

JENNIFER O'HARE
Villanova University Charles Widger School of Law
299 North Spring Mill Road
Villanova, PA 19085
OFFICE PHONE: (610) 519-7059 E-MAIL: ohare@law.villanova.edu

APPOINTMENTS

Villanova University Charles Widger School of Law August 2000-present
Professor of Law (visiting professor 2000-2001 academic year)
Co-Director: Business Law Concentration

University of Missouri—Kansas City School of Law August 1997-May 2001
Associate Professor of Law (on leave 2000-2001 academic year)

St. Thomas University School of Law August 1993-July 1997
Assistant Professor of Law (on leave 1994-1995 academic year)

COURSES TAUGHT

Business Organizations
Securities Regulation

Corporate Governance
Corporate Social Responsibility

PUBLICATIONS

Works in Progress:

A SHORT & HAPPY GUIDE TO SECURITIES REGULATION (under contract with West Academic Publishing) (forthcoming 2025).

Law Review Articles:

Against Activist Cooperation Agreements, 113 KENTUCKY LAW JOURNAL __ (forthcoming 2025).

Continuing Education for Directors of Public Companies, 51 FLORIDA STATE UNIVERSITY LAW REVIEW 373 (2024).

Don't Forget the "G" in ESG: The SEC and Corporate Governance Disclosure, 64 ARIZONA LAW REVIEW 1 (2022).

Featured in the Columbia Law School Blue Sky Blog (June 8, 2022).

Recommended in 2023 Securities Law Review (ed. Donald C. Langevoort).

Corporate Governance Guidelines: How to Improve Disclosure and Promote Better Corporate Governance in Public Companies, 49 FLORIDA STATE UNIVERSITY LAW REVIEW 257 (2022).

Featured in the Columbia Law School Blue Sky Blog (Oct. 28, 2022).

Private Ordering and Improving Information Flow to the Board of Directors: The Duty to Inform Bylaw, 53 UNIVERSITY OF RICHMOND LAW REVIEW 557 (2019).

Synthetic CDOs, Conflicts of Interest, and Securities Fraud, 48 UNIVERSITY OF RICHMOND LAW REVIEW 667 (2014).

Recommended in 2015 Securities Law Review (ed. Donald C. Langevoort).

Retail Investor Remedies under Rule 10b-5, 76 UNIVERSITY OF CINCINNATI LAW REVIEW 521 (2008) (“Twenty Years After *Shearson/American Express v. McMahon*: Assessing Investors’ Remedies” symposium issue).

The Use of the Corporate Monitor in SEC Enforcement Actions, 1 BROOKLYN JOURNAL OF CORPORATE, FINANCIAL AND COMMERCIAL LAW 89 (2006) (“New Models for Securities Law Enforcement” symposium issue).

Preemption under the Securities Litigation Uniform Standards Act: If It Looks Like a Securities Fraud Claim and Acts Like a Securities Fraud Claim, Is It a Securities Fraud Claim? 56 ALABAMA LAW REVIEW 325 (2004).

Misleading Employer Communications: The Securities Fraud Implications of the Employee as Investor, 48 VILLANOVA LAW REVIEW 1217 (2003) (“Lessons from Enron” symposium issue).

Director Communications and the Uneasy Relationship Between the Fiduciary Duty of Disclosure and the Anti-Fraud Provisions of the Federal Securities Laws, 70 UNIVERSITY OF CINCINNATI LAW REVIEW 475 (2002).

Reprinted in 44 CORPORATE PRACTICE COMMENTATOR 823 (2003) (ed. Robert B. Thompson).

Resurrecting the Dodo: The Unfortunate Re-emergence of the Puffery Defense in Private Securities Actions, 59 OHIO STATE LAW JOURNAL 1697 (1998).

Good Faith and the Bespeaks Caution Doctrine: It’s Not Just a State of Mind, 58 UNIVERSITY OF PITTSBURGH LAW REVIEW 619 (1997).

Institutional Investors, Registration Rights, and the Specter of Liability under Section 11 of the Securities Act of 1933, 1996 WISCONSIN LAW REVIEW 217 (1996).

Reprinted in 1997 Securities Law Review (ed. Donald C. Langevoort).

Shorter Works:

A Commentary of McDonnell, Ahdieh, Hamermesh, and Johnson's Views of Federal Corporation Law and the AIG Kerfuffle, 2 JOURNAL OF BUSINESS AND TECHNOLOGY LAW 433 (2007) (Part of the University of Maryland School of Law's Roundtable on "The Fall and Rise of Federal Corporation Law").

The Impact on Shareholders and Other Constituents, 2 JOURNAL OF BUSINESS AND TECHNOLOGY LAW 105 (2007) (Part of the University of Maryland School of Law's Roundtable on "The Criminalization of Corporate Law").

Guest Blogger, *The Conglomerate Blog on Business, Law, Economics, and Society*, November-December 2007.

PRESENTATIONS

Paper Presenter, Villanova University Charles Widger School of Law Summer Faculty Workshop, *Don't Forget the "G" in ESG: The SEC and Corporate Governance Disclosure*, August 13, 2021.

Moderator, Villanova University Charles Widger School of Law, Symposium on "Shareholder Environmental Activism," February 7, 2020.

Moderator, Villanova University Charles Widger School of Law, Symposium on "Gender Equity in Law Schools," October 25, 2019.

Paper Presenter, University of Cincinnati College of Law, *Investor Remedies After Dabit*, Symposium on "Twenty Years After *Shearson/American Express v. McMahon*: Assessing Investors' Remedies," March 30, 2007.

Paper Presenter, St. John's University School of Law Faculty Workshop, *The Use of the Corporate Monitor in SEC Enforcement Actions*, October 23, 2006.

Commentator, University of Maryland School of Law, Conference on Federalism & Corporate Governance, October 13, 2006.

Speaker, University of Maryland School of Law, Symposium on the Criminalization of Corporate Law, April 21, 2006.

Paper Presenter, Brooklyn Law School, *The Use of the Corporate Monitor in SEC Enforcement Actions*, Symposium on "New Models for Securities Law Enforcement," March 31, 2006.

Paper Presenter, University of Tennessee College of Law Faculty Workshop, *The Use of the Corporate Monitor in SEC Enforcement Actions*, March 17, 2006.

Paper Presenter, AALS Section on Securities Regulation, *Preemption under the Securities Litigation Uniform Standards Act: If It Looks Like a Securities Fraud Claim and Acts Like a Securities Fraud Claim, Is It a Securities Fraud Claim?* 2004 Meeting of the American Association of Law Schools, San Francisco, January 6, 2005.

Moderator, Villanova University Charles Widger School of Law, Symposium on “Up the Ladder and Beyond: The New Professional Standards for Lawyers under the Sarbanes-Oxley Act,” November 8, 2003.

Paper Presenter, Villanova University Charles Widger School of Law, *Misleading Employer Communications: The Securities Fraud Implications of the Employee as Investor*, Symposium on “Lessons From Enron: How Did Corporate and Securities Law Fail?” October 5, 2002.

CONFERENCES ORGANIZED

Symposium on “Gender Equity in Law Schools,” Villanova University Charles Widger School of Law, October 25, 2019 (co-organizer).

Symposium on “Financial Regulatory Reform: Genesis, Progress, and Impact,” Villanova University Charles Widger School of Law, October 10, 2009.

Symposium on “The Rise of the New Shareholder: Sovereign Wealth Funds, Hedge Funds, and Private Equity,” Villanova University Charles Widger School of Law, March 14, 2009.

Symposium on “Lessons from Enron: How Did Corporate and Securities Law Fail,” Villanova University Charles Widger School of Law, October 5, 2002.

LAW SCHOOL AND UNIVERSITY SERVICE

Current Committee Service:

- Budget Committee (Chair) (elected by faculty)
- Tenure Screening Committee (Chair) (elected by faculty)
- Appointments Committee

Past Service as Committee Chair:

- Budget Committee: 2012-2024 (elected by faculty)
- Academic Affairs Committee 2021-2024
- Tenure Screening Committee: 2011-2012, 2004-2005 (elected by faculty)
- Faculty Appointments Committee: 2011-2012, 2003-2004
- Law Library Director Search Committee: 2011-2012
- Faculty Compensation Committee: 2007-2008 (elected by faculty)
- Academic Affairs Committee: 2001-2003

Past Committee Service:

Faculty Survey Committee for Law School Dean's Five-Year Evaluation: 2021
Strategic Planning Task Force: 2018-2022
Law School Dean Search Committee: 2009-2010 (elected by faculty)
Tenure Screening Committee: 2008-2012, 2002-2005 (elected by faculty)
Faculty Appointments Committee: 2016-2018, 2014-2015, 2011-2012, 2003-2005, 1998-2000, 1995-1996
Academic Affairs Committee: 2018-2020, 2001-2003, 1998-1999
Law School Faculty Retreat Committee: 2016-2017
Faculty Committee: 2015-2016
Task Force on Course Coverage: 2013-2015
Task Force on First Year Practicum: 2013-2014
Task Force on Student Formation: 2012-2013
Task Force on Administrative Structure: 2011
Faculty Compensation Committee: 2005-2008 (elected by faculty)
Legal Writing Advisory Committee: 2007-2011
New Building Committee: 2003-2004
Self-Study Committee: 2001-2003
Inclusion and Empowerment Committee: 1997-2000
Admissions Committee: Spring 2011, 1999-2000, 1996-1997, 1993-1994

Past Non-Committee Law School Service:

Faculty Advisor, JD/MBA Program, 2014-2017
Prosecutor for Law School Student Expulsion Proceeding, 2014
Faculty Advisor, Student Honor Board, 2009-2011
Faculty Advisor, Corporate Law Society, 2007-2011

HONORS AND AWARDS

Teacher of the Year Award, Villanova Law School SBA, 2023
Impact Award, Villanova Law School Women's Law Caucus, 2024

EDUCATION

The George Washington University Law School

Juris Doctor, *with high honors*, 1990

Member: *The George Washington Law Review*

Member: The Order of the Coif

The Wharton School of Business of the University of Pennsylvania

Bachelor of Science in Economics, 1986

OTHER PROFESSIONAL EXPERIENCE

BRESLOW & WALKER

June 1994-May 1995

Associate

New York, NY

General corporate and securities law experience, including representing underwriters in public offerings, representing issuers and underwriters in private offerings, and drafting securities laws filings for public companies.

JONES DAY

September 1990-July 1993

Associate

New York, NY

General corporate and securities law experience, including drafting loan agreements, security agreements, asset purchase agreements, tender offer documents, consent solicitations, equity and debt offerings, and securities laws filings for public companies.