2014-15)
- Portland Committee, *Chair* (2014-15)
- Faculty Accomplishments Newsletter Founder & Editor (2011-2015)
- *Oregon Law Review* Faculty Advisor (2012-14)
- Pacific West Business Law Scholars Colloquium, Organizer (2013)
- Committee on Community and Inclusion (2012-13)
- A.B.A. Self-Study Committee (2012-13)
- Admissions Committee (2011-12)
- Lectures & Awards Committee (2011-12)
- Academic Support Workgroup (2011-12)
- Law School Search Committees:
 - Dean Search Committee (2016-17, 2024-25)
 - Academic Excellence Program Director (spring 2022)
 - Career Services Associate Director (spring 2018)
 - Portland Program Managing Director (fall 2015)
 - External Relations Associate Director (fall 2013)
 - Assistant Director of Alumni and Employer Relations (fall 2012)

Oregon Law Commission

- LLC Modernization Workgroup (2019-2023)