

ANDREW F. TUCH

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ACADEMIC APPOINTMENTS

WASHINGTON UNIVERSITY SCHOOL OF LAW

2017–present (professor); 2012–2017 (associate professor); 2017–18 (Israel Treiman Faculty Fellow)

HARVARD LAW SCHOOL, John M. Olin Fellow and Fellow of the Program on Corporate Governance

2008–2012

UNIVERSITY OF SYDNEY, FACULTY OF LAW, Lecturer & Senior Lecturer (with confirmation)

2004–2012 (on leave 2008–2012)

EDUCATION

HARVARD LAW SCHOOL

S.J.D., 2012

Dissertation: Regulating Professional Actors in Corporate and Securities Transactions

Supervisors: Howell Jackson, Lucian Bebchuk, and (from HBS) Josh Lerner

(Harvard-Byse Teaching Fellowship, 2010; Harvard-Cravath Travelling Fellowship, 2010; Harvard Law School Graduate Program Fellowship, 2007–09)

LL.M., 1999

(Fulbright Scholarship, 1998–99; Frank Knox Memorial Fellowship, 1998–99)

UNIVERSITY OF QUEENSLAND

LL.B., 1997, First Class Honors & University Medal (summa cum laude equiv.)

(Freehills Prize for highest grades in B.Com./ LL.B. course; Feez Ruthning Prize for Overall Excellence in LL.B. (for sport and community service); numerous subject prizes)

B.Com. (Financial Econ.), 1994, First Class Honors & University Medal (summa cum laude equiv.)

FINANCIAL SERVICES INSTITUTE OF AUSTRALASIA (FINSIA)

Graduate Diploma of Applied Finance & Investment, 1997

SCHOLARSHIP

Reassessing Self-Dealing (forthcoming FORDHAM L. REV.)

◇ Selected for Yale/Stanford/Harvard Junior Faculty Forum, 2019

Proxy Advisor Influence in a Comparative Light, 99 B.U. L. REV. 1459 (2019) (symposium contribution)

The Foundations of Anglo-American Corporate Fiduciary Law, 78(1) CAMBRIDGE L. J. 210 (2019)
(solicited book review)

Fiduciary Principles in Banking, in THE OXFORD HANDBOOK OF FIDUCIARY LAW (Evan J. Criddle, Paul B. Miller, and Robert H. Sitkoff, eds., 2019)

The Weakening of Fiduciary Law, in RESEARCH HANDBOOK ON FIDUCIARY LAW (Andrew Gold & Gordon Smith, eds., 2018)

- The Remaking of Wall Street*, 7 HARV. BUS. L. REV. 315 (2017)
 ◇ Selected from call for papers for (1) 2017 AALS Section on Financial Institutions & Consumer Financial Services AND & (2) 2017 ALEA Annual Meeting
- The Limits of Gatekeeper Liability*, 73 WASH. & LEE L. REV. ONLINE 619 (2017)
 ◇ Invited response to Stavros Gadinis & Colby Mangels, *Collaborative Gatekeepers*)
- Banker Loyalty in Mergers and Acquisitions*, 94 TEXAS L. REV. 1079 (2016)
 ◇ Selected by peers for republication in CORPORATE PRACTICE COMMENTATOR (2017)
 ◇ Selected from call for papers for 2016 ALEA Annual Meeting
- Disclaiming Loyalty: M&A Advisors and Their Engagement Letters*, 93 TEXAS. L. REV. SEE ALSO 211 (2015)
 ◇ Invited response to William W. Bratton & Michael L. Wachter, *Bankers and Chancellors*
- Conduct of Business Regulation*, in OXFORD HANDBOOK OF FINANCIAL REGULATION (Niamh Moloney et al., eds., 2015)
- The Self-Regulation of Investment Bankers*, 83 GEO. WASH. L. REV. 101 (2014)
 ◇ Selected by peers for republication in CORPORATE PRACTICE COMMENTATOR (2016)
 ◇ Prize winner at 2014 Junior Faculty Business and Financial Law Workshop, C-LEAF, George Washington University
- Financial Conglomerates and Information Barriers*, 39 J. CORP. L. 563 (2014)
 ◇ Selected by peers for republication in SECURITIES LAW REVIEW (2015)
- Conflicted Gatekeepers: The Volcker Rule and Goldman Sachs*, 7 VA. L. BUS. REV. 365 (2012)
 ◇ Awarded Harvard's Victor Brudney Best Paper Prize, 2011
- Multiple Gatekeepers*, 96 VA. L. REV. 1583 (2010)
 ◇ Selected among the "Ten Best Corporate and Securities Articles of 2011" by Corporate Practice Commentator
 ◇ Awarded Harvard's Victor Brudney Best Paper Prize, 2010
- The Paradox of Financial Services Regulation: Preserving Client Expectations of Loyalty in an Industry Rife With Conflicts of Interest*, in THE REGULATION OF WEALTH MANAGEMENT 53 (Hans Tjio ed., 2008)
- Securities Underwriters in Public Capital Markets: The Existence, Parameters and Consequences of the Fiduciary Obligation to Avoid Conflicts*, 7 J. CORP. L. STUD. 51 (2007) (peer-reviewed)
- PRIVATE EQUITY AND CORPORATE CONTROL TRANSACTIONS, Monograph published by Parsons Center, University of Sydney (2007) (co-edited with Hon. Robert P. Austin)
- Private Equity and Corporate Control: The State of Corporate Enterprise*, in PRIVATE EQUITY AND CORPORATE CONTROL TRANSACTIONS 8 (Hon. Robert P. Austin & Andrew F. Tuch eds., 2007)
- Investment Banking: Immediate Challenges and Future Directions*, 20(4) COMMERCIAL L. Q. 37 (2006) (peer-reviewed)
- Obligations of Financial Advisers in Change-of-Control Transactions: Fiduciary and Other Questions*, 24 COMPANY & SEC. L. J. 488 (2006) (peer-reviewed)
- Contemporary Challenges in Takeovers: Avoiding Conflicts, Preserving Confidences and Taming the Commercial Imperative*, 24 COMPANY & SEC. L. J. 107 (2006) (peer-reviewed)
- Investment Banks as Fiduciaries: Implications for Conflicts of Interest*, 29 MELB. U. L. REV. 478 (2005) (peer-reviewed)

◇ Awarded Best Paper Prize, Corporate Law Teachers Association Conference, Australia, 2005

Disability and ADA: Supreme Court Clarifies the Meaning of Disability under ADA, 27 J. L. MED. & ETHICS 275 (1999)

LAW REFORM SUBMISSIONS

Submission to Financial Industry Regulatory Authority on Proposed Rules for Limited Corporate Financing Brokers/ Capital Acquisition Brokers (Reg. Notice 14-09), 2014

Submission to Hong Kong Securities & Futures Commission on Regulation of Sponsors (Consultation Paper), 2012

TEACHING EXPERIENCE

WASHINGTON UNIVERSITY SCHOOL OF LAW: Corporations Law; Securities Regulation; Investment Banking Seminar; Broker-Dealer Regulation Seminar; Financial Regulation Seminar; Advanced Securities Regulation Seminar.

HARVARD LAW SCHOOL: Professional Ethics in Business Transactions

UNIVERSITY OF SYDNEY, FACULTY OF LAW: Corporations Law and Contract Law

OTHER AWARDS

Europa-Kolleg Hamburg Fellowship (funded visit to Max Planck Institute), 2016

Harvey Fellowship, Mustard Seed Foundation (funding for doctoral studies), 2008–11

Selected by Directorship Magazine as among the 100 “most influential people on corporate governance and in the boardroom” (as Co-editor, *Harvard Forum on Corporate Governance and Financial Regulation*), 2008

Gates Cambridge Scholarship for PhD Study at Cambridge University, 2007–10 (not accepted)

Overseas Research Studentship Award for PhD Study at Cambridge University, 2007–10 (not accepted)

Coopers & Lybrand Honors Fellowship (one of eight awarded nationally to postgraduate accounting and economics students), 1994

VISITING APPOINTMENTS

IDC HERZLIYA, Israel, Visiting Professor
December 2018 (taught course on investment banking)

MAX PLANCK INSTITUTE, Hamburg, Germany, Visiting Fellow (funded by Europa-Kolleg Hamburg)
July 2016 (research)

DUKE LAW SCHOOL, Durham, NC, Visiting Scholar
January–June 2007 (research)

PROFESSIONAL LEGAL EXPERIENCE

CAMBRIDGE GOVERNANCE ADVISORS, Cambridge, MA – Associate (working with Professor Lucian Bebchuk on consulting projects), 2010

FREEHILLS (now Herbert Smith Freehills), Sydney, Australia – Solicitor, Litigation Department, 2003

DAVIS POLK & WARDWELL LLP, New York (1999-2000) & London (2000-02) – Associate, Corporate Department, 1999–2002

COURT OF APPEAL, SUPREME COURT OF QUEENSLAND, Brisbane, Australia – Judicial clerk to The Hon. Justice G.L. Davies, 1997–98

BLOG AND OP-ED CONTRIBUTIONS

Proxy Advisor Influence, *Harvard Law School Forum on Corporate Governance and Financial Regulation*, May 30, 2019

The Weakening of Fiduciary Law, *Oxford Business Law Blog*, September 13, 2018

Fiduciary Principles in Banking Law, *Oxford Business Law Blog*, August 6, 2018

The Remaking of Wall Street, *Harvard Law School Forum on Corporate Governance and Financial Regulation*, August 15, 2017

The Limits of Gatekeeper Liability, *Harvard Law School Forum on Corporate Governance and Financial Regulation*, June 6, 2017

The Fiduciary Dilemma in Large-scale Organizations: A Comparative Analysis, *Harvard Law School Forum on Corporate Governance and Financial Regulation*, May 17, 2017

Banker Loyalty in Mergers and Acquisitions, *Harvard Law School Forum on Corporate Governance and Financial Regulation*, Sept. 29, 2015

Conduct of Business Regulation: A Survey and Comparative Analysis, *Harvard Law School Forum on Corporate Governance and Financial Regulation*, Apr. 22, 2015

The Untouchables of Self-Regulation, *Harvard Law School Forum on Corporate Governance and Financial Regulation*, May 29, 2014

Financial Conglomerates and Chinese Walls, *Harvard Law School Forum on Corporate Governance and Financial Regulation*, Jan. 8, 2014

The Volcker Rule and Goldman Sachs, *Harvard Law School Forum on Corporate Governance and Financial Regulation*, Apr. 28, 2011

Multiple Gatekeepers, *Harvard Law School Forum on Corporate Governance and Financial Regulation*, Apr. 13, 2010

The Global Financial Crisis, *Harvard Law School Forum on Corporate Governance and Financial Regulation*, Dec. 24, 2009 (book review of Hal S Scott, *The Global Financial Crisis* (2009))

Numerous blog posts written as Co-editor of the *Harvard Law School Forum on Corporate Governance and Financial Regulation*, 2008-2009

Inscrutable Chinese walls under siege, *Australian Financial Review*, July 9, 2007

Guidance must come from regulator, *Australian Financial Review*, April 6, 2006

Advisers can't avoid conflicts of interest issue, *Australian Financial Review*, February 17, 2006

SELECTED OTHER ACTIVITIES

Member, National Adjudicatory Council, Financial Industry Regulatory Authority (FINRA), 2018–present

AALS Business Associations section: Executive Committee, 2016–present; Chair, 2020

AALS Financial Institutions & Consumer Financial Services section: Executive Committee, 2017–present; Chair, 2019

AALS Securities Regulation section: Executive Committee, 2018–present

BAR

New York; England and Wales; High Court of Australia; New South Wales.

(Current at July 2019)