

## **Dana Brakman Reiser**

Brooklyn Law School  
250 Joralemon Street, Brooklyn, NY 11201  
718.780.0396 • [dana.brakman@brooklaw.edu](mailto:dana.brakman@brooklaw.edu)

### **ACADEMIC EXPERIENCE**

**Brooklyn Law School**, Brooklyn, NY (2001-present)

Centennial Professor of Law (2020-present)

Vice Dean (2013-2015)

Professor of Law (2007-2020)

Associate Professor of Law (2004- 2007)

Assistant Professor of Law (2001-2004)

**Fordham University School of Law**, New York, NY

Visiting Professor of Law (2018-2019)

*Teaching:* Corporations, Comparative Nonprofit Law, Nonprofit Law, Property, Social Enterprise Seminar, Trusts and Estates

*Service to School:* Status, Tenure and Promotion (Chair 2011-13, 2020-22), Dean Search (elected faculty representative, 2010-12), Appointments, Curriculum, Publications, Long-Range Planning (Chair 2020-21), and Strategic Planning Committees

*Public Service:* Member of Expert Panel advising the Department of Commerce on governance after transition from U.S. government role in Internet Corporation for Assigned Names and Numbers (ICANN)

### **EDUCATION**

Harvard Law School, J.D. June 1998.

*magna cum laude*

*Harvard Law Review*, Notes Editor

University of Pennsylvania, B.A. with Honors in Political Science. May 1995.

*summa cum laude*, Phi Beta Kappa

Bennett Prize for best thesis in Political Theory

### **BOOKS**

ADVANCED INTRODUCTION TO NONPROFIT LAW (forthcoming Edward Elgar 2025)

SOCIAL ENTERPRISE LAW: A MULTIJURISDICTIONAL COMPARATIVE REVIEW (volume edited with Steven A. Dean & Giedre Lideikyte-Huber, forthcoming Intersentia 2023)

FOR-PROFIT PHILANTHROPY: ELITE POWER AND THE THREAT OF LIMITED LIABILITY COMPANIES, DONOR-ADVISED FUNDS, AND STRATEGIC CORPORATE GIVING (with Steven A. Dean) (Oxford University Press 2023)

SOCIAL ENTERPRISE LAW: TRUST, PUBLIC BENEFIT AND CAPITAL MARKETS (with Steven A. Dean) (Oxford University Press 2017)

THE LAW OF SOCIAL ENTERPRISE (with Cass Brewer, Haskell Murray and Alicia Plerhoples) (casebook in progress under contract with Carolina Academic Press)

### **BOOK CHAPTERS**

*Corporate Philanthropy: Development Tool or Profitable Strategy?*, in HANDBOOK ON PHILANTHROCAPITALISM (eds., forthcoming Edward Elgar 2024)

*The Social Enterprise: A New Form of The Business Enterprise?*, General Report for the Asunción Congress of the International Academy of Comparative Law (with Steven A. Dean), in COMPARATIVE SOCIAL ENTERPRISE LAW (Dana Brakman Reiser, Steven A. Dean & Giedre Lideikyte-Huber, eds. forthcoming Intersentia 2023)

*European Law of Third Sector Organizations from the US Standpoint*, in THE LAW OF THIRD SECTOR ORGANIZATIONS IN EUROPE: FOUNDATIONS, TRENDS AND PROSPECTS (Antonio Fici, ed., forthcoming Springer 2023)

*Equity Financing for Social Enterprise*, in RESEARCH HANDBOOK ON GLOBAL CAPITAL MARKETS LAW (Iain MacNeil & Iris H-Y Chiu eds., forthcoming Edward Elgar 2023) (with Anne M. Tucker)

*Trust And For-Profit Philanthropy: From Surrey's Private Foundation to Zuckerberg's Limited Liability Company*, in ROUTLEDGE HANDBOOK OF TAXATION AND PHILANTHROPY (Henry Peter & Giedre Lideikyte-Huber eds. 2022) (with Steven A. Dean)

*Progress is Possible: Sustainability in US Corporate Law and Corporate Governance*, in CAMBRIDGE HANDBOOK OF CORPORATE LAW, CORPORATE GOVERNANCE AND SUSTAINABILITY (Beate Sjøfjell & Christopher Bruner eds. 2019)

*The Social Enterprise Life Cycle* (with Steven A. Dean), in CAMBRIDGE HANDBOOK ON SOCIAL ENTERPRISE LAW (Joseph Yockey & Benjamin Means eds. 2018)

*Alternative Business Organizations and Social Enterprise*, in ROUTLEDGE COMPANION TO BUSINESS ETHICS (Eugene Heath, Byron Kaldis & Alexei Marcoux eds. 2018)

*Self-Regulatory Club Goods: Filling the Gaps in Nonprofit Accountability Enforcement*, in NGO ACCOUNTABILITY CLUBS: VOLUNTARY REGULATION OF NONPROFIT AND NONGOVERNMENTAL ORGANIZATIONS, (Mary Kay Gugerty & Aseem Prakash eds.) (Cambridge University Press 2010)

## **ARTICLES AND OTHER PUBLICATIONS**

*Putting Sheep in Wolves' Clothing: The Case for Designated Contrarians* (article in progress with Claire Hill)

Global Trends in New Philanthropy and Implications for Education Development, in Policy Insights: Philanthropy in Education, NORRAG (forthcoming 2023)

*The Rise Of Philanthropy LLCs And The Erosion Of The Bargain Of 1969*, Guest Post on HistPhil Blog, May 11, 2023, <https://histphil.org/2023/05/11/the-rise-of-philanthropy-llcs-and-the-erosion-of-the-bargain-of-1969/>

*For-Profit Philanthropy Is Eroding the Legal Foundations of Charitable Giving*, (with Steven A. Dean), Guest Post on Inside Philanthropy Blog, January 24, 2023, <https://www.insidephilanthropy.com/home/2023/1/24/for-profit-philanthropy-is-eroding-the-legal-foundations-of-charitable-giving>

*Supreme Court Strikes Down California's Nonprofit Donor Disclosure Requirements: 4 Questions Answered*, THE CONVERSATION, July 1, 2021, <https://theconversation.com/supreme-court-strikes-down-californias-nonprofit-donor-disclosure-requirements-4-questions-answered-135174>

*Emerging Roles and Risks of Philanthropy in Global Education* (with Lara Patil), Briefing Report for UNESCO Global Education Monitoring Report Staff (2020), <https://unesdoc.unesco.org/ark:/48223/pf0000380091>

*Foundation Regulation in Our Age of Impact*, 17 PITT. TAX REV. 357 (2020)

*For-Profit Philanthropy: The Implications for Educational Development*, 4 NORRAG Special Issue 58 (2020)

*Buyer Beware: Variation and Opacity in ESG and ESG Index Funds* (with Anne Tucker), 41 CARDOZO L. REV. 1921 (2020)

*Disruptive Philanthropy: Chan-Zuckerberg, the Limited Liability Company and the Millionaire Next Door*, 70 FLORIDA L. REV. 921 (2018), reprinted in 61 CORP. PRAC. COMMENTATOR 405 (2019)

*The Rise of Philanthropy LLCs*, 16 STANFORD SOCIAL INNOVATION REV. 26 (Summer 2018)

*Using Non-Code Sec. 501(c)(3) Vehicles to Accomplish Philanthropic Objectives*, TAXES: THE TAX MAGAZINE 41 (December 2017) (with Sharon C. Lincoln & Ingrid Mittermaier)

*Financing the Benefit Corporation* (with Steven A. Dean), 40 SEATTLE U. L. REV. 793 (2017)

*Foundation Law in the United States*, 40 RECHTSVERGLEICHUNG UND RECHTSVEREINHEITLICHUNG (Comparative Law and Legal Unification) 27 (2017) (English article commissioned by German journal for symposium issue on “Stärkung des Stiftungswesens” (Strengthening the Foundation System)) (with Susan Miller)

*Foreword*, THE SOCIAL ENTERPRISE ZOO (Edward Elgar 2016)

*Introduction* [Symposium “Oversight Under Siege: An International Comparison of Regulatory Models,”], 91 CHI.-KENT L. REV. 843 (2016)

*SE(c)(3): A Catalyst for Social Enterprise Crowdfunding* (with Steven A. Dean), 90 INDIANA L.J. (2015)

*Book Review*, NONPROFIT AND VOLUNTARY SECTOR QUARTERLY, April 27, 2015 (reviewing LESTER SALAMON, ED., LEVERAGE FOR GOOD: AN INTRODUCTION TO THE NEW FRONTIERS OF PHILANTHROPY AND SOCIAL INVESTMENT and NEW FRONTIERS OF PHILANTHROPY: A GUIDE TO THE NEW TOOLS AND ACTORS RESHAPING GLOBAL PHILANTHROPY AND SOCIAL INVESTING) (invited)

“Ello’s Public Benefit Status Won’t Be Enough To Keep The Social Network Free of Ads,” THE CONVERSATION, November 18, 2014, <https://theconversation.com/ellos-public-benefit-status-wont-be-enough-to-keep-the-social-network-free-of-ads-33566>

*Creative Financing for Social Enterprise* (with Steven A. Dean), 12 STANFORD SOCIAL INNOVATION REV. 50 (2014)

*Regulating Social Enterprise*, 14 U.C. DAVIS BUS. L. REV. 231 (2014)

*Hunting Stag with FLY Paper: A Hybrid Financial Instrument for Social Enterprise* (with Steven A. Dean), 54 B.C. L. REV. 1495 (2013)

*Theorizing Forms for Social Enterprise*, 62 EMORY LAW JOURNAL 681 (2013)

*The Next Big Thing: Flexible-Purpose Corporations*, 2 BUSINESS LAW REVIEW 55 (2012)  
*Benefit Corporations – A Sustainable Form of Organization?*, 46 WAKE FOREST L. REV. 591 (2011)

*Foreword: The Federalization of Nonprofit and Charity Law*, 99 KY. L. J. 637 (2011)

*Introduction* [Symposium: Governing Civil Society: NGO Accountability, Legitimacy and Influence], (co-authored with Prof. Claire R. Kelly), 36 BROOK. J. INT'L L. 813 (2011)

*Linking NGO Accountability and the Legitimacy of Global Governance*, (co-authored with Prof. Claire R. Kelly) 36 BROOKLYN J. INT'L L. 1011 (2011)

*Charity Law's Essentials*, 86 NOTRE DAME L. REV. 1 (2011)  
*The Dual Mission Dilemma*, 35 VT. L. REV. 105 (2010)

*Governing and Financing Blended Enterprise*, 85 CHI-KENT LAW REVIEW 619 (2010)

*For-Profit Philanthropy*, 77 FORDHAM L. REV. 2437 (2009)

*Director Independence in the Independent Sector*, 76 FORDHAM L. REV. 795 (2007)

*Nonprofit Takeovers: Regulating the Market for Mission Control*, 2006 B.Y.U. L. REV. 1181 (2006) (selected for inclusion in the Stanford-Yale Junior Faculty Forum)

*Introduction* [Symposium: Who Guards the Guardians?: Monitoring and Enforcement of Charity Governance], 80 CHI.-KENT L. REV. 543 (2005) (co-authored with Prof. Evelyn Brody)

*There Ought to Be a Law: The Disclosure Focus of Recent Legislative Proposals for Nonprofit Reform* [Symposium: Who Guards the Guardians?: Monitoring and Enforcement of Charity Governance], 80 CHI.-KENT L. REV. 559 (2005)

*Enron.org: Why Sarbanes-Oxley Will Not Ensure Comprehensive Nonprofit Accountability?*, 38 U.C. DAVIS L. REV. 205 (2004)

*Dismembering Civil Society: The Social Cost of Internally Undemocratic Nonprofits*, 82 OR. L. REV. 829 (2003)

*Decision-Makers Without Duties: Defining the Duties of Parent Corporations Acting as Sole Corporate Members in Nonprofit Health Care Systems*, 53 RUTGERS L. REV. 979 (2001).

Note, *Charting No Man's Land: Applying Jurisdictional and Choice of Law Doctrines to Interstate Compacts*, 111 HARV. L. REV. 1991 (1998)

Case Comment, *The Supreme Court, 1997 – Leading Cases*, 111 HARV. L. REV. 197 (1997) (discussing *Camps Newfoundland/Owatonna v. Harrison*, 117 S. Ct. 1590 (1997))

Book Note, *Public Choice Theory: A Unifying Framework for Judicial Activism*, 110 HARV. L. REV. 1161 (1997) (reviewing CHARLES M. HAAR, *SUBURBS UNDER SIEGE* (1996))

*Conditional Strategies: A Response to Collective Action Problems in Non-Profit Fund Raising* (Indiana University Center on Philanthropy Working Paper Series, 1995).

*Granting Prescriptive Powers to Nurse Practitioners: Economic and Political Motivations*, 1 SOUND POLITICKS 14 (1995) (Political Science Journal, University of Pennsylvania)

## **PRESENTATIONS AND OTHER PROFESSIONAL ACTIVITIES**

“Nonprofit Governance Basics,” Practicing Law Institute Seminar on Nonprofit Organizations 2023: Governance, Reporting, and Compensation Issues, Virtual Convening, September 20, 2023.

“For-Profit Philanthropy,” Philanthropy Research Workshop, Lilly Family School of Philanthropy, Virtual Convening, September 12, 2023.

Faculty Workshop, University of Sydney Law School, Sydney, Australia, July 31, 2023.

“US Philanthropic Innovation as a Response to (Over?)Regulation – Lessons for Liberal States, Charity Law Association of Australia and New Zealand Annual Conference, Melbourne, Australia, July 27, 2023

Faculty Workshop, University of Melbourne Law School, Melbourne, Australia, July 26, 2023

Faculty Workshop, Bond University Faculty of Law, The Gold Coast, Australia, July 24, 2023

“Social Enterprise Law in Global Perspective: A 26-Nation Review of an Emerging Phenomenon,” Law & Society Association Annual Meeting, San Juan, Puerto Rico, June 2, 2023.

Book Talk, “For-Profit Philanthropy: Elite Power and the Threat of Limited Liability Companies, Donor Advised Funds and Strategic Corporate Giving,” Grunin Center Annual Conference on Legal Issues in Social Entrepreneurship and Impact Investing – in the US and Beyond, NYU Law School, New York, NY, June 7, 2023.

Podcast, “For-Profit Philanthropy: Elite Power and the Threat of Limited Liability Companies, Donor Advised Funds and Strategic Corporate Giving,” (with Steven A. Dean), Business Scholarship Podcast (2023 release date to be finalized).

Interview, “For-Profit Philanthropy,” (with Steven A. Dean) Broadcast Retirement Network, April 6, 2023.

“For-Profit Philanthropy,” Workshop on Philanthropic Organizations in Global Public Policies, Universität Bielefeld, Germany, March 27, 2023 (virtual presentation)

“For-Profit Philanthropy,” International Society for Third Sector Research Video Book Club, February 24, 2023 (with Steven A. Dean)

Panelist, “Investor Protection & Sustainability” at Yale Law & Business Society Conference on “Comparative Perspectives on Sustainable Finance Law, New Haven, CT, March 3, 2023.

Panelist, “The Power of Platforms and the Impact of Technology Philanthropy and Other Technology Actors on Educational Development,” Comparative & International Education Society Annual Meeting, Washington, DC, February 22, 2023.

Book Talk, “For-Profit Philanthropy: Elite Power and the Threat of Limited Liability Companies, Donor Advised Funds and Strategic Corporate Giving,” (with Steven A. Dean) Brooklyn Law School, Brooklyn, NY, February 7, 2023.

“European Law of Third Sector Organizations from the US Standpoint” 51<sup>st</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Raleigh, NC, November 18, 2022.

“Social Enterprise: A New Form of Business Organization?,” International Academy of Comparative Law Quadrennial Congress, Asunción, Paraguay, October 27, 2022.

“For-Profit Philanthropy,” Charity Law Workshop, Notre Dame Law School London Campus, London, UK, September 24, 2022.

Chair, “Nonprofit and For-Profit Entity Intersection 2022: Achieving Charitable Goals Through Innovative and Nontraditional Mechanisms,” and Panelist on “Nonprofits and Blurred Boundaries: Charitable Innovations on the For-Profit Border,” Practising Law Institute, New York, NY, September 20, 2022.

“Strategic Corporate Philanthropy,” Law & Society Association Annual Meeting, Lisbon, Portugal, July 16, 2022.

Panelist, “ESG Funds” at The American College’s Cary M. Maguire Center for Ethics in Financial Services ESG Forum, New York, NY, June 22, 2022.

“Social Enterprise Law in the United States,” Conference: Businesses Beyond Dividends? – Purpose-Oriented Legal Forms in Economic, Legal and Sociological Perspective, Universität Bielefeld, Bielefeld, Germany, (virtual participation) June 27, 2022.

“For-Profit Philanthropy: Constraining Elite Power in Limited Liability Companies, Donor-Advised Funds and Strategic Corporate Giving,” Georgetown Tax Law and Public Finance Workshop, Virtual Convening, November 30, 2021 (with Steven A. Dean).

“Emerging Roles and Risks of Philanthropy in Global Education,” 50<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Atlanta, GA and Virtual Convening, November 20, 2021.

Panelist, “Social Enterprise Exits” at TrustLaw Training: Social Enterprise, ESG and Impact Investing, Virtual Convening, October 26, 2021.

“For-Profit Philanthropy,” Faculty Workshop, Brooklyn Law School, Virtual Convening, NY, October 28, 2021 (with Steven A. Dean).

“Nonprofit Governance Basics,” Practicing Law Institute Seminar on Nonprofit Organizations 2021: Governance, Reporting, and Compensation Issues, Virtual Convening, September 29, 2021.

“Strategic Corporate Philanthropy,” presented at Biannual Meeting of the International Society for Third Sector Research, Virtual Convening, July 12, 2021.

“The Overlapping World of For-Profit and Nonprofit Corporations,” at New York City Bar Association, Nonprofit Organizations Committee, Virtual Convening, March 16, 2021.

“Buyer Beware: Variation and Opacity in ESG and ESG Index Funds,” at Sustainable Recovery and Financial Law: Sustainable Investment Funds Webinar, KU Leuven Faculty of Law, Leuven, Belgium and Virtual Convening, February 24, 2021.

“Trust and For-Profit Philanthropy,” presented at Geneva Centre for Philanthropy Conference on Taxation and Philanthropy, University of Geneva and Virtual Convening, 27 November 2020.

“Foundation Regulation in Our Age of Impact,” 49<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Virtual Convening, November 13, 2020.

“For-Profit Philanthropy,” Duke/Berkeley Organizations and Social Impact Workshop, Virtual Convening, November 6, 2020.

“Nonprofit Governance Basics,” Practicing Law Institute Seminar on Nonprofit Organizations 2020: Governance, Reporting, and Compensation Issues, Virtual Convening, October 2, 2020.

“Social Enterprise Law in the U.S.,” Workshop on New Forms of Governance and Profit-With-Purpose Companies, Mines Paristech, Paris, France and Virtual Convening, September 18, 2020.



Panelist, “The Merits of ESG Investing,” at Fordham Corporate Law Center, Fordham Law School, New York, NY, March 3, 2020.

“Foundation Regulation in Our Age of Impact,” at AALS Annual Meeting, Section on Nonprofit and Philanthropy Law Panel on “Charitable Giving and the 1969 Tax Act: 50 Years Later,” Washington, DC, January 5, 2020.

“Foundation Regulation in Our Age of Impact,” at Symposium on “The 1969 Tax Act and Charities: Fifty Years Later,” University of Pittsburgh School of Law, Pittsburgh, PA, November 1, 2019.

“Nonprofit Governance Basics,” presented at Practising Law Institute Seminar on Nonprofit Organizations 2019: Governance, Reporting, and Compensation Issues, New York, NY, October 30, 2019.

“Buyer Beware: The ESG Investing Paradox,” The Rise of Self Expression in Investment Conference, Rutgers Law School, Newark, NJ, September 27, 2019.

“Purpose-Driven Corporate Forms,” Academy of Management Annual Meeting, Boston, MA, August 12, 2019.

Workshop Contributor, “Benefit Corporation (or Not)? Establishing and Maintaining Social Impact Business Firms,” SEALS Annual Conference, Boca Raton, FL, July 31, 2019.

Panelist, “Municipal Incentives and Benefits for Social Enterprises,” Legal Issues in Social Entrepreneurship and Impact Investment Conference, NYU School of Law, New York, NY, June 4, 2019.

“Buyer Beware: The ESG Investing Paradox,” Law & Society Association Annual Meeting, Washington, DC, June 1, 2019.

“Social Enterprise and Impact Investment,” Keynote Speaker for Professional Advisors Seminar, Greater Tacoma Community Foundation, Tacoma, WA, May 7, 2019.

“Buyer Beware: The ESG Investing Paradox,” Faculty Workshop at Chicago-Kent College of Law, Chicago, IL, April 23, 2019.

“For-Profit Philanthropy and Implications for Education,” International Research Symposium on Silicon Valley Philanthropy: “Disruption” and the Implications for Educational Development, Stanford University Center on Philanthropy and Civil Society, Palo Alto, CA, April 19, 2019.

“Social Enterprise in the United States,” at Charity Law Association of Australia and New Zealand Conference on “Future Prospects for Charity Law, Accounting and Regulation,” Wellington, New Zealand, April 11-12, 2019.

“For-Profit Philanthropy and Tax Law and Regulation,” at Daniel Halperin Festschrift Conference, Georgetown University Law Center, Washington, DC, April 5, 2019.

“Social Enterprise and Impact Investment,” Keynote Speaker for Professional Advisors Seminar, The Dallas Foundation, Dallas, TX, February 1, 2019.

“For-Profit Philanthropy Goes Retail: The Rise and Risks of Commercially-Affiliated Donor-Advised Fund Sponsors,” 46<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Austin, TX, November 15, 2018.

“Nonprofit Governance Basics,” presented at Practising Law Institute Seminar on Nonprofit Organizations 2018: Governance, Reporting, and Compensation Issues, New York, NY, October 16, 2018.

“For-Profit Philanthropy Players,” Faculty Workshop, St. John’s University School of Law, Jamaica, NY, September 26, 2018.

Discussant for “Can ICO Markets Offer Insights into Marketising Sustainable or Social Finance? Proposals for a Revolutionary Regulatory Framework,” Symposium on Finding the Human Face of Finance, University of Connecticut, Storrs, CT, September 21, 2018.

Panelist, “Doing Well While Doing Good—Access to Capital for Social Entrepreneurs,” at the Startup Lawnchpad Conference, Fordham University School of Law, New York, NY, September 14, 2018.

“Disruptive Philanthropy: Chan-Zuckerberg, the Limited Liability Company, and the Millionaire Next Door,” presented at Biannual Meeting of the International Society for Third Sector Research, Amsterdam, The Netherlands, July 12, 2018.

“Disruptive Philanthropy: Chan-Zuckerberg, the Limited Liability Company, and the Millionaire Next Door,” Workshop, Institute for Foundation Law and the Law of Non-Profit-Organisations, Bucerius Law School, Hamburg, Germany, July 10, 2018.

Author, Author-Meets-Readers Session on SOCIAL ENTERPRISE LAW: TRUST, PUBLIC BENEFIT AND CAPITAL MARKETS (with Steven A. Dean) (Oxford University Press 2017), Law & Society Association Annual Meeting, Toronto, Ontario, June 9, 2018.

Panelist, “Responding to the Legal Literature,” Social Enterprise and Impact Investing Legal Scholars Convening, New York University Law School, New York, NY, June 7, 2018.

Moderator, Panel on “Scaling Social Enterprise Models: Using For-Profit, Nonprofit, and Tandem Structures,” at Legal Issues in Social Entrepreneurship and Impact Investing— in the US and Beyond Conference, New York University Law School, New York, NY, June 5, 2018.

Panelist, “Fiduciary Considerations of Impact Investing,” Total Impact Conference: Impact Investing for Advisors and Investors, Philadelphia, PA, April 27, 2018.

“Disruptive Philanthropy: Chan-Zuckerberg, the Limited Liability Company, and the Millionaire Next Door,” Harvard Kennedy School/Harvard Business School Social Innovation and Change Institute Workshop, Cambridge, MA, April 19, 2018.

“Disruptive Philanthropy: Chan-Zuckerberg, the Limited Liability Company, and the Millionaire Next Door,” Faculty Workshop, University of Tennessee, Knoxville, TN, April 9, 2018.

“Corporate Law, Corporate Governance and Sustainability in the United States,” Book Conference for Cambridge Handbook on Corporate Law, Corporate Governance and Sustainability, Oslo, Norway, March 12, 2018.

“Nonprofit Governance Basics,” presented at Practising Law Institute Seminar on Financial and Reporting Issues for Nonprofit Organizations 2017, New York, NY, December 13, 2017.

“Disruptive Philanthropy: Chan-Zuckerberg, the Limited Liability Company, and the Millionaire Next Door,” 45<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Grand Rapids, MI, November 17, 2017.

“Disruptive Philanthropy: Chan-Zuckerberg, the Limited Liability Company, and the Millionaire Next Door,” 14<sup>th</sup> Annual Social Entrepreneurship Conference, Boston, MA, November 3, 2017.

Book Talk, “Social Enterprise Law: Trust, Public Benefit and Capital Markets” (with Steven A. Dean) Brooklyn Law School, Brooklyn, NY, October 25, 2017.

“The State of Social Enterprise,” TrustLaw Program on Social Enterprise and Impact Investing, New York, NY, Sept. 12, 2017.

“The Social Enterprise Life Cycle,” Law & Society Association, Mexico City, Mexico, June 23, 2017.

“The Social Enterprise Life Cycle,” Book Conference for Cambridge Handbook on Social Enterprise Law, Notre Dame Law School, South Bend, IN, March 3, 2017.

“The Social Enterprise Life Cycle,” Philanthropy Research Workshop, Lilly Family School of Philanthropy-IUPUI, Indianapolis, IN, February 27, 2017.

“The Philanthropy LLC: Chan-Zuckerberg, Omidyar and the Millionaire Next Door,” presented at AALS Annual Meeting, Joint Program by the Sections on Unincorporated Associations and Nonprofit and Philanthropy Law, San Francisco, CA, January 6, 2017.

“Nonprofit Governance Basics,” presented at Practising Law Institute Seminar on Financial and Reporting Issues for Nonprofit Organizations 2016, New York, NY, December 14, 2016.

“Social Enterprise Exits,” 44<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Washington, DC, November 18, 2016.

“Social Enterprise Exits,” Faculty Workshop, West Virginia University College of Law, October 28, 2016.

“Social Enterprise Exits,” Faculty Workshop, Fordham University School of Law, New York, NY, October 13, 2016.

Panelist, “Using Non-501(c)(3) Vehicles to Accomplish Philanthropic Objectives,” American Bar Association Fall Meeting, Boston, MA, Sept. 30, 2016.

Invited Participant, 8th Annual Berle Symposium, Seattle University School of Law, Seattle, WA, June 27-28, 2016.

“The Retail Investment Market and Social Enterprise,” at Nonprofit Forum, New York, NY, June 15, 2016.

“Social Enterprise and the Law,” Keynote Remarks at 4<sup>th</sup> Annual Midwest Symposium on Social Entrepreneurship, Kansas City, MO, May 23, 2016.

Panelist, “Public Benefit Reporting Standards and Compliance” at the Impact Investment Legal Working Group Conference, New York, NY, May 19, 2016.

“Nonprofit Governance Basics,” presented at Practising Law Institute Seminar on Financial and Reporting Issues for Nonprofit Organizations 2015, New York, NY, November 24, 2015.

Panelist, “Oversight Under Siege: An International Comparison of Regulatory Models” at the 43<sup>rd</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Chicago, IL, November 20, 2015.

“Introduction and Opening Remarks” at Symposium entitled “Oversight Under Siege: An International Comparison of Regulatory Models,” Chicago-Kent College of Law, Chicago, IL, November 19, 2015. Served as Symposium Co-Editor with Prof. Evelyn Brody.

“Foundation Law: A U.S. Country Report,” presented at the German Comparative Law Society Biennial Conference, Bayreuth, Germany, September 11, 2015.

Invited Commentator, Stanford Junior Scholars Forum on Civil Society, the Nonprofit Sector, and Philanthropy, Palo Alto, CA, June 18-19, 2015.

“U.S. Charity Enforcement by State Attorneys General and Self-Regulation,” presented at the University of Montreal Faculty of Law Annual Conference on Common Law, The Law of Charitable Trusts, Montreal, QC, Canada, May 8, 2015.

Panelist, “Business for the Greater Good” at Tech Triangle U Conference, Brooklyn, NY, March 4, 2015.

“Preliminary Impressions on the Social Enterprise Zoo,” Author’s Conference, Georgia State University, Atlanta, GA, January 30, 2015.

Invited Participant, Conference on “Mapping the Fourth Sector” sponsored by Urban Institute, George Washington University, Washington, DC, January 15, 2015.

“The Mission-Protected Hybrid” and “Hybrid forms for Social Enterprise as Legislative Products,” presented at the 42<sup>nd</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Denver, CO, November 21, 2014.

“The Mission-Protected Hybrid,” presented at the 11<sup>th</sup> Annual Social Enterprise Conference, Boston, MA, November 7, 2014.

“Nonprofit Governance Basics,” presented at Practicing Law Institute Seminar on Financial and Reporting Issues for Nonprofit Organizations 2014, New York, NY, November 5, 2014.

“Social Enterprise and Modern Regulatory Approaches,” presented at AALS Midyear Meeting Workshop on Blurring Boundaries in Financial and Corporate Law, Washington, DC, June 9, 2014.

“The Mission-Protected Hybrid,” presented at Law & Society Association Annual Meeting, Minneapolis, MN, May 30, 2014.

“SE(c)(3): A Hybrid Tax Regime for Social Enterprise,” presented at the Harvard Seminar on Current Issues in Tax Law, Policy and Practice, Cambridge, MA, April 23, 2014.

“SE(c)(3): A Hybrid Tax Regime for Social Enterprise,” presented at the 41<sup>st</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Hartford, CT November 22, 2013.

“The Nonprofit Boundary” presented as part of a colloquy on “Theory, Issues and Boundaries,” at the 41<sup>st</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Hartford, CT, November 22, 2013.

“SE(c)(3): A Hybrid Tax Regime for Social Enterprise,” presented with co-author Steven A. Dean at launch of Center for Urban Business Entrepreneurship, Brooklyn Law School, Brooklyn, NY, November 14, 2013.

“SE(c)(3): A Hybrid Tax Regime for Social Enterprise,” presented with co-author Steven A. Dean at 10th Annual NYU-Stern Conference on Social Entrepreneurship, New York, NY, November 7, 2013.

“Nonprofit Governance Basics,” presented at Practising Law Institute Seminar on Financial and Reporting Issues for Nonprofit Organizations 2013, New York, NY, November 6, 2013.

“SE(c)(3): A Hybrid Tax Regime for Social Enterprise,” presented with co-author Steven A. Dean at University of Colorado Leeds School of Business Crowdfunding Conference, Boulder, CO, July 13, 2013.

“Legal Forms for Social Enterprise in the U.S.: An Overview and Critique,” presented at EMES International Research Conference, Liege, Belgium, July 1, 2013.

“Hunting Stag with FLY Paper,” presented at Law & Society Association Annual Meeting, Boston, MA, May 31, 2013.

“Adapting Corporate Law for the Social Good,” Roundtable Discussion at Law & Society Association Annual Meeting, Boston, MA, May 31, 2013.

“What Is Charity? How Should the IRS Treat It?,” presented at First Annual Not-for-Profit Law Institute, Association of the Bar of the City of New York, April 18, 2013.

“Regulating Social Enterprise,” presented at conference on “The Future of State Charities Regulation,” Columbia Law School, New York, NY, February 7, 2013.

“A Conversation with SEC Commissioner Troy Paredes,” at Breakfast Roundtable of the BLS Center for the Study of International Business Law, New York, NY, February 1, 2013. Moderator and Panel Organizer, “Nonprofits and Social Enterprise,” at the AALS Annual Meeting, New Orleans, LA, January 6, 2013.

“Nonprofit Governance Basics,” presented at Practising Law Institute Seminar on Financial and Reporting Issues for Nonprofit Organizations 2012, New York, NY, December 14, 2012.

“Legal Principles for Changing Charitable Purpose: Who Decides?,” presented as part of a colloquy at the 41<sup>st</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Indianapolis, IN, November 16, 2012.

“Hunting Stag with FLY Paper,” presented at “Emerging Issues in Social Enterprise” Symposium, Regent University Law School, Virginia Beach, VA, October 6, 2012.

“Theorizing Forms for Social Enterprise,” Faculty Workshop Series, Brooklyn Law School,

Brooklyn, NY, September 13, 2012.

“Significant Issues in Nonprofit Legal Scholarship,” presented at the Business Law Section Committee on Nonprofit Organizations, ABA Annual Meeting, Chicago, IL, August 3, 2012.

“The Latest Hybrid Form: The Flexible Purpose Corporation,” presented at the Business Law Review Symposium on “Profits Plus Philanthropy: The Emerging Law of Social Enterprise,” American University-Washington College of Law, Washington, DC, April 18, 2012.

“Theorizing Forms for Social Enterprise,” presented at 31<sup>st</sup> Annual Randolph W. Throver Symposium “Innovation for the Modern Era: Law, Policy and Legal Practice in a Changing World,” Emory University School of Law, Atlanta, GA, February 9, 2012.

“Unincorporated and Incorporated Forms for Social Enterprise,” presented at Section on Agency, Partnerships, LLC’s and Unincorporated Business Associations, American Association of Law Schools Annual Meeting, Washington, DC, January 6, 2012.

“Nonprofit Governance Basics,” presented at Practising Law Institute Seminar on Financial and Reporting Issues for Nonprofit Organizations 2011, New York, NY, December 16, 2011.

“Benefit Corporations – A Sustainable Form of Organization?,” presented at 40<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Toronto, ON, Canada, November 19, 2011.

“Policy Considerations for the Sector and Regulators,” presented at Meeting on Social Missions/Hybrid Corporations, National State Attorneys General Program, Charities Regulation and Oversight Project, Columbia Law School, New York, NY, June 28, 2011.

“Benefit Corporations, B Corps and L3Cs: Comparison and Contrast,” presented at The L3C A to Z Conference, sponsored by Americans for Community Development and The Levy Entrepreneurship Center of the Kellogg School of Management at Northwestern University, Evanston, IL, June 6, 2011.

“Benefit Corporations – A Sustainable Form of Organization?,” presented at Symposium on “The Sustainable Corporation,” Wake Forest University School of Law, Winston-Salem, NC, April 1, 2011.

“Linking NGO Accountability and the Legitimacy of Global Governance,” presented at 39<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Alexandria, VA, November 20, 2010.

“Charity Law’s Essentials,” presented at Faculty Workshop at Pace University Law School, November 3, 2010.

“Linking NGO Accountability and the Legitimacy of Global Governance,” presented at

Symposium on “Governing Civil Society: NGO Accountability, Legitimacy and Influence,” Brooklyn Law School, Oct. 22, 2010. Served as Symposium Co-Editor with Prof. Claire R. Kelly.

“Governing Blended Enterprise,” presented at Università di Bologna, Bologna, Italy, June 9, 2010.

“American Nonprofit Law and the Special Issue of Takeovers,” presented at Bocconi University, Milan, Italy, May 26, 2010.

“The Dual Mission Dilemma,” Keynote Address at Symposium on “Creative Capitalism and the Law,” Vermont Law School, Burlington, VT, Feb. 19, 2010.

“Charity Law’s Essentials,” presented at 38<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Cleveland, OH, November 20, 2009.

“Governing Blended Enterprise,” presented at Symposium on “In Berle’s Footsteps,” sponsored by the Center on Corporations, Law and Society at Seattle University, Seattle, WA, November 8, 2009.

“Governing and Financing Blended Enterprise,” presented at Symposium on “Philanthropy Law in the 21<sup>st</sup> Century,” sponsored by American College of Trust and Estate Counsel, Chicago-Kent College of Law, Chicago, IL, October 23, 2009.

“Charity Law’s Essentials,” presented at Faculty Workshop at Temple Law School, Philadelphia, PA, October 12, 2009.

“For-Profit Philanthropy,” presented as part of a panel on “Some Legal and Financial Implications of Blurred Sectoral Boundaries” at the 37<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Philadelphia, PA, November 22, 2008.

“Democracy Within Nonprofits,” presented as part of a panel on “The Participation of Nonprofits in Democracy” at the AALS Annual Meeting, Joint Session of the Section on Nonprofit Law and Philanthropy and the Section on Legislation and Law of the Political Process, New York, NY, January 5, 2008.

“Director Independence in the Independent Sector,” presented as part of a colloquy on “Governance Implications of the Legal Form of Charity” at the 36<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Atlanta, GA, November 17, 2007.

“Independent Directors in the Independent Sector,” Conference on “Nonprofit Law, Economic Challenges, and the Future of Charities,” co-sponsored by Fordham Law School and Lincoln Center for the Performing Arts, Inc., New York, NY, March 30, 2007.



“Nonprofit Takeovers: Regulating the Market for Mission Control,” Seminar on the Nonprofit Sector and Philanthropy, Harvard Law School and John F. Kennedy School of Government, Cambridge, MA, February 7, 2007.

“Update on Sarbanes-Oxley-Inspired Nonprofit Reforms,” presented as part of a colloquy on “Current Issues in US and UK Legal Regulation of Nonprofit Organizations” at the 35<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Chicago, IL, November 17, 2006.

“Nonprofit Takeovers: Regulating the Market for Mission Control,” Faculty Workshop Series, Brooklyn Law School, Brooklyn, NY, August 31, 2006.

“Nonprofit Takeovers: Regulating the Market for Mission Control,” Stanford/Yale Junior Faculty Forum, Yale Law School, New Haven, CT, June 2, 2006.

“Nonprofit Takeovers: Regulating the Market for Mission Control,” presented as part of a panel on “Legal and Other Frameworks for Balancing Financial Viability and Charitable Mission” at the 34<sup>th</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Washington, DC, November 18, 2005.

“Building Strong and Ethical Public Charities,” presented as part of a panel at Annual Meeting of the National Association of State Charity Officials, Cleveland, OH, November 7, 2005.

“Self-Regulation v. Government Regulation,” presented as part of a panel at Annual Meeting of the National Association of State Charity Officials, Cleveland, OH, November 7, 2005.

Invited Participant, National Center on Philanthropy and the Law at New York University Conference on “Governance of Nonprofit Organizations: Best Practices After Sarbanes-Oxley,” New York, NY, February 3, 2005.

“Enron.org: Why Sarbanes-Oxley Will Not Ensure Comprehensive Nonprofit Accountability,” presented as part of a panel on “Legal Approaches to Accountability” at the 33<sup>rd</sup> Annual Conference of the Association of Researchers on Nonprofit and Voluntary Action (ARNOVA), Los Angeles, CA, November 19, 2004.

Moderator, “Panel: Corporate Scandals and Group Identity,” Brooklyn Law School Conference on “Corporate Misbehavior by Elite Decision-Makers: Perspectives from Law and Social Psychology,” Brooklyn, NY, November 12, 2004.

“There Ought to Be a Law: The Disclosure Focus of Recent Legislative Proposals for Nonprofit Reform,” presented as part of Symposium entitled “Who Guards the Guardians?: Monitoring and Enforcement of Charity Governance,” Chicago-Kent College of Law, Chicago, IL, September 10, 2004. Served as Symposium Co-Editor with Prof. Evelyn Brody.

Invitee, U.S. Senate Finance Committee Staff Roundtable on Proposals Relating to Tax-Exempt Organizations, Washington, D.C., July 22, 2004.

“The Social Cost of Internally Undemocratic Nonprofits,” presented as part of panel on “Democratic Values Expressed Through the Law of Nonprofit Organizations” at the 32<sup>nd</sup> Annual Conference of the Association of Researchers on Nonprofit and Voluntary Action (ARNOVA), Denver, CO, November 21, 2003.

“Decision-Makers Without Duties: Defining the Duties of Parent Corporations Acting as Sole Corporate Members in Nonprofit Health Care Systems,” presented as part of a panel on “What is Good for the Public? – Reform and the Future of the Non-Profit Health Care Provider,” Joint Conference of the American Society of Law, Medicine and Ethics and Seton Hall University School of Law Health Law and Policy Program, Newark, NJ, April 25, 2003.

“Do Ends Drive Means? The Relationship Between the Law of Nonprofits and the Production of Social Capital,” Sixth Annual Conference of the Association for the Study of Law, Culture and Humanities, New York, NY, March 8, 2003.

Moderator, “Panel: Reconsidering Donor Accountability,” 31<sup>st</sup> Annual Conference of the Association for Research on Nonprofit Organizations and Voluntary Action, Montreal, Quebec, Canada, November 15, 2002.

## **PROFESSIONAL AFFILIATIONS**

American Association of Law Schools

Business Law Section (Executive Committee Member 2019-2021)

Nonprofit Law and Philanthropy Section, (Executive Committee Member 2008-12; Chair 2012)

American Bar Association

Academic Advisor to the Nonprofit Organizations Committee of the Business Law Section (2011-14)

American Law Institute (2008-present)

Associate Reporter, Principles of the Law of Nonprofit Organizations (2012-2013)

Association of the Bar of the City of New York

Committee on Nonprofit Organizations (September 2003-June 2006)

Association for Research on Nonprofit Organizations and Voluntary Action (ARNOVA)

Task Force on Bylaw Revision (2006-2007)

Boston Bar Association

Task Force on Revising Chapter 180 (Massachusetts Nonprofit Corporation Statute) (1999-2001)

Generation, You Employed

Director (2019-present)

Governance Committee Member (2019-present)

Nonprofit Forum

Member (2016-present)

Nonprofit Coordinating Committee of New York, Government Relations Committee  
Urban Institute

Member, Fourth Sector Mapping Initiative

**OTHER PROFESSIONAL EXPERIENCE**

Legal Fellow

Office of the General Counsel, Partners HealthCare System, Inc., Boston, MA

August 1999 - May 2001

Law Clerk

Circuit Judge Bruce M. Selya, U.S. Court of Appeals for the First Circuit, Providence, RI

July 1998 - July 1999