
Contents

<i>List of contributors</i>	vii
1. Introduction: The evolution of the economic analysis of corporate law <i>Claire A. Hill and Brett H. McDonnell</i>	1
PART I CORPORATE CONSTITUENCIES	
2. Director primacy <i>Stephen M. Bainbridge</i>	17
3. Corporate law and the team production problem <i>Margaret M. Blair</i>	33
4. The role of shareholders in the modern American corporation <i>D. Gordon Smith</i>	52
5. Creditors and debt governance <i>Charles K. Whitehead</i>	68
6. Employees and the boundaries of the corporation <i>Matthew T. Bodie</i>	85
7. The role of the public interest in corporate law <i>Ian B. Lee</i>	106
PART II INSIDER GOVERNANCE	
8. Fiduciary duties: The emerging jurisprudence <i>Claire A. Hill and Brett H. McDonnell</i>	133
9. Empirical studies of representative litigation <i>Randall S. Thomas and Robert B. Thompson</i>	152
10. The elusive quest for director independence <i>Lisa M. Fairfax</i>	170
11. 'Low-cost' shareholder activism: A review of the evidence <i>Fabrizio Ferri</i>	192
12. Takeover theory and the law and economics movement <i>Steven M. Davidoff</i>	216
13. The law and economics of executive compensation: Theory and evidence <i>David I. Walker</i>	232
PART III GATEKEEPERS	
14. Transaction cost engineers, loophole engineers or gatekeepers: The role of business lawyers after the financial meltdown <i>Richard W. Painter</i>	255

15.	Credit rating agencies and regulatory reform <i>Aline Darbellay and Frank Partnoy</i>	273
16.	The influence of law and economics on law and accounting: Two steps forward, one step back <i>Lawrence A. Cunningham</i>	298
17.	The role and regulation of the research analyst <i>Jill E. Fisch</i>	315
18.	D&O insurance and the ability of shareholder litigation to deter <i>Sean J. Griffith</i>	337
19.	The influence of investment banks on corporate governance <i>Tamar Frankel</i>	352

PART IV JURISDICTION

20.	Varieties of corporate law-making: Competition, preemption, and federalism <i>Robert B. Ahdieh</i>	373
21.	The past and future of comparative corporate governance <i>Donald C. Clarke</i>	397

PART V NEW THEORY

22.	Self-dealing by corporate insiders: Legal constraints and loopholes <i>Vladimir Atanasov, Bernard Black, and Conrad S. Ciccotello</i>	419
23.	Behavioral approaches to corporate law <i>Donald C. Langevoort</i>	442
24.	Market efficiency after the fall: Where do we stand following the financial crisis? <i>Ronald J. Gilson and Reinier Kraakman</i>	456

<i>Index</i>		476
--------------	--	-----