

*Curriculum Vitae***Eric W. Orts**

The Wharton School, University of Pennsylvania
Legal Studies and Business Ethics Department
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Current positions

Guardsmark Professor, The Wharton School, University of Pennsylvania, 2003 to present.

Professor of Legal Studies and Business Ethics, 2000 to present. [Associate Professor with tenure, 1996-2000; Nelson Peltz Term Assistant Professor, 1991-96.]

Professor of Management (secondary appointment), 2001 to present.

Director, Initiative for Global Environmental Leadership (IGEL), 2007 to present.

Faculty Director, Business Sustainability Leadership (executive education), 2012 to present.

Co-Faculty Director, FINRA Institute at Wharton for Certified Regulatory and Compliance Professionals (executive education), 2000 to present.

Other academic and professional experience

INSEAD (European campus) -- Visiting Professor of Legal Studies, Business Ethics and Management; Economics and Political Science Area; fall 2013, June 2014, Aug.-Sept. 2015.

University of Pennsylvania Law School – Adjunct Professor of Law, spring 2012; Adjunct Assistant Professor of Law, fall 1995.

New York University School of Law – Visiting Professor of Law, 2005-06.

University of Sydney Law School – Visiting Professor of Law, summer 2005.

Harvard University – Eugene P. Beard Faculty Fellow, Center for Ethics and the Professions;

Faculty Fellow, Kennedy School of Government, Center for Business and Government; 2002-03.

University of California, Santa Barbara; Bren School of Environmental Science and Management – Visiting Professor, January 2003.

Tsinghua University, School of Economics and Management – Freeman Foundation Visiting Professor, spring 2000.

University of Leuven, Law Faculty – Visiting Fulbright Professor of Law, spring 1998.

University of Michigan Law School – Visiting Professor of Law, spring 1997.

UCLA School of Law – Visiting Professor of Law, fall 1996.

Columbia Law School – Chemical Bank Fellow in Corporate Social Responsibility, 1990-91.

Paul, Weiss, Rifkind, Wharton & Garrison – associate attorney, New York City, 1988-90.

Skadden, Arps, Slate, Meagher & Flom – paralegal/proofreader, New York City, 1982-85.

Bar Memberships: New York and the District of Columbia.

Education

Columbia Law School. J.S.D. 1994; LL.M. 1992.

University of Michigan Law School. J.D. *cum laude* 1988. Articles editor, University of Michigan Journal of Law Reform.

New School for Social Research, The Graduate Faculty. M.A. in political science, 1985.

Oberlin College. B.A. with honors in government and minor in philosophy, 1982.

Books

The Moral Responsibility of Firms (co-edited with Craig Smith) (Oxford University Press, forthcoming 2017).

Business Persons: A Legal Theory of the Firm (Oxford University Press 2013; rev. paper ed. 2015), 304 pages.

Environmental Contracts: Comparative Approaches to Regulatory Innovation in the United States and Europe (co-edited with Kurt Deketelaere) (Wolters Kluwer Law and Business, 2001), 447 pages.

Series Editor (with Kurt Deketelaere), Comparative Environmental Law & Policy Series (Kluwer Law International, 2000-05) [eight volumes].

Articles and Law Review Publications

“Theorizing the Firm: Organizational Ontology in the Supreme Court,” *DePaul Law Review*, vol. 65, pp. 559-96 (2016).

“Parallels in Public and Private Environmental Governance” (with Sarah Light), *Michigan Journal of Environmental and Administrative Law*, vol. 5, pp. 1-72 (2015).

“Privacy and Organizational Persons” (with Amy Sepinwall), *Minnesota Law Review*, vol. 99, pp. 2275-2323 (2015).

“History and the Anthropology of Firms: A Legal Perspective” (with Gwendolyn Gordon), *Journal of Business Anthropology*, vol. 3, pp. 43-50 (2014).

“Climate Contracts,” *Virginia Environmental Law Journal*, vol. 29, pp. 197-236 (2011).

“Putting a Stake in Stakeholder Theory” (with Alan Strudler), *Journal of Business Ethics*, vol. 88, pp. 605-15 (2009).

“Collaborative Environmental Law: Pro and Con,” *University of Pennsylvania Law Review PENumbra*, vol. 156, pp. 289 (debate with Cary Coglianese) (2007).

“Environmental Law with Chinese Characteristics,” *William & Mary Bill of Rights Journal*, vol. 11, pp. 545-67 (2003) (symposium issue).

“War and the Business Corporation,” *Vanderbilt Journal of Transnational Law*, vol. 35, pp. 549-84 (2002) (symposium issue).

“War and the Corporation,” *Strategy and Business Review*, vol. 13, pp. 44-51 (2002).

“The Ethical and Environmental Limits of Stakeholder Theory” (with Alan Strudler), *Business Ethics Quarterly*, vol. 12, pp. 215-33 (2002) (symposium issue).

“The Rule of Law in China,” *Vanderbilt Journal of Transnational Law*, vol. 34, pp. 43-115 (2001).

- “Moral Principle in the Law of Insider Trading” (with Alan Strudler), *Texas Law Review*, vol. 78, pp. 375-438 (1999).
- “Shirking and Sharking: A Legal Theory of the Firm,” *Yale Law & Policy Review*, vol. 16, pp. 265-329 (1998).
- “The Future of Enterprise Organization,” *Michigan Law Review*, vol. 96, pp. 1947-74 (1998) (book review).
- “Informational Regulation of Environmental Risks” (with Paul Kleindorfer), *Risk Analysis*, vol. 18, pp. 155-70 (1998).
- “Quality Circles in Law Teaching,” *Journal of Legal Education*, vol. 47, pp. 425-31 (1997).
- “Environmental Disclosure and Evidentiary Privilege” (with Paula Murray), *University of Illinois Law Review*, vol. 1997, pp. 1-69.
- “Simple Rules and the Perils of Reductionist Legal Thought,” *Boston University Law Review*, vol. 75, pp. 1441-79 (1995) (book review essay).
- “Reflexive Environmental Law,” *Northwestern University Law Review*, vol. 89, pp. 1227-1340 (1995).
- “A Model of Reflexive Environmental Regulation,” *Business Ethics Quarterly*, vol. 5, pp. 779-94 (1995).
- “The Complexity and Legitimacy of Corporate Law,” *Washington and Lee Law Review*, vol. 50, pp. 1565-1623 (1993).
- “Positive Law and Systemic Legitimacy: A Comment on Hart and Habermas,” *Ratio Juris*, vol. 6, pp. 245-78 (1993).
- “Beyond Shareholders: Interpreting Corporate Constituency Statutes,” *George Washington Law Review*, vol. 61, pp. 14-135 (1992).

Book Chapters

- “The Moral Responsibility of Firms: Past, Present, and Future” in *The Moral Responsibility of Firms* (Eric W. Orts and Craig Smith eds., Oxford University Press, forthcoming 2017).
- “Business Persons,” in *Oxford Handbook on the Corporation* (Thomas Clarke, Justin O’Brien and Charles O’Kelley eds., Oxford University Press, forthcoming 2017).

- “Ethics, Risk, Environmental Management, and Corporate Responsibility” in *Environmental Protection and the Social Responsibility of Firms: Perspectives from Law, Economics, and Business* (Robert Stavins, Bruce Hay & Richard Vietor eds., Resources for the Future Press, 2005), pp. 184-96.
- “From Corporate Social Responsibility to Global Citizenship” in *The INSEAD-Wharton Alliance on Globalizing* (Hubert Gatignon & John R. Kimberly eds., Cambridge University Press, 2004), pp. 331-52.
- “War and the Corporation” in *Financial Times Handbook of Management* (3d ed.) (Stuart Crainer & Des Dearlove eds., Pearson Education Limited, 2004), pp. 667-78.
- “Conflict of Interest on Corporate Boards,” in *Conflict of Interest and the Professions* (Michael Davis & Andrew Stark eds., Oxford University Press, 2001), pp. 129-55.
- “Autopoiesis and the Natural Environment,” in *Law’s New Boundaries: The Consequences of Legal Autopoiesis* (Jiri Priban & David Nelken eds., Ashgate, 2001), pp. 159-78.
- “Introduction: Environmental Contracts and Regulatory Innovation” (with Kurt Deketelaere) in *Environmental Contracts* (2001), pp. 1-35.
- “Environmental Contracts in the United States” (with Geoffrey C. Hazard) in *Environmental Contracts* (2001), pp. 71-91.
- “An American Perspective on Belgian and British Environmental Law within Europe” in *Environmental Law in Belgium and the United Kingdom: A Comparative Analysis* (Kurt Deketelaere ed., Kluwer, 1999), pp. 321-28.
- “A North American Legal Perspective on Stakeholder Management Theory” in *Perspectives on Company Law: 2* (Fiona Macmillan Patfield ed., Kluwer, 1997) pp. 165-79.
- “The Legitimacy of Multinational Corporations” in *Progressive Corporate Law* (Lawrence E. Mitchell ed., Westview Press, 1995), pp. 247-79.

Book in Progress

Rethinking the Firm: A Theory of Business (Oxford University Press, under contract).

Other Works in Progress

“Constitutional Commodification” (with Amy Sepinwall) (in progress).

“The Global Reformation of Environmental Law” (in progress).

Other Publications

Various new blogs, including on the Paris agreement on climate change and other miscellaneous topics, on Linked In.

“Defending Disclosure,” reviewing *More than You Wanted to Know: The Failure of Mandatory Disclosure* (by Ben-Shahar and Schneider) RegBlog, <http://www.regblog.org/> (2015).

Blog posts: personal website, Ortsian Thoughts & Theories, <http://ericorts.com/> (2014 to 2015); via Linked In (2015 to present).

Invited blog posts at *The Conglomerate*, <http://www.theconglomerate.org/>: “New Directions in Corporate Disclosure: Politics, Environment, and Religion” (Aug. 7, 2014), “The Legal and Social Ontology of the Firm,” (Aug. 5, 2014), “Undertheorizing the Corporation Continued: Hobby Lobby and Employees' Rights” (July 16, 2014).

Special reports by IGEL and Knowledge@Wharton:

“The Sharing Economy: Restacking Industry in the 21st Century (2015) (with sponsorship of Rubicon Global).

“Feeding the World” (2015) (with sponsorship of FMC).

“Integrating Environmental and Human Health” (2014) (with sponsorship of Johnson & Johnson).

“Disrupting the World’s Oldest Industry” (2014) (with sponsorship of Rubicon Global).

“Disasters, Rebuilding and Leadership - Tough Lessons from Japan and the U.S.” (2013).

“Greening the Sports Industry” (2013) (with sponsorship of NRDC and Wharton Sports Business Initiative).

“The Rapid Rise of Green Building” (2013) (with sponsorship of SAP).

“The Nexus of Food, Energy and Water” (2013).

“Next Stop, Innovation: What’s Ahead for Urban Mobility?” (2013) (with sponsorship of Enterprise Holdings).

“The Pathways to Sustainability in Emerging Economies” (2012).

“Greening the Supply Chain: Best Practices and Future Trends” (2012).

“Can Venture Capital Really Influence Environmental Sustainability?” (2011).

“Valuing Water: How Can Businesses Manage the Coming Scarcity?” (2011).

“Green Evolution: Managing the Risks, Reaping the Benefits” (2010).

“Integrated Thinking about Life Cycle Analysis: Report of IGEL Conference-Workshop Proceedings” (2009).

“The Challenge of a New Environmental Contract,” prepared for U.N. Secretary-General’s Global Colloquium for University Presidents (New York University, 2007).

Global Environmental Health in the 21st Century (Institute of Medicine of the National Academies, 2007) (workshop summary, contributor especially to ch. 5).

“Corporate Foreign Policy in Times of War,” *strategy + business*, (third quarter, 2002), p. 11-12.

“Law Is Never Enough to Guarantee Fair Practice,” *Financial Times* (summer school series), Aug. 23, 2002, at 9.

“Grey Pinstripes with Green Ties,” *Environment and Business Newsletter* (Nov. 1998).

“Book Review” of Scott R. Bowman, *The Modern Corporation and American Political Thought* (1996), *American Journal of Sociology*, vol. 102, pp. 1447-48 (1997).

“Towards an Ethics of Social Systems” (book review of Jane Jacobs), *The Responsive Community: Rights and Responsibilities*, vol. 4, pp. 60-64 (1993).

“Comment on proposed Russian Law on Businesses and Business Activities,” reprinted in *American Bar Association, Central and East European Law Initiative, Analysis of the Draft Law of the Russian Federation on Businesses and Business Activity*, appendix B, pp. 1-10 (Mar. 29, 1993).

Commentary

Commentary and letters to the editor in *Knowledge@Wharton*, *The Financial Times*, *The New York Times*, *The Wall Street Journal*, *The Philadelphia Inquirer*, *Associated Press*, *Reuters*, *Bloomberg News*, *Handelsblatt*, *Yomiuri Shimbun*, *CBS*, *CNN*, *KYW*, and elsewhere.

Frequent appearances on Wharton Business radio (Sirius XM 111).

American Law Institute, members’ consultant for *Principles of the Law of Nonprofit Organizations* (2002 to present) and *Restatement (Third) of Agency* (1998 to 2007).

Grants

Corporate advisory board membership and annual funding, Initiative for Global Environmental Leadership, 2007 to present.

Bank of America, grant for global speaker series on business and environment issues, 2011-13.

SAP and Merck, grants for executive education program on Business Sustainability Leadership, 2011 and 2012-13 (respectively).

Xerox Foundation, grants for reports on business-and-environment in *Knowledge@Wharton*, 2009 to present.

Provost's Global Initiative Fund, grant award (with Robert Giegengack and Jason Johnston as co-principal investigators) for "Establishment of an International Environmental Management Institute and Constituent Programs," 2006-07.

Harvard University, Center for Ethics and the Professions, faculty fellowship grant, 2002-03.

Alfred West Learning Lab, Wharton School, funding for development of "Tragedy of the Tuna," teaching simulation, 2002-03.

Sloan Foundation, mini-grant for workshop on "Executive Compensation and Corporate Governance," 2001.

Ford Motor Company Fund, multi-year grant to support Wharton Environmental Management Program, 1999-2004.

German Marshall Fund, grant for Wharton impact conference on "Environmental Contracts and Regulatory Innovation: Comparative Approaches in Europe and the United States," 1999.

Fulbright Scholar Program, European Union Affairs Research Program, grant for "Institution Building in the European Union in Corporate and Environmental Law," 1998.

University of Pennsylvania Research Foundation, research grants, 1991-93, 1994-95, 1996-97.

Jones Center for Management Policy, Strategy and Organization, travel grant to the Earth Summit in Rio de Janeiro (and unofficial observer with U.S. State Department), 1992.

Other Wharton grants: Dean's impact conferences ("Green Microfinancing," 2006; "Digital Opportunities and the Natural Environment," 2001; and "Environmental Contracts and Regulatory Innovation," 1998); Jones Center ("Business Firm, Agency and Community," 2001); Risk Management and Decision Processes Center ("How To Do Informational Regulation," 2001, and "Environmental Contracts," 1998); Zicklin Center for Business

Ethics Research, (“Law and Ethics of Insider Trading,” 1999, and “Theories of the Firm,” 1997); Legal Studies and Business Ethics Department (research grants for all summers spent at Wharton).

Teaching

Wharton Executive Education (or Wharton-approved outside teaching):

Co-Faculty Director (with the late William Tyson and Jill Fisch), FINRA Institute at Wharton Certified Regulatory and Compliance Professionals Program, 2000 to present.

Securities Industry Institute, session on for third years on business ethics in finance, 2016.

Faculty Director, Business Sustainability Leadership, 2011 to 2015.

Executive Masters for Technology Management, session on sustainability and corporate responsibility, 2010.

Wharton Seminar for Business Journalists, session on business and the environment, 2008.

Merrill-Lynch Financial Boot Camp, session on business and the environment, 2008.

Penn-SASAC Sarbanes-Oxley Training Program, session on “Corporate Governance, Internal Controls, and the Sarbanes-Oxley Act” for Chinese corporate executives, 2006.

Society of Corporate Secretaries and Governance Professionals, national conference, pre-conference workshop on law and ethics, 2006.

Academic Director, Wharton-LINKS Program (for Danish executives), 2004-05.

Academic Director, National Grid Transco: Wharton-INSEAD Program for Developing Business Leaders, 2003-05.

Philips Octagon Executive Program, session on “International Business Ethics,” 2005.

Wharton-Investment Management Consultants Association, Wharton-Morgan Stanley Senior Consultants’ Program, and Wharton-Merrill Lynch Program, sessions on “The Legal Environment of Financial Advising,” 2002-05.

Shell/Wharton Group Business Leadership Program, panel discussion on “Critical Issues in the Energy Industry,” 2002.

The International Forum, Wharton Global Leadership Series: faculty in Philadelphia, Bruges, and Kyoto, 2001-02; faculty coordinator for social environment project for Philadelphia, 1998; and faculty fellow in Bruges, 1998.

The Directors' Institute: faculty in San Diego, 2002; London, 1998; and Philadelphia, 1997.

Wharton Ph.D. seminars:

Foundations of Business Law (twice)

Theories of the Business Enterprise

Wharton MBA courses:

Responsibility in Business (core course)

Ethics and Responsibility (previous core course) (several sections)

Theories of the Business Enterprise (new course)

The Law of Corporate Management and Finance in Global Perspective (often)

Environmental Management: Law and Policy (often)

Antarctica Leadership Venture (faculty leader)

Field Application Project

Carbon Trading Markets (independent study)

Sustainable Investing (independent study)

Wharton undergraduate courses:

Theories of the Business Enterprise (new course)

The Law of Corporate Management and Finance (cross-listed; often)

Environmental Management: Law and Policy (cross-listed; often)

Environmental Management: Law and Policy (honors seminar)

Introduction to Law and Legal Process (usually honors section) (often)

Law and Ethics of Insider Trading (co-taught with Alan Strudler) (once)

Law school courses and seminars:

Environmental Law (Penn Law)

U.S. Corporate and Commercial Law (NYU Law)

Comparative Corporate Governance (NYU Law, Sydney Law)

Social Theory and the Business Enterprise seminar (NYU Law)

Corporations/Business Associations (UCLA Law, Michigan Law, and Penn Law)

Corporate Governance seminar (UCLA Law and Michigan Law)

Other courses, curriculum development, and teaching:

Joint MBA/Masters of Environmental Science program recommended and approved

Comparative Concepts of Business Law in the United States and China (Tsinghua)

Teaching award:

MBA Excellence in Teaching for an Elective Course, 2011

Service

To the University of Pennsylvania:

Penn Social Responsibility Advisory Committee, 2015-16.

Penn Program on Democracy, Citizenship, and Constitutionalism, executive committee, 2011 to present.

Penn Environmental Sustainability Advisory Committee, 2007 to present.

Provost's ad hoc committee for President's trip to China, 2009-10.

Penn Faculty Working Group on Climate Change, 2008-10.

Facilities Committee, 2009-10.

Master of Environmental Studies Executive Committee, 1997-99, 2000-02, 2004-06.

Penn-Leuven Faculty Exchange Committee, 2001-02, 2003-06.

Committee on Community Relations (chair), 2001-02.

Conflicts of Interest Standing Committee, 1999-2002.

Adviser and community liaison to President's Office for new Penn-assisted elementary school in West Philadelphia, 1998-2002.

Committee on International Programs, 1993-94.

Penn Faculty and Staff for Neighborhood Issues, university models group, 1992-93.

Penn Reading Project, faculty discussion leader, 1992-2001.

To the Wharton School:

Curriculum Committee, 2015-16.

Faculty Search Committee (chair both times), Legal Studies and Business Ethics Department, 1998-99, 2012-13.

Wharton Sustainability Program (and contributed to its creation), 2009 to present.

Global Alumni Forum events (panelist, chair, or panel organizer) in Beijing, Jakarta, Mexico City, San Jose (Costa Rica), San Francisco, and Tokyo, 2007 to present.

Executive Committee, Legal Studies and Business Ethics Department, 2009-12.

Wharton Leadership Ventures Oversight Committee, 2009-11.

Wharton School Publishing, advisory board, 2009-11.

Director, Environmental Management Program, 1998-2007.

Committee on Academic Freedom and Responsibility, 2001-02, 2004-05, 2009-10.

MBA Executive Committee, 2000-01, 2003-04, 2006-07.

Quinquennial Review Committees:

Legal Studies and Business Ethics Department, 2005-06.

Operations and Information Management Department, 2004-05.

Public Policy and Management Department, 1998-99.

MBA Ethics Committee, 1992-93, 2004-05.

Undergraduate Curriculum Committee, 2001-02.

Legal Studies Department undergraduate faculty advisor, 1991-93, 1995-96, 1999-2002.

Research Programs Policy Committee, 1994-96, 1997-99.

Doctoral Executive Committee, 1993-95.

Undergraduate Executive Committee, 1991-92.

To the academic community at large:

Alliance for Research on Corporate Sustainability, founding member of board of directors, 2009 to present.

American Law Institute, member consultant, 2002 to present.

Business Ethics Quarterly, editorial board, 2011 to present.

Fulbright Senior Scholar Review Committee (applications to China, Hong Kong, and Taiwan), Council for International Exchange of Scholars, 2003-05.

Student research supervision:

Ph.D. committees: Duff, The New Financial Stability Regulation, 2015 (expected); Hohns, Justice, Infrastructure, and Socially Responsible Investing, 2012; Yin, Underground Storage Tanks: Economics and Policy, 2006; Hess, CEO Power, Prestige, and Pay, 1999; Farrell, Energy Policy and Sustainability, 1996.

LL.M. study: Komoriya and Taguchi, Japanese-U.S. comparative corporate law, 1996.

Wharton senior research projects (e.g., Balsamo, environmental audits, 1996).

Journal/grant peer review: Journal of Policy Analysis and Management; Law and Society Review; National Science Foundation.

Service to the community at large:

French International School of Philadelphia, President and Chair of the Board of Directors, 2004-09; member of Board of Directors, 2003-09.

First Unitarian Church of Philadelphia: Search Committee for a Settled Minister, 2015-16; Board of Trustees, 2012-13, 1995-98; Ministry Leadership Team, 2011-12; President, Board of Trustees, 1997-98.

Academic and professional memberships:

Academy of Legal Studies in Business

Academy of Management

American Association of University Professors

American Bar Association (business, environmental, and international sections)

American Law Institute (elected to membership in May 1997)

American Political Science Association

American Society for Political and Legal Philosophy

Association for Practical and Professional Ethics

Environmental Law Institute

Law and Society Association

Society for Business Ethics

Other interests/hobbies: reading, sculling/rowing, and yoga.