



# Smith v. VanGorkom 20 Years Later

A continuing legal education program regarding *Smith v. VanGorkom* was held Sept. 20, 2005, at Washburn Law.

The 1985 Delaware Supreme Court decision in *Smith v. Van Gorkom* defined the meaning of the duty of care for directors in most public corporations that led to a nationwide effort to relax the standards facing board directors as a matter of state statutory law. Since the *Smith* decision, executive compensation has soared, Enron and a host of other high-profile corporations have succumbed to scandals, and a litany of top executives has landed in jail. Lawmakers have responded by creating more crimes, imposing longer criminal sentences and imposing vast new corporate governance standards pursuant to legislation such as the Sarbanes-Oxley Act. Yet the duty of care for corporate directors remains remarkably undemanding. Indeed, very recently the Delaware courts demonstrated just how easy it is for directors and officers to comply with the duty of care in the context of the Disney shareholder litigation. The symposium examined the legacy of the *Smith* decision 20 years later, in an effort to explore the policy dynamics underlying the directors' duty of care and to understand the proper role of the board of directors.

Presenters included Henry N. Butler, the James Farley Professor of Economics at Chapman University; Lawrence A. Hamermesh, Professor of Law and Director of the Widener Institute of Delaware Corporate Law in Wilmington, Delaware; Dennis R. Honabach, Professor of Law and Dean of Washburn University School of Law; Steven Ramirez, Professor of Law at Washburn University School of Law; Cheryl L. Wade, the "Dean Harold F. McNiece" Professor of Law at St. John's University School of Law; and Robert Rhee, Professor of Law at Washburn University School of Law who served as mediator.

Fifty-six people attended the CLE and Jim Haines, President and CEO of Westar Energy, spoke to participants at the end of the program.



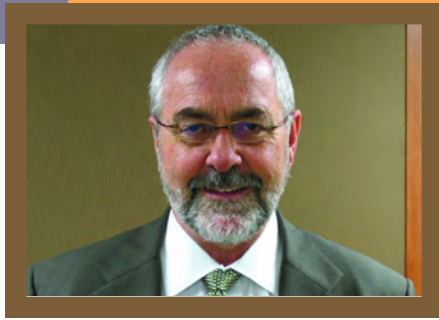
Dean Dennis Honabach, Prof. Steve Ramirez, Henry Butler, Cheryl Wade and Lawrence Hamermesh

## Russian Judges

Washburn University School of Law hosted five judges from Russia Aug. 2, 2005. The judges visited the United States and Topeka as part of an Open World Program. The program enables emerging Russian leaders to experience U.S. democracy and free enterprise. Participants also learn about the roles and interrelationships of the three different branches and levels of the U.S. government. The Judges, Sergey Baranov, Aleksandr Borshch, Vadim Pavlov, Larisa Sudnyachenkova and Inessa Volkova, received an overview of the American legal education system from Professor Nancy Maxwell. After touring the Law Library and Law Clinic, the judges learned about the trial advocacy program at the law school from Professor Aida Alaka and recent graduate Duston Slinkard '03. Anthony Hunter '06 demonstrated for the judges the trial presentation technologies available in Robinson Courtroom and Bianchino Technology Center.



Tony Hunter, Prof. Nancy Maxwell, The Hon. Sergey Baranov, Assoc. Dean Kelly Anders, The Hon. Larisa Sudnyachenkova, Dean Dennis Honabach, The Hon. Inessa Volkova, The Hon. Vadim Pavlov and The Hon. Aleksandr Borshch



Daniel E. Manville

## Fall 2005 Advocate in Residence

**Daniel E. Manville** was the Center for Excellence in Advocacy's Fall 2005 Advocate in Residence. He is a Professor at the Constitutional Rights Clinic at Wayne State University. During his 25 year legal career, Manville has worked tirelessly to improve conditions in American prisons. He co-authored *Prisoner's Self-Help Litigation Manual*, which has helped countless prisoners protect their own rights. As a former prisoner himself, Manville has focused his work on using the legal system to remedy the deficiencies of the correctional system.

While at Washburn Law, Manville addressed students on the topic of litigating prisoners' rights in a clinical setting during a noon lecture, spoke on criminal law to Professor Francis' class and had dinner with a small group of students. He also shared some of his personal experiences as a former-prisoner-turned-litigator. He acknowledged that leaving prison in the 1970's, he had tremendous advantages over others released at the same time, and certainly more going for him than most prisoners released since. As the beneficiary of educational programs in prison, he left state custody with more education and skills than he possessed on arrival. Despite his advantages, he confessed that the scariest night of his life was the first night out of prison after three years. The hurdles he faced as a convicted felon were serious. It would be three more years before he could enroll in law school. It would be seven additional years after law school before admission to the Michigan Bar.

Manville says his story highlights the need for change in re-entry and rehabilitation programs in the current prison system. As education and training programs in prison have dwindled, recidivism rates have skyrocketed. Inmates given a change of clothes and \$75 upon release soon become guests of the state again at the cost of \$30,000-\$50,000 per year. If inmates with college degrees face years of hardship attempting to build a life after release, what challenges await those with no education or skills, asks Manville.

Manville also met with members of the Center for Excellence in Advocacy to discuss his personal experiences in the legal and correctional systems, his work with the ACLU, and the legal issues surrounding the remand of *Jacklovich v. Simmons*, 392 F.3d 420 (10th Cir. 2004), a case heard in October 2005 by the Tenth Circuit Court of Appeals in Washburn Law's Robinson Courtroom and Bianchino Technology Center.

## 2005 Distinguished Tax Law Visitor

The Honorable Juan F. Vasquez, presented "The Perspectives from the Bench of the United States Tax Court," Oct. 27, 2005, at Washburn Law.

Judge Vasquez presented his perspectives from the bench to tax practitioners at a special lunch meeting. With more than 10 years of experience as a judge on the Tax Court and almost 30 years in the tax profession, Judge Vasquez provided insight and perspective on numerous issues. He discussed his experiences while serving on the bench and the rules and culture that govern practice before the Tax Court.

Vasquez was nominated as a Judge to the United States Tax Court by President William J. Clinton Sept. 14, 1994, and confirmed by the Senate Finance Committee March 17, 1995. He was sworn in as a Judge May 1, 1995.

Prior to his appointment, Vasquez was in private practice representing clients in tax controversies before the Internal Revenue Service and the United States Tax Court. He worked with the Office of Chief Counsel, IRS, Houston office from 1978 to 1982.

In 1984, Vasquez became the first Hispanic attorney to be certified in tax law by the Texas Board of Legal Specialization. He received a CPA certificate from the States of Texas and California. He has been a member of the Austin IRS District/Practitioners Liaison Committee and was its chairperson in 1991. He served as treasurer of the San Antonio Mexican American Bar Association (MABA) from 1982 to 1994, and state chapter of NABA from 1986 to 1988.