

## **J.S. NELSON**

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[SelectedWorks](#); [SSRN](#)

*Professor of law and expert legal consultant with a deep, diverse background bridging law and business school.*

### **CURRENT POSITIONS**

#### **HARVARD UNIVERSITY**

HARVARD BUSINESS SCHOOL, GENERAL MANAGEMENT, Visiting Associate Professor

Recipient of specially created visiting professorship to research and teach in HBS's Leadership and Corporate Accountability program. 2021-22. • LCA Module Co-Captain, 2022.

#### **VILLANOVA UNIVERSITY (ON LEAVE 2021-22)**

VILLANOVA LAW SCHOOL, Associate Professor of Law (Business Ethics);

VILLANOVA BUSINESS SCHOOL, MANAGEMENT AND OPERATIONS DEPT., Courtesy Appointment.

First known appointment for business ethics in a U.S. law school. Appointed associate professor in Villanova's law school with a courtesy appointment in the Management and Operations Department of the University's business school. • Courses: Business Organizations, Corporate & White Collar Crime, Business Ethics, and Law & Management. 2017–present. • Affiliated faculty: David F. and Constance B. Girard-diCarlo Center for Ethics, Integrity and Compliance; and the John F. Scarpa Center for Law and Entrepreneurship. • Diane Ambler Faculty Scholarship Award, 2021 • Classroom Innovation Grant, 2018.

### **MAJOR AFFILIATIONS**

#### **COMPLIANCE.NET, Convener.**

ComplianceNet is an interdisciplinary network to disseminate and synthesize research about compliance. Host organizer for 2019 conference. Have helped to organize the network and every conference held since.

#### **THE WHARTON SCHOOL, UNIV. OF PENN.**

CAROL AND LAWRENCE ZICKLIN CENTER FOR BUSINESS ETHICS RESEARCH, Senior Fellow.

The school states that “this is a rare appointment, one that is reserved for colleagues whose expertise, interests, and agenda going forward offer the greatest possible value to the Center.” Appointment was for academic years 2015–16 & 2016–17. Renewed indefinitely 2017 onwards.

### **TEACHING INTERESTS**

*Primary:* Business Organizations; Corp. & White Collar Crime; Corp./Venture Finance; Business Ethics; Law & Management; Law & Technology

*Secondary:* Securities Regulation; Contracts; Criminal Law; Crim. Procedure; Adv. Topics in Corp. L.

### **EDUCATION**

#### **HARVARD LAW SCHOOL, J.D.**

*Harvard Law Review*, Editor and Supreme Court Co-Chair

John E. Thayer University Prize for Most Meritorious Scholar

Irving R. Kaufman Public Service Fellowship

Samuel J. Heyman Fellowship Prize for Public Interest Work

#### **YALE UNIVERSITY, B.A., Political Science, *honors and distinction in the major***

Clement Prize for Best Senior Thesis on American Topic

Frank M. Patterson Prize for Research in Political Science

Block Fellowship for Research in Media and Government

Hugh P. Brady Prize for Outstanding Student from the Northwest

## ADDITIONAL PAPER AWARDS AND RECOGNITION

- Selected for New and Emerging Voices in Workplace Law, Emp. Discrimination L. Section and Lab. Rel. & Emp. L. Section Joint Program, Assoc. of Am. L. Schs. (2020)
- Selected for Emerging Voices in Securities Reg., Sec. Reg. Section, Assoc. of Am. L. Schs. (2018 & 2020)
- Holmes-Cardozo Award, Acad. of Legal Stud. in Bus. (2017)
- Distinguished Proceedings Paper, Acad. of Legal Stud. in Bus. (2013 & 2017)
- Ralph Bunche Outstanding Int'l Paper Award, Acad. of Legal Stud. in Bus. (2016)
- Best Paper Award, Western Acad. of Legal Stud. in Bus. (2014 & 2016)
- Outstanding Proceedings Award, Acad. of Legal Stud. in Bus. (2015)
- Outstanding Paper, Pacific Southwest Acad. of Legal Stud. in Bus. (2014)

## PUBLICATIONS

### BOOKS

- [BUSINESS ETHICS: WHAT EVERYONE NEEDS TO KNOW](#), co-authorship with Lynn A. Stout, Oxford U. Press (book under contract, forthcoming). Nominated before publication for Next Big Idea Club Winter 2021-22 (curated by Malcolm Gladwell, Adam Grant, Susan Cain, and Daniel Pink). Book promotional video available [here](#).

### BOOK CHAPTERS/REFERENCE WORKS

- *The Future of the Company and Its Liabilities*, in THE EDWARD ELGAR RESEARCH HANDBOOK ON CORPORATE LIABILITY (Martin Petrin & Christian Witting, eds., Edward Elgar Publishing, forthcoming).
- [Compliance as Management \("The Dark Side of Compliance"\)](#), in CAMBRIDGE HANDBOOK OF COMPLIANCE (D. Daniel Sokol & Benjamin van Rooij, eds., Cambridge U. Press, 2021). Featured in law-partner response to chapter: Jeffrey M. Kaplan, [Does Compliance Have a Dark Side?](#), CONFLICT OF INTEREST BLOG, Dec. 27, 2019. Keynote to IAE Bus. Sch., Buenos Aires, Argentina, [The Dark Side of Compliance](#), July 2020 (over virtual platform during the coronavirus outbreak).
- [Forward to 2021 Norman J. Shachoy Symposium](#), VILLANOVA L. REV., forthcoming.
- *Behavioral Ethics: The Science*, Practical Ethics in Corporate Law: The Science, Instruction and "Real-World" Application (2021 Norman J. Shachoy Symp.), VILLANOVA L. REV., forthcoming (moderator with panelists Niki den Nieuwenboer, Ann Tenbrunsel, and Linda K. Treviño).
- *Lessons Learned from Research*, Practical Ethics in Corporate Law: The Science, Instruction and "Real-World" Application (2021 Norman J. Shachoy Symp.), VILLANOVA L. REV., forthcoming (moderator with panelists Niki den Nieuwenboer, Ann Tenbrunsel, and Linda K. Treviño).
- [Bringing Ethics Back to Friedman's Call to Purpose for the Next 50 Years](#), in MILTON FRIEDMAN 50 YEARS LATER, A REEVALUATION (Luigi Zingales, Jana Kasperkevic, & Asher Schechter, eds., ProMarket, Stigler Ctr. for the Study of the Econ. and the State, U. Chi., Booth Sch. of Bus., 2020).
- [Workplace Surveillance](#), in ETHICAL SYSTEMS (ed. with Brian Harward, reference work for researchers and the public, 2020 onwards).

## ARTICLES

- [\*Cryptocommunity Currencies\*](#), 105 CORNELL L. REV. 3, 101 (2020). Highlighted in Columbia L. Sch.'s *Blue Sky*, Duke L. Sch.'s *Global Markets*, and Harvard L. Sch.'s *Just Money* blogs. Selected for "Emerging Voices in Securities Regulation," 2020 AALS Ann. Meeting.
- [\*Management Culture & Surveillance\*](#) (Berle XI Symposium: Law and Corporate Culture) 43 SEATTLE L. REV. 2, 631 (2020) (solicited manuscript and presentation). Highlighted in Columbia L. Sch.'s *Blue Sky* and Duke L. Sch.'s *Global Markets* blogs. Featured in its own episode of Stanford L. Sch.'s *Business Scholars* podcast. Selected for "New and Emerging Voices in Workplace Law," 2020 AALS Ann. Meeting.
- [\*Disclosure-Driven Crime\*](#), 52 U.C. DAVIS L. REV. 3, 1487 (2019) (formerly [\*The Criminal Bug: Volkswagen's Middle Management\*](#) and [\*'Don't Ask, Don't Tell' Corporate Crime\*](#)). Distinguished Proceedings Prize & Holmes-Cardozo Award, 2017 Acad. of Legal Stud. in Bus. Highlighted in Oxford University's *Business Law* and Columbia L. Sch.'s *Blue Sky* blogs. Re-posted by the *Business Law Prof.* blog. Selected for AALS Crim. Justice Roundtable, 2017 ABA Meeting; and "Emerging Voices in Securities Regulation," 2018 AALS Ann. Meeting.
- [\*A Path to Developing More Insightful Business School Graduates: A Systems-Based, Experiential Approach to Integrating Law, Strategy, and Sustainability\*](#) (with Constance E. Bagley, Adam J. Sulkowski, Sandra A. Waddock, & Paul Shrivastava), ACAD. OF MGMT. LEARNING AND EDUC. (AMLE), 2019 (peer-reviewed "A"-level management journal). Online first Nov. 2019; [selected](#) for print edition Vol. 19, No. 4; print released Dec. 1, 2020; [online print edition](#) released Dec. 23, 2020.
- [\*Paper Dragon Thieves\*](#), 105 GEO. L.J. 4, 871 (2017). Best Paper Award, 2016 Western Acad. of Legal Stud. in Bus.; and Ralph Bunche Outstanding Int'l Paper Award, 2016 Acad. of Legal Stud. in Bus. Basis of 2020 Doctoral Dissertation applying ideas to Scandinavia and the European Union, "Monsoon Paper Dragons," Shruti Kashyap, Uppsala U., Sweden.
- [\*The Corruption Norm\*](#), 26 J. OF MGMT. INQUIRY 3, 280 (Nov. 2016) (special issue on corruption, management and organizations) (double-blind peer-reviewed journal of the Western Acad. of Mgmt.; submitted by special invitation).
- [\*The Corporate Conspiracy Vacuum\*](#), 37 CARDOZO L. REV. 1, 249 (2015) (special request for second article after publication of first in series). Outstanding Proceedings Award, 2015 Acad. of Legal Stud. in Bus.; Outstanding Paper, 2014 Pac. Sw. Acad. of Legal Stud. in Bus.; translation into Chinese and publication for the Chinese market.
- [\*The Intracorporate Conspiracy Trap\*](#), 36 CARDOZO L. REV. 3, 969 (2015). Best Paper Award, 2014 Western Acad. of Legal Stud. in Bus.
- [\*When Criminal Prosecution of a Business and its Employees Creates a Conflict of Interest: Does Independent Counsel Address the Conflict?\*](#) (with Richard O. Parry), 20 J. OF LEGAL STUD. IN BUS. (2015-16) (peer-reviewed specialty journal within the Acad. of Legal Stud. in Bus.).
- [\*Protecting Employee Rights and Prosecuting Corporate Crimes: A Proposal for Criminal Cumis Counsel\*](#) (with Richard O. Parry), 10 BERKELEY BUS. L.J. 1, 115 (2013). Distinguished Proceedings Paper, 2013 Acad. of Legal Stud. in Bus.
- [\*Federal Courts—Proposed Changes to the Ninth Circuit and the Federal Courts of Appeals—Final Report of the Commission on Structural Alternatives for the Federal Courts of Appeals; and S. 253, the Ninth Circuit Reorganization Act\*](#), 113 HARV. L. REV. 3, 822 (2000).

## JUDICIAL CLERKSHIPS AND SERVICE

OFFICE OF STAFF COUNSEL, U.S. COURT OF APPEALS FOR THE TENTH CIRCUIT, Staff Counsel, 2003–2004.

HON. DAVID M. EBEL, U.S. COURT OF APPEALS FOR THE TENTH CIRCUIT, Law Clerk, 2002–2003.

HON. WILLIAM H. YOHN, JR., E. DIST. OF PA., Law Clerk, 2001–2002.

## ADDITIONAL FUNDING, FELLOWSHIPS, & APPOINTMENTS

- Chair, Entrepreneurship Section Interest Group, Tech. Section, Acad. of Legal Studies in Bus. (2021-)
- Hayek Fund for Scholars Grant, Inst. for Humane Stud. (2020)
- Collaborator, Ethical Systems, NYU Stern Sch. of Bus. (2019-)
- Co-founder, Acad. of Legal Studies in Bus. new section on Law & Management (2018-)
- Classroom Innovation Grant, Villanova University (2018)
- External Affiliate, Ostrom Workshop, Research Program on Cybersecurity and Internet Governance, Indiana University Bloomington (2017-)
- Network Fellow, Institute for Corruption Studies (2017-)
- Editor for Entrepreneurship Law, Ewing Marion Kauffman Found., EshipLaw.org (2016-)
- Gaylord Jentz Memorial Scholarship, Acad. of Legal Studies in Bus. (2015)
- Zicklin Ctr. for Bus. Ethics Res. Sem. in Normative Bus. Ethics, The Wharton Sch., U. Penn. (2014)
- Hurst Research Seminar in Legal Stud. and Ethics, Warrington Coll., U. Fla. (2014)

## ACADEMIC EXPERIENCE

GRADUATE SCHOOL OF BUSINESS, STANFORD UNIV.

CENTER FOR ENTREPRENEURIAL STUDIES, Advisor.

Presented series of workshops for MBA and graduate students. Topics included “*How to Use Your Lawyer for Your Best Value as a Start-up*” and “*Practical Tips for Negotiating Start-up Financing Events: Angel Investors and VC Term Sheets*.” Performance rating “phenomenal.” 2013–2017.

HAAS BUSINESS SCHOOL, UNIV. OF CALIF. AT BERKELEY, Faculty Mentor.

Mentored MBA students in the *New Venture Finance* class. 100% “rehire” reviews. 2013.

MIHAYLO COLL. OF BUS. AND ECON., CALIF. STATE UNIV. AT FULLERTON, Adjunct Prof.

Taught classes *Business and Its Legal Environment* and *Commercial Law* (undergraduate students). Participated in curriculum design for the fourth-largest business school in the country. Performance review summary: “very knowledgeable, well-prepared, organized, enthusiastic, interactive, and highly engaging.” 2011–2012.

PETER F. DRUCKER AND MASATOSHI ITO GRAD. SCH. OF MGMT., CLAREMONT GRAD. UNIV., Adjunct Prof.

Taught class *Business Law & Ethics* (MBA and Executive MBA students). Focus of the class was on keeping practicing businesspeople out of legal trouble. 95% of students would take another class with professor. Invited to teach extended versions of class for each program. 2010.

WESTERN STATE COLO. UNIV., Instructor.

Taught class *Your Civil Rights: Street Law for Adults* (undergrad. and graduate students, cross-listed in Political Science and Extended Studies departments). Focus of the class was on criminal procedure, criminal law, and civil rights. Straight “A”s in all 8 evaluation categories. 100% of respondents would take another class with instructor. 2008.

## LEGAL WORK EXPERIENCE

JOSEPHINE SANDLER NELSON, LLC, and previous forms, Owner.

Founded and manage own consulting firm that provides contract business advising and select legal guidance to entrepreneurs, start-ups, and professional services firms. 2006–present.

BROWNSTEIN, HYATT & FARBER, P.C., Denver, CO, Associate.

Represented contract, antitrust, and white collar defense clients through court proceedings and arbitrations. Significant appellate work in commercial fraud and services cases. 2005–2006.

DIST. ATTNY'S OFFICE, Denver, CO, Deputy District Attorney.

Prosecuted a range of offenses from third-degree assaults, to child abuse, and sex crimes. Focused on domestic violence cases. Worked to develop victims' testimony and to bring difficult domestic violence cases to trial. Tried nine solo cases to juries with a 90% conviction rate. Shepherded more than 1,000 cases to resolution. 2005.

POWELL, GOLDSTEIN, FRAZER & MURPHY, LLP, Int'l Bus. Litigation, Wash., D.C., Summer Assoc., 2001.

## PROFESSIONAL NON-LEGAL EXPERIENCE

PUBLIC FINANCIAL MGMT. INC., Phila., PA, Analyst.

Conducted strategic consulting and privatization projects to rescue distressed cities. Sized and structured over \$1.5 billion in bonds for clients in coordination with investment banks. 1996–1998.

## ADDITIONAL PUBLICATIONS, MEDIA, & WORKS-IN-PROGRESS

### SHORTER WORKS

- [\*The Management Case for Inclusionary Corporate Purpose\*](#), COLUM. L. SCH. BLUE SKY BLOG, Mar. 16, 2021.
- [\*Bringing Business Ethics Back to Friedman's Call to Purpose\*](#), THE CUSTOMER, Oct. 8, 2020.
- [\*Bringing Ethics Back to Friedman's Call to Purpose for the Next 50 Years\*](#), U. CHI. PROMARKET BLOG, Oct. 7, 2020; distributed in the Aspen Institute's [\*IDEAS WORTH TEACHING\*](#) newsl., Oct. 8, 2020; selected to be [\*book chapter\*](#) in MILTON FRIEDMAN 50 YEARS LATER, A REEVALUATION (Luigi Zingales, Jana Kasperkevic, & Asher Schechter, eds., ProMarket, Stigler Ctr. for the Study of the Econ. and the State, U. Chi., Booth Sch. of Bus., 2020).
- [\*Opinion: 5 Ethical Challenges Employers Will Face as They Reopen\*](#), HR DEEP DIVE, June 17, 2020; selected for [\*BUS. ETHICS HIGHLIGHTS\*](#), June 19, 2020.
- [\*5 Ethical Challenges During COVID-19 That Businesses Need to Meet\*](#), N.Y.U. ETHICAL SYS. NEWSL., June 3, 2020.
- [\*The Case for Cryptocurrencies as a New Category of Regulated Non-Sovereign Fiat Currency\*](#), HARV. L. SCH. JUST MONEY BLOG, Mar. 31, 2020.
- [\*Why Cryptocurrencies Should Be Evaluated as Fiat Money\*](#), COLUM. L. SCH. BLUE SKY BLOG, Feb. 27, 2020.

- [\*How Cryptocurrencies Should Be Regulated as Non-Sovereign Fiat Currencies\*](#), THE FINREG BLOG: COMMENTARY BY FACULTY AND AFFILIATES OF THE DUKE L. GLOBAL FIN. MKTS CTR. [hereinafter DUKE L. GLOBAL MKTS], Feb. 18, 2020.
- [\*A Warning About the Combination of Management Culture & Surveillance\*](#), DUKE L. GLOBAL MKTS, Feb. 3, 2020 (post by special request).
- [\*The Potentially Toxic Combination of Management Culture and Modern Surveillance\*](#), COLUM. L. SCH. BLUE SKY BLOG, Jan. 29, 2020 (post by special request).
- [\*'Don't Ask, Don't Tell' Corporate Crime\*](#), COLUM. L. SCH. BLUE SKY BLOG, July 19, 2017 (post by special request).
- [\*Law, Management, and Strategy: Collapsing Boundaries and Managing the Interstices\*](#), ACAD. OF MGMT. PROC. (Jan. 2017) (with Adam J. Sulkowski, Constance E. Bagley, Inara Scott, Paul Shrivastava, and Sandra A. Waddock).
- [\*Notes on the Origin of "The Normalization of Corruption"\*](#), MGMT. INK, Dec. 7, 2016.
- [\*The Normalization of Corruption and Wells Fargo's 2 Million False Accounts\*](#), MGMT. INK, Dec. 5, 2016.
- [\*Fumigating the Criminal Bug: New Research on the Insulation of Volkswagen's Middle Management\*](#), OXFORD BUS. L. BLOG, May 5, 2016 (article selected by Oxford as best new research and post solicited by special request; reposted by the editors of the BUS. L. PROF. BLOG as [\*Josephine Sandler Nelson on Volkswagen\*](#)).
- [\*The Ethical Slide, Train Tickets, and Helping the Next Generation of Corporate Leaders to Choose Differently\*](#), THE CONGLOMERATE: BUS., L., ECON. & SOC'Y [hereinafter THE CONGLOM.], Jan. 30, 2015.
- [\*The Intracorporate Conspiracy Doctrine and D&O Litigation Incentives\*](#), THE CONGLOM., Jan. 29, 2015.
- [\*The Intracorporate Conspiracy Doctrine and CEO Turnover\*](#), THE CONGLOM., Jan. 28, 2015.
- [\*Frustration with the Intracorporate Conspiracy Doctrine Distorts Other Areas of Law\*](#), THE CONGLOM., Jan. 27, 2015.
- [\*The Silenced Connecticut Sex-Abuse Case\*](#), THE CONGLOM., Jan. 26, 2015.
- [\*How We Should Have Tried Monsignor Lynn\*](#), THE CONGLOM., Jan. 23, 2015.
- [\*Sex Abuse, Priests, and Corporate Conspiracy\*](#), THE CONGLOM., Jan. 22, 2015.
- [\*Where are the Prosecutions for Corporate Conspiracy?\*](#), THE CONGLOM., Jan. 21, 2015.
- [\*Corporate Conspiracy Charges for the Financial Crisis\*](#), THE CONGLOM., Jan. 20, 2015.
- [\*JPMorgan's Witness and the Holes in Corporate Criminal Law\*](#), THE CONGLOM., Jan. 20, 2015.
- [\*The Conflict of Interest Inherent in a Corporation Paying for Its Employee's Counsel: A Better Model for Preventing and Addressing Corporate Crime\*](#), THE NETWORK: BUS. AT BERKELEY L., Aug. 19, 2013.



## HARVARD BUSINESS SCHOOL PUBLICATIONS

- *Fiduciary Duties Law for Managers: An Overview*, forthcoming (with Trevor Fetter).
- *Sexual Misconduct in the Workplace: Considerations for Managers*, forthcoming (with Trevor Fetter).

## MEDIA

- [\*Conduct Tech May Fail to Deliver Insights, While Increasing Data Privacy Risk, Ethical Issues\*](#), THOMSON REUTERS: REGULATORY INTELLIGENCE, Oct. 29, 2021 (quoted on the impact of surveillance on women, minorities, and star performers in the workforce); [republished](#) in JDSUPRA, Nov. 3, 2021.
- [\*EU Rules Governing Artificial Intelligence Will Put Compliance Obligations on Facial Recognition Regtech\*](#), THOMSON REUTERS: REGULATORY INTELLIGENCE, Oct. 8, 2021 (quoted on surveillance systems); [republished](#) in JDSUPRA, Oct. 13, 2021.
- [\*Required Reading: 13 Books MBA Professors at Harvard, Kellogg, and Elsewhere are Telling Students to Read This Year\*](#), BUSINESS INSIDER, Sept. 21, 2021 (quoted on books helpful for students).
- [\*Presentation of Senior Compliance Paper Award\*](#), ComplianceNet2021, U. Coll. London, Online During Coronavirus Outbreak, June 2021.
- [\*Compliance in Short, Incentive Systems, Part 1\*](#) (reference video), GOVERNANCE AND TRANSPARENCY CTR., IAE BUS. SCH., Buenos Aires, Argentina, April-May 2021.
- [\*Compliance in Short, Incentive Systems, Part 2\*](#) (reference video), GOVERNANCE AND TRANSPARENCY CTR., IAE BUS. SCH., Buenos Aires, Argentina, April-May 2021.
- *Women's Financial Well-Being*, Webcast, Mar. 31, 2021 (moderator with panelists Meredith L. Carter, Elizabeth Capana, and Kaylan Sliney; co-sponsored by the Women's Law Caucus, the Villanova Parents and Non-traditional Students Group, the Health Law Society, and the Corporate Law Society).
- [\*Analysis: Firms' Surveillance Use Risks Squashing Positive Compliance Behavior, Culture Change Gains\*](#), THOMSON REUTERS: REGULATORY INTELLIGENCE, Mar. 18, 2021 (quoted on reasons for the rising use of surveillance software).
- [\*Behavioral Ethics: The Science\*](#), Practical Ethics in Corporate Law: The Science, Instruction and "Real-World" Application, Broadcast, VILLANOVA L. REV. NORMAN J. SHACHOY SYMP., Feb. 19, 2021 (moderator with panelists Profs. Niki den Nieuwenboer, Ann Tenbrunsel, and Linda K. Treviño).
- [\*Lessons Learned from Research\*](#), Practical Ethics in Corporate Law: The Science, Instruction and "Real-World" Application, Broadcast, VILLANOVA L. REV. NORMAN J. SHACHOY SYMP., Feb. 19, 2021 (moderator with panelists Profs. Niki den Nieuwenboer, Ann Tenbrunsel, and Linda K. Treviño).
- [\*Closing Remarks\*](#), Practical Ethics in Corporate Law: The Science, Instruction and "Real-World" Application, Broadcast, VILLANOVA L. REV. NORMAN J. SHACHOY SYMP., Feb. 19, 2021.
- [\*A Path to Developing More Insightful Business School Graduates\*](#) (video introduction), 19 ACAD. OF MGMT. LEARNING AND ED. 4, Jan. 6, 2021.
- [\*Microsoft Patents New Software That Can Detect When Employees are Lazy\*](#), N.Y. POST, Dec. 3, 2020, (quoted on workplace surveillance software).

- [Microsoft's New 'Productivity Score' Lets Your Boss Monitor How Often You Use Email and Attend Video Meetings](#), FORBES, Nov. 25, 2020 (quoted on implications of workplace surveillance in Microsoft 365 office product). Follow-up story soon afterwards: [Microsoft Makes Changes to Productivity Score Tool After Privacy Backlash](#), FORBES, Dec. 1, 2020.
- [Better Compliance Through Less Surveillance: No Excuses for Poor Management](#), Broadcast Keynote Address & Panel Interaction with business leaders, anti-corruption and ethics experts, lawyers, compliance- and risk-practitioners, civil society representatives and academics, Co-sponsored by IESE CTR. FOR BUS. IN SOC'Y, U. NAVARRA, Barcelona, Spain, GOVERNANCE AND TRANSPARENCY CTR., IAE BUS. SCH., Buenos Aires, Argentina, and The CRIM. L. DEP'T, AUSTRAL U. L. SCH., Oct. 22, 2020 (over virtual platform during the coronavirus outbreak).
- [This Tech Could Let Bosses Spy on You While You're Working from Home](#), DESERET NEWS, July 28, 2020 (quoted on surveillance software).
- [Hindsight Is 20/20: Living Your Culture in The Next Normal](#), WORKITDAILY, July 10, 2020 (quoted on ethics in managerial decisions).
- [The Dark Side of Compliance](#), Broadcast Keynote Address & Panel Interaction with International Compliance Officers, GOVERNANCE AND TRANSPARENCY CTR., IAE BUS. SCH., Buenos Aires, Argentina, July 2, 2020 (over virtual platform during the coronavirus outbreak).
- [Straight Talk About the Business Ethics of Workplace Surveillance](#), ETHICAL SYS. BLOG, June 21, 2020; [introduction and video](#) published in the ETHICAL SYS. NEWSL., July 7, 2020.
- [Ethical Challenges for Reopening](#), BUS. ETHICS HIGHLIGHTS, June 19, 2020 (citing my work for how ethical concerns become particularly important during the pandemic).
- [Professor J S Nelson on Surveillance](#), HUMAN RISK PODCAST (Episode 46), June 4, 2020.
- [Professor J.S. Nelson](#), BREAKING THE FEVER PODCAST (Episode 10), June 3, 2020.
- [Josephine Nelson](#), BREAKING THE FEVER (Webcast Call-in), June 2, 2020.
- [Josephine Nelson on Workplace Surveillance](#), STAN. L. SCH. BUS. SCHOLARS PODCAST, Mar. 30, 2020 (entire episode interview).
- [Does Compliance Have A Dark Side?](#), CONFLICT OF INTEREST BLOG, Dec. 27, 2019 (reacting to my "Dark Side of Compliance" thesis).
- [Equifax, SEC and Deloitte Cyber Breaches: Is It Time To Remove Executive Immunity From Prosecutions?](#), FORBES MAG., Oct. 3, 2017 (quoted on executive immunity).
- [Uber—A Paradigm Shifting Unicorn: Do the Rules Not Apply?](#), FORBES MAG., May 11, 2017 (quoted on Uber's business culture).

#### WORKS-IN-PROGRESS

- *Autonomy-Threatening Worker Surveillance* (currently a series of articles; solicitation by Cambridge U. Press to become a book).
- *Engaging Middle Management*.



- *Abusive Internal Corporate Controls.*
- *International Law and Enterprise Shells: A Proposal for Corporate Liability Reform* (currently an article; solicitation by German-based Lambert Acad. Pub. to become a book).
- *Smothering the Agents: How Supreme Court Majorities and Dissents Misunderstand Corporate Control.*
- *Entrepreneurs and White Collar Crime: Bootstrapping Right into Trouble.*

## CONFERENCES ORGANIZED

[ComplianceNet2022](#), U. Amsterdam Sch. of L., Amsterdam, The Netherlands, July 2022 (co-convener, potentially online during coronavirus).

[ComplianceNet2021](#), U. Coll. London, London, England, June 2021 (co-convener, online during coronavirus).

[Practical Ethics in Corporate Law: The Science, Instruction, and “Real World” Application](#), Villanova L. Sch., Villanova, PA, Feb. 2021 (Villanova L. Rev. Norman J. Shachoy Symposium; co-sponsored by David F. and Constance B. Girard-diCarlo Center for Ethics, Integrity and Compliance; online during coronavirus).

*ComplianceNet2020*, U. Coll. London, London, England, June 2020 (co-convener, postponed due to coronavirus).

[ComplianceNet: Business Ethics](#), Villanova L. Sch., Villanova, PA, June 2019 (co-convener and host school).

*Business Ethics Colloquium*, Villanova L. Sch., Villanova, PA, Apr. 2018 (organizer).

## INVITED WORKSHOPS AND SYMPOSIA

*Berle XII Symposium: Corporate Capitalism and the City of God*, Adolf Berle Ctr. on Corps, L. and Soc’y, Seattle U.L. Sch., Seattle, WA, May 2021.

*New and Emerging Voices in Workplace Law*, AALS Section on Emp. Discrimination L. & AALS Section on Labor Rel. and Emp. L., AALS Ann. Meeting, Wash., D.C., Jan. 2020.

*Emerging Voices in Sec. Reg.*, AALS Section on Sec. Reg., AALS Ann. Meeting, Wash., D.C., Jan. 2020.

*Midwestern Law & Economics Assoc. Conf.*, Villanova L. Sch., Villanova, PA, Oct. 2019.

*Berle XI Symposium: Law and Corporate Culture*, Adolf Berle Ctr. on Corps, L. and Soc’y, Seattle U.L. Sch., Seattle, WA, May 2019.

*Corporate Governance “Counter-narratives”: On Corporate Purpose and Shareholder Value(s)*, Millstein Ctr. for Global Mkts and Corp. Ownership, Colum. L. Sch., New York, NY, Mar. 2019.

*Corporate Law & Governance*, The Lynn Stout Mem. Conf., New York, NY, Feb. 2019 (moderator).

*Compliance and Internal Firm Behavior*, Cambridge Handbook on Compliance Authors’ Conf., Gainesville, FL, Jan. 2019.

*All-Academy Panel “Tom Dunfee Memorial Symposium on Law at AOM: Legal Lacunae & Governance Solutions Related to Human Well-Being,”* Acad. of Mgmt. Int’l Ann. Meeting, Chicago, IL, Aug. 2018; repeated for the Acad. of Legal Stud. in Bus, Portland, OR, Aug. 2018.

*Social Issues in Management (SIM)-Organizations and the Environment (ONE)-Public and Nonprofit (PNP) Junior Faculty Consortium PDW,* Acad. of Mgmt. Int’l Ann. Meeting, Chicago, IL, Aug. 2018.

*Corporate Crime & Ethics of Disclosure,* Law & Soc’y Ann. Meeting, Toronto, ON, June 2018.

*Mid-Atlantic Junior Faculty Forum,* U. Richmond, Richmond, VA, May 2018.

*Corporate Compliance and Ethics: Current Issues in Law, Policy & Management,* U. Mich. Ross Sch. of Bus., Ann Arbor, MI, May 2018.

*Corporate Compliance & Organizational Change,* Notre Dame L. Sch., South Bend, IN, Apr. 2018.

*Emerging Voices in Securities Regulation,* AALS Sec. Reg. Section, AALS Ann. Mtng., San Diego, CA, Jan. 2018.

*Criminal Justice Roundtable,* AALS Crim. Just. Section, ABA Meeting, Wash., D.C., Nov. 2017.

*4<sup>th</sup> Bi-annual Workshop on Business Ethics,* European Inst. for Adv. Stud. in Mgmt., Brussels, Belgium, Nov. 2017 (declined).

*Normative Business Ethics Workshop Series,* Carol and Lawrence Zicklin Ctr. for Bus. Ethics Res., The Wharton Sch., U. Penn., Phila., PA, Oct. 2017.

*All-Academy Panel “At the Interface: Law, Management & Strategy,”* Acad. of Mgmt. Int’l Ann. Meeting, Atlanta, GA, Aug. 2017; repeated for the Acad. of Legal Stud. in Bus, Savannah, GA, Aug. 2017.

*Business Law Colloquium,* John. F. Scarpa Ctr. for L. & Entrepreneurship, Villanova L. Sch., Villanova, PA, Apr. 2017.

*Huber Hurst Research in Legal Studies and Ethics Seminar,* San Francisco, CA, Feb. 2016 (discussant).

*Preventative and Positive Roles of Law Symposium,* Ross Sch. of Bus., U. Mich., Ann Arbor, MI, July 2015.

*Huber Hurst Research in Legal Studies and Ethics Seminar,* Warrington Coll. of Bus. Admin., U. Fla., Gainesville, FL, Feb. 2014.

*Inaugural Normative Business Ethics Workshop Series,* Carol and Lawrence Zicklin Ctr. for Bus. Ethics Res., The Wharton Sch., U. Penn., Phila., PA, Jan. 2014.

## **PRESENTATIONS**

*A Case for Stakeholder Capitalism* (requested topic for planned debate), Harvard Business School Faculty, Business in Global Society Initiative, Boston, MA, Nov. 2021.

*Emerging Digital Legal Issues for Businesses and Managers Panel,* Soc’y for Bus. Ethics, Online During Coronavirus Outbreak, July 2021.

[\*A View of Compliance in U.K. and U.S. Practice Panel\*](#), ComplianceNet2021, U. Coll. London, Online During Coronavirus Outbreak, June 2021 (chair).

[Compliance: Arguments for Various Models Panel](#), ComplianceNet2021, U. Coll. London, Online During Coronavirus Outbreak, June 2021 (chair).

[Cambridge Handbook of Compliance Panel](#), ComplianceNet2021, U. Coll. London, Online During Coronavirus Outbreak, June 2021.

*How Compliance Pushes Over-Surveillance and Increases Corporate Wrongdoing*, Nat'l Bus. L. Scholars' Conf., Online During Coronavirus Outbreak, June 2021.

*Does Shareholder Primacy Exacerbate Racial, Gender, and Economic Inequality? Panel*, AALS & Socio-Econ. Ann. Meeting, Online During Coronavirus Outbreak, Jan. 2021.

[Better Compliance Through Less Surveillance Keynote](#), 10th Ann. Conf. on Compliance and Corp. Governance, Governance and Transparency Ctr., IAE Bus. Sch., Buenos Aires, Argentina; Co-sponsored by IESE Ctr. for Bus. in Soc'y, U. Navarra, Barcelona, Spain, and The Crim. L. Dep't, Austral U. L. Sch.; Online During Coronavirus Outbreak, Oct. 2020.

*Ten Years After Dodd-Frank: Is the Financial System Safer? Panel*, Acad. of Legal Stud. in Bus., Online During Coronavirus Outbreak, Aug. 2020.

*The Privacy-Autonomy Divide*  
Nat'l Bus. L. Scholars' Conf., Online During Coronavirus Outbreak, June 2021.  
Acad. of Legal Stud. in Bus., Online During Coronavirus Outbreak, Aug. 2020.

*Cryptocommunity Currencies*  
Acad. of Legal Stud. in Bus., Online During Coronavirus Outbreak, Aug. 2020.  
Nat'l Bus. L. Scholars' Conf., Online During Coronavirus Outbreak, June 2020.  
Corp. L. Seminar Guest Lecture, Fordham L. Sch., NY, NY, Feb. 2020.  
AALS Ann. Meeting, Wash., D.C., Jan. 2020.  
Midwestern Law & Econ. Assoc. Conf., Villanova L. Sch., Villanova, PA, Oct. 2019.

*The Dark Side of Compliance*  
Acad. of Legal Stud. in Bus., Online During Coronavirus Outbreak, Aug. 2020.  
[Keynote, Governance and Transparency Center](#), IAE Bus. Sch., Buenos Aires, Argentina, Online During Coronavirus Outbreak, July 2020.  
[ComplianceNet: Business Ethics](#), Villanova, PA, June 2019 (chair).

*Management Culture and Surveillance*  
Acad. of Legal Stud. in Bus., Online During Coronavirus Outbreak, Aug. 2020.  
AALS Ann. Meeting, Wash., D.C., Jan. 2020.  
Berle XI Symp. on Corp. Culture, Seattle, WA, May 2019.

*Corporate Governance Panels*  
Acad. of Legal Stud. in Bus., Online During Coronavirus Outbreak, Aug. 2020 (organizer).  
Lynn Stout Mem. Conf., New York, NY, Feb. 2019 (moderator).  
Acad. of Legal Stud. in Bus., Portland, OR, Aug. 2018.  
Acad. of Legal Stud. in Bus., Savannah, GA, Aug. 2017.  
Acad. of Legal Stud. in Bus., San Juan, PR, Aug. 2016.  
Acad. of Legal Stud. in Bus., Phila., PA, Aug. 2015.

*Autonomy-Threatening Worker Surveillance*, Nat'l Bus. L. Scholars' Conf., Online During Coronavirus Outbreak, June 2020.

*The Limitations of Corporate Law Panel*, Law & Soc’y Ann. Meeting, Online during the Coronavirus Outbreak, May 2020.

*Evaluating Cryptocurrencies & Other Market Developments Roundtable*, Law & Soc’y Ann. Meeting, Online during the Coronavirus Outbreak, May 2020 (chair).

[\*The State of Business Ethics and Compliance\*](#), ComplianceNet: Business Ethics, Villanova, PA, June 2019 (organizer and moderator).

[\*The Ethics of Workplace Surveillance & Monitoring Panel\*](#), Ethical Sys., New York, NY, Mar. 2019.

*Compliance and Internal Firm Behavior*, Cambridge Handbook of Compliance, Gainesville, FL, Jan. 2019.

[\*Insider Trading and Cryptoassets: The Future of Regulation in the Blockchain Era\*](#), Assoc. of Am. L. Schs., New Orleans, LA, Jan. 2019 (paper and panel).

[\*Social Media and Free Speech Panel\*](#), Federalist Soc’y Meeting, New Orleans, LA, Jan. 2019.

[\*Gender, Race and Competition in the New Economy Panel\*](#), Socio-Econ. Meeting, New Orleans, LA, Jan. 2019.

*Tom Dunfee Memorial Symposium on Law at AOM: Legal Lacunae & Governance Solutions Related to Human Well-Being (discussion of ethics in privatization of public services)*

Acad. of Mgmt. Int’l Ann. Meeting, Chicago, IL, Aug. 2018 (All-Academy Panel)

Acad. of Legal Stud. in Bus., Portland, OR, Aug. 2018.

*Law & Management Interdisciplinary Report Panel*, Acad. of Legal Stud. in Bus., Portland, OR, Aug. 2018.

BUSINESS ETHICS: WHAT EVERYONE NEEDS TO KNOW

Acad. of Legal Stud. in Bus., Portland, OR, Aug. 2018

Mid-Atlantic Acad. of Legal Stud. in Bus., Phila., PA, Apr. 2018.

*Corporate Crime and the Ethics of Disclosure*, Law & Soc’y, Toronto, ON, Canada, June 2018.

*Disclosure-Driven Crime* (and former titles)

Bus. Ethics Colloquium, Villanova L. Sch., Villanova, PA, Apr. 2018 (organizer).

Corp. Compliance & Org. Change, Notre Dame L. Sch., South Bend, IN, Apr. 2018.

Assoc. of Am. L. Schs. Emerging Voices in Sec. Reg., San Diego, CA, Jan. 2018 (peer selection).

Am. Bar Assoc. Crim. Justice Roundtable, Wash., D.C., Nov. 2017 (peer selection).

Wharton Zicklin Ctr. Normative Bus. Ethics Workshop, Phila., PA, Oct. 2017 (competitive acceptance).

Acad. of Legal Stud. in Bus., Savannah, GA, Aug. 2017

(Holmes-Cardozo Award & Distinguished Proceedings Paper).

Acad. of Legal Stud. in Bus., San Juan, PR, Aug. 2016 (development track).

*At the Interface: Law, Management & Strategy*

Acad. of Mgmt., Atlanta, GA, Aug. 2017 (All-Academy Panel).

Acad. of Legal Stud. in Bus., Savannah, GA, Aug. 2017.

*Entrepreneurship Law Panel*, Acad. of Legal Stud. in Bus., San Juan, PR, Aug. 2016 (organizer).

*The Normalization of Corruption*, Acad. of Legal Stud. in Bus., San Juan, PR, Aug. 2016 (development track).

*Smothering the Agents* (and former titles), Acad. of Legal Stud. in Bus., San Juan, PR, Aug. 2016 (development track).

*Paper Dragon Thieves* (and former titles)

Acad. of Legal Stud. in Bus., San Juan, PR, Aug. 2016 (Bunche Outstanding Int'l Paper Award).

Western Acad. of Legal Stud. in Bus., Monterey, CA, Mar. 2016 (Best Paper).

Acad. of Legal Stud. in Bus., Phila., PA, Aug. 2015 (development track).

*The Corporate Conspiracy Vacuum* (and former titles)

Acad. of Legal Stud. in Bus., Phila., PA, Aug. 2015 (Outstanding Proceedings Paper).

Western Acad. of Legal Stud. in Bus., Monterey, CA, Mar. 2015.

Pac. Sw. Acad. of Legal Stud. in Bus., Palm Springs, CA, Feb. 2014 (Outstanding Paper).

Acad. of Legal Stud. in Bus., Boston, MA, Aug. 2013 (development track).

*The Intracorporate Conspiracy Trap* (and former titles)

Acad. of Legal Stud. in Bus., Seattle, WA, Aug. 2014.

Western Acad. of Legal Stud. in Bus., Monterey, CA, Mar. 2014 (Best Paper).

Pac. Sw. Acad. of Legal Stud. in Bus., Palm Springs, CA, Feb. 2014.

Acad. of Legal Stud. in Bus., Boston, MA, Aug. 2013 (development track).

*Protecting Employee Rights and Prosecuting Corporate Crimes: A Proposal for Criminal Cumis Counsel*

Acad. of Legal Stud. in Bus., Boston, MA, Aug. 2013 (Distinguished Proceedings Paper).

*Business Ethics and the Law Panel*, The Se. Assoc. of Law Schs, Boca Raton, FL, July 2015.

*Federal Prosecutions* guest lecture to Corp. Gov. students, Scheller Coll. of Bus., GA Inst. of Tech., Atlanta, GA, Mar. 2014 & 2015 (invited back to repeat presentation a second year).

**ADDITIONAL SELECT WORKSHOPS/CONFERENCES ATTENDED**

*Empirical Methods Faculty Workshop III (two-day course)*, Villanova L. Sch., Villanova, PA, Mar. 2020.

*The Future of Capitalism*, Millstein Ctr. for Global Mkts and Corp. Ownership, Colum. L. Sch., New York, NY, Oct. 2020.

*Empirical Methods Faculty Workshop II (three-day course)*, Villanova L. Sch., Villanova, PA, Mar. 2019.

*Women and Corporate Governance: A Conference Exploring the Role and Impact of Women in the Governance of Public Corporations*, Geo. Wash. L. Sch., Wash., D.C., Nov. 2018.

*Empirical Methods Faculty Workshop (three-day course)*, Villanova L. Sch., Villanova, PA, Mar. 2018.

*Private Equity Conference*, The Yale L. Sch. Ctr. for Private L., Yale L. Sch., Nov. 2017.

*Bribery, Fraud, Cheating—How to Avoid Organizational Wrongdoing*, Volkswagen Found., Herrenhausen Symp., Hannover, Germany, Oct. 2017 (only U.S. law professor in attendance).

**BAR**

Member, District of Columbia Bar (active); California Bar (inactive); Colorado Bar (inactive)

Admitted to practice before the U.S. Supreme Court

## **PROFESSIONAL MEMBERSHIPS & CONTRIBUTIONS**

Peer Reviewer, *American Business Law Journal*

Member, Academy of Legal Studies in Business

Member, Law and Society Association

Member, Academy of Management

Member, Society for Business Ethics

Member, Bus. Ethics Partnership, Markkula Center for Applied Ethics, Santa Clara U.

By-Invitation Member, The CLUB, Women Leaders in Silicon Valley and the Bay Area

## **LAW SCHOOL COMMITTEES**

Alumni & Development (2017-)

Appointments Committee (2017-18)

International Programs Task Force (2018-)

Faculty Committee (2020-)

Public Interest Committee (2019-20)

Strategic Planning Vocational Success Committee (2018-20)