

## Scott Hirst

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### ACADEMIC APPOINTMENTS

<b>Boston University School of Law</b> Associate Professor <i>Dean's Award for Scholarship (2019-2020)</i> <i>Junior Faculty Fellow (2021-2024)</i> , Hariri Institute for Computing, Computational Sciences & Engineering <i>Mark Pettit Award for Teaching (2024)</i> (Selected by vote of the graduating class)	2018-present
<b>European Corporate Governance Institute</b> Research Member	2023-present

### EDUCATION

<b>Harvard Law School, S.J.D.</b> Considine Fellow (Corporate Governance); Olin Prize (Law & Economics); Brudney Prize (Corporate Governance)	2016
<b>Harvard Law School, L.L.M.</b> Frank Knox Memorial Fellowship; Commencement Speaker	2001
<b>University of Queensland, L.L.B. (First Class Honors)</b> University Medal (comparable to <i>summa cum laude</i> ); Commencement Speaker	1999
<b>University of Queensland, B. Commerce (First Class Honors)</b> University Medal (comparable to <i>summa cum laude</i> ); Gynther Prize for Best Results in Class	1998

### JOURNAL ARTICLES

16. *Policy Moves*, 2025 Michigan State Law Review \_\_ (forthcoming, 2025)
15. [\*Initiation Payments\*](#), 48 Journal of Corporation Law 719 (2023)
14. [\*How Much Do Investors Care About Social Responsibility?\*](#), (2023) Wisconsin Law Review 977 (with Kobi Kastiel and Tamar Kricheli-Katz)
13. [\*Saving Climate Disclosure\*](#), 28 Stanford Journal of Law, Business & Finance 91 (2023)
12. [\*Big Three Power, and Why It Matters\*](#), 102 B.U. L. Rev. 1547 (2022) (with Lucian Bebchuk)
11. [\*Hidden Agendas in Shareholder Voting\*](#), 39 Yale Journal on Regulation 1161 (2022) (with Adriana Robertson)
10. [\*Index Funds and the Future of Corporate Governance: Theory, Evidence, and Policy\*](#), 119 Colum. L. Rev. 2029 (2019) (with Lucian Bebchuk)  
Awarded the [2018 IRRC Institute Investor Research Award](#); the [2019 Cleary Gottlieb Steen Hamilton Prize](#) for Best Paper in the ECGI Law Working Paper Series; the [2019 Jaime Fernández de Aroz Award on Corporate Finance](#); selected as one of the top ten corporate and securities articles of 2019 by Corporate Practice Commentator.
9. [\*Corporate Governance by Index Exclusion\*](#), 99 B.U. L. Rev. 1229 (2019) (with Kobi Kastiel)
8. [\*The Specter of the Giant Three\*](#), 99 B.U. L. Rev. 721 (2019) (with Lucian Bebchuk)

7. [\*Universal Proxies\*](#), 35 Yale Journal on Regulation 437 (2018)  
Relied on by the SEC in its [final rule](#) on universal proxies
6. [\*The Case for Investor Ordering\*](#), 8 Harv. Bus. L. Rev. 227 (2018)
5. [\*Social Responsibility Resolutions\*](#), 43 Journal of Corporations Law 217 (2018)
4. [\*Frozen Charters\*](#), 34 Yale Journal on Regulation 91-166 (2017)
3. [\*The Agency Problems of Institutional Investors\*](#), 31(3) Journal of Economic Perspectives 89-112 (2017)  
(with Lucian Bebchuk & Alma Cohen)
2. [\*Toward the Declassification of S&P 500 Boards\*](#), 3 Harvard Business Law Review 157-184 (2013)  
(with Lucian Bebchuk & June Rhee)
1. [\*Private Ordering and the Proxy Access Debate\*](#), 65(2) Business Lawyer 329-360 (2010)  
(with Lucian Bebchuk)

## WORKS IN PROGRESS

*Policy Moves*, Working Paper (2024)

*Oracles of the Vote: Predicting the Outcomes of Proxy Contests*, Working Paper (2024)  
(with Oğuzhan Karakaş and Ting Yu)

## TEACHING

### Boston University School of Law

Corporations (Fall 2018; Spring 2020; Fall 2020; Fall 2022; Spring 2024)

Corporate Governance (Spring 2019; Spring 2020; Spring 2021, Spring 2022; Spring 2023; Spring 2024)

Mergers & Acquisitions (Spring 2021, Spring 2022; Spring 2023)

### Harvard Law School

Corporate and Capital Markets Law and Policy (2011-2018)

Shareholder Rights Project (2011-2014)

Shareholder Rights Project Seminar (2011-2014)

## TESTIMONY

Federal Trade Commission Hearing on Competition and Consumer Protection in the 21st Century, December 2018  
(*The Misguided Attack on Common Ownership*)

## SELECTED PAPER PRESENTATIONS AND PANELS

2024

American Law & Economics Association Annual Meeting (*Oracles of the Vote*)

Boston University Faculty Workshop (*Policy Moves*)

BYU Law Winter Deals Conference, Brigham Young University (*Policy Moves*)

2023

Harvard Law School Empirical Law & Finance Workshop (*Oracles of the Vote*)

Boston University Faculty Workshop (*Oracles of the Vote*)

Institute for Law & Economics Junior Faculty Workshop (*Policy Moves*)

2022

Corporate Law Academic Webinar Series (*Initiation Payments*)

Society on Empirical Legal Studies Workshop (*How To Conduct Transparent Research*)

American Law & Economics Association Annual Meeting (*Initiation Payments*)  
Boston University Faculty Workshop (*Saving Climate Disclosure*)  
BYU Law Winter Deals Conference, Brigham Young University (*How Much Do Investors Care About Social Responsibility?*)

2021

Harvard Law School Law & Economics Workshop (*Initiation Payments*)  
Harvard Law School Empirical Law & Finance Workshop (*How Much Do Investors Care About Social Responsibility?*; *Hidden Agendas in Shareholder Voting*)  
Stanford Law School Law & Economics Workshop (*How Much Do Investors Care About Social Responsibility?*)  
Corporate Law Academic Webinar Series (*Hidden Agendas in Shareholder Voting*)  
Boston University Faculty Workshop (*How Much Do Investors Care About Social Responsibility?*)  
Monash University (*How Much Do Investors Care About Social Responsibility?*)  
Junior Business Law Colloquium (*Hidden Agendas in Shareholder Voting*)  
Tulane Law School Corporate Law Workshop (*Initiation Payments*)  
Boston University Faculty Workshop (*Initiation Payments*)

2020

Organizations & Social Impact Workshop (*How Much Do Investors Care About Social Responsibility?*)  
Vanderbilt Law & Business Workshop (*Initiation Payments*)  
Annual Corporate Law Academic Workshop (*How Much Do Investors Care About Social Responsibility?*)  
BYU Law Winter Deals Conference, Brigham Young University (*Initiation Payments*)  
Boston University Faculty Workshop (*Initiation Payments*)

2019

European Corporate Governance Institute Annual Meeting, IESE, Barcelona (*Index Funds and the Future of Corporate Governance*)  
Current Issues in Corporate Governance Seminar, Harvard Law School (*Index Funds and the Future of Corporate Governance*; *The Under-Initiation of Corporate Change*)  
Spanish Law & Economics Seminar, Harvard Law School (*Index Funds and the Future of Corporate Governance*)  
American Law & Economics Association Annual Meeting, New York University (*Index Funds and the Future of Corporate Governance*)  
New York University Corporate Governance Seminar (*Index Funds and the Future of Corporate Governance*)  
New York University Roundtable on Corporate Governance (*Index Funds and the Future of Corporate Governance*)  
NYU-Penn Law & Finance Conference, New York University (*Index Funds and the Future of Corporate Governance*)\*  
Faculty Workshop, Boston University School of Law (*Index Funds and the Future of Corporate Governance*)

2018

Law & Economics Workshop, Boston University School of Law (*Index Funds and the Future of Corporate Governance*)  
University of California, Berkeley Academic Roundtable on Corporate Governance & Sustainability (*Index Funds and the Future of Corporate Governance*)

Law & Economics Workshop, Harvard Law School (*Index Funds and the Future of Corporate Governance*)  
Real Colegio Complutense (*Universal Proxies*)  
Junior Business Law Colloquium, University of Colorado (*The Case for Investor Ordering*)  
Junior Corporate Law Workshop, Columbia Law School (*Corporate Governance by Index Exclusion*)  
American Law & Economics Association Annual Meeting, Boston University (*Universal Proxies*)  
National Business Law Scholars Conference, University of Georgia (*Corporate Governance by Index Exclusion*)

2017

National Business Law Scholars Conference, University of Utah (*Universal Proxies; The Case for Investor Ordering*)  
Junior Corporate Law Workshop, New York University (*Universal Proxies*)  
American Law and Economics Association Annual Meeting, Yale Law School (*The Agency Problems of Institutional Investors*)

2016

American Law and Economics Association Annual Meeting, Harvard Law School (*Social Responsibility Resolutions*)  
Canadian Law and Economics Association Annual Meeting, University of Toronto (*Frozen Charters*)  
Law & Economics Workshop, Harvard Law School (*Social Responsibility Resolutions*)  
American Law and Economics Association Annual Meeting, University of Chicago (*Frozen Charters*)

#### **ACADEMIC SERVICE**

Corporate Law Academic Webinar Series (CLAWS), Co-Founder, Co-Organizer (May 22, 2020 - present)  
Program Committee Co-Chair, American Law & Economics Association Annual Meeting 2023  
Peer reviewer/referee: Yale Law Journal, N.Y.U Law Review, Boston University Law Review, Journal of Law & Economics.

#### **COMMITTEE SERVICE**

J.D. Committee (2018-present)  
Workshops Committee (2018- present)

#### **PREVIOUS EXPERIENCE**

<b>Harvard Law School</b> , Lecturer on Law	2011 – 2018
<b>Harvard Law School Program on Institutional Investors</b> , Associate Director / Research Director	2011 - 2018
<b>The Shareholder Rights Project</b> , Co-founder & Associate Director	2011 - 2014
<b>Harvard Law School Program on Corporate Governance</b> , Executive Director	2009 - 2011
<b>Shearman &amp; Sterling LLP</b> , New York. Senior Associate, Mergers & Acquisitions Group	2001 - 2008
<b>Flux Factory, Inc.</b> , New York. Director; Board Chairman (2013-2017) (not compensated)	2009 - present

#### **BAR ADMISSIONS**

Admitted to practice in New York 2003 – present

## **MEDIA**

*Initiation Payments:* [HLS Forum on Corporate Governance](#)

*Big Three Power, and Why it Matters:* [HLS Forum on Corporate Governance](#)

*How Much Do Investors Care About Social Responsibility?:* [HLS Forum on Corporate Governance](#)

*Saving Climate Disclosure:* [HLS Forum on Corporate Governance](#)

*Hidden Agendas in Shareholder Voting:* [HLS Forum on Corporate Governance](#)

*Corporations in 100 Pages:* [HLS Forum on Corporate Governance](#)

*Index Funds and the Future of Corporate Governance:* [Wall Street Journal](#); [Bloomberg](#); [CNBC](#); [Wealth Professional](#); [HLS Forum on Corporate Governance](#); [HLS Forum on Corporate Governance](#)

*The Specter of the Giant Three:* [Wall Street Journal](#); [The Financial Times](#); [NPR Planet Money](#); [MarketWatch](#); [Sovereign Wealth Fund Institute](#); [HLS Forum on Corporate Governance](#)

*Corporate Governance by Index Exclusion:* [HLS Forum on Corporate Governance](#)

*The Case for Investor Ordering:* [HLS Forum on Corporate Governance](#)

*Universal Proxies:* [Wall Street Journal](#); [St. Louis Post-Dispatch](#); [HLS Forum on Corporate Governance](#)

*Social Responsibility Resolutions:* [HLS Forum on Corporate Governance](#)

*Frozen Charters:* [HLS Forum on Corporate Governance](#)

*The Agency Problems of Institutional Investors:* [Reuters](#); [Stephen Bainbridge](#); [HLS Forum on Corporate Governance](#)

*Towards the Declassification of S&P 500 Boards:* [New York Times DealBook](#); [New York Law Journal](#); [HLS Forum on Corporate Governance](#)

*Private Ordering and the Proxy Access Debate:* [HLS Forum on Corporate Governance](#)