

**MAE KUYKENDALL
CURRICULUM VITAE**

Michigan State University College of Law
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Haslett, MI 48840
(517) 381-2082

EDUCATION

Harvard University Law School, J.D. *cum laude*, 1985
Instructor, Legal Methods, Fall Term 1984-85

University of North Carolina, Ph.D., Political Science, 1980; M.A., 1972
Fields: Public Law; Judicial Process; American Politics
Master's Thesis: "The United States Supreme Court and Judicial Conflict"
Ph.D. Dissertation: "Democratic, Legal and Administrative Values in Courts"
National Defense Education Act Fellow

University of Houston, B.A. *summa cum laude*, Political Science, 1969

EXPERIENCE

Michigan State University College of Law (formerly Detroit College of Law)
Professor of Law, 1997-present (Senior Associate Dean, 2003-2006)
Associate Professor, 1995-97
Visiting Associate Professor, 1993-95

University of Michigan School of Law
Visiting Professor, Fall 2012 and Spring 2018

University of Toledo College of Law
Distinguished Visiting Lecturer, Fall 2006

Florida State University College of Law
Visiting Professor of Law, Spring 2001

Wayne State University Law School
Visiting Assistant Professor, 1992-93

Debevoise & Plimpton
Associate, September 1986-July 1992
Principal Areas of Practice: Corporate Finance; Private Placements

United States Court of Appeals for the Eleventh Circuit
Law Clerk, Hon. Joseph W. Hatchett, 1985 Term

United States Department of Justice

Assistant Administrator, Federal Justice Research Program, Office for Improvements in the Administration of Justice, 1980-81; Coordinator for Adjudication Statistics, Bureau of Justice Statistics, 1981-82

National Center for State Courts Project Director, numerous projects in Judicial Administration, 1974-80 (Mid-Atlantic Regional Director (first woman and first non-lawyer regional director, 1979-80)

University of South Carolina College of Criminal Justice
`Visiting Professor, Fall 1977

Randolph-Macon Woman's College
Assistant Professor, Department of Politics, 1973-74

RESEARCH AND TEACHING INTERESTS

Constitutional Law; Organizational Governance and Dissent; Leadership Transition; Judicial Biography; Race Law and Culture; Business Law and Narrative; First Amendment; Law and Gender; Corporate Law

Special Teaching Activity: Co-teaching Mergers & Acquisitions with President of MSU College of Law (joint preparation of transaction oriented materials, 2002 and 2003).

WORKS IN PROGRESS (see Bibliography for books)

Pressured Leader Exit: Behavioral Determinants and Cultural Roots of an Institutional Safety Valve

Invocation of Judicial Duty in Supreme Court Opinions

Father Knows Best: A Homely Account of the Business Judgment Rule

An Intellectual History of the Corporate Federalism Debate

Gender Ideology and Gay Marriage

NOTABLE PUBLIC SERVICE AND SELECTED ACADEMIC SERVICE

Participant in Summer Working Group on Amending MSU Governance Documents (Summer 2018)

Speaker in MSU Law Faculty Teach-In on Impeachment, Fall 2019.

Informal Consultation on Request to Groups Considering Votes of No Confidence (Canadian doctors' organization, various faculty groups)

Planner and Faculty Organizer, Michigan State Law Review Symposium on Modernizing Marriage Through E-Marriage, November 11-12, 2010

Director, Legal E-Marriage Project, Fall 2009-present (<http://www.law.msu.edu/e-marriage/>)

President, American Association of University Professors, Michigan State University chapter (Spring 2010-present)

Member, Executive Committee of Michigan Conference, American Association of University Professors (Fall 2009-Spring 2010)

Acting President, American Association of University Professors, Michigan State University chapter (Fall 2009-Spring 2010)

Planner and Faculty Organizer, Symposium on Business Law and Narrative, September 10-11, 2009, Michigan State University College of Law (proceedings to be published in Michigan State University Law Review) (<http://www.law.msu.edu/news/2009/releases/business-narrative.html>)

Member, Committee on Faculty Appointments (2009-2010)

Chair, Faculty Programs and Development Committee (2008-2009)

Vice-President, American Association of University Professors, Michigan State University chapter (Spring 2008-Fall 2009)

Chair, Committee on Faculty Appointments (Spring 2008); Member, Ad Hoc Committee on Evening Program (Fall 2007)

Co-Reporter, Corporation Law Committee, Business Law Section, Michigan State Bar (Revisions completed during 2004 and presented to legislature during 2005).

Reporter, Nonprofit Corporations Committee, Business Law Section, Michigan State Bar (prepared draft of proposed amendments to the Michigan Nonprofit Corporation Act).

Co-Reporter, Corporation Law Committee, Business Law Section, Michigan State Bar (Committee prepared significant revisions to Michigan Business Corporations Code that were enacted by the Michigan legislature and signed by the governor in 2001).

Member, Corporation Law Committee, Business Law Section, Michigan State Bar (Committee prepared major revisions to Michigan Business Corporations Code in 1996-97 enacted by Michigan legislature in Fall 1997).

Chair, Committee on Academic Governance and Bylaws (2001-02) (first to chair committee created with responsibility to recodify faculty policies and propose system of academic governance involving shared faculty and Decanal authority).

Co-Chair, Corporate Concentration (2001-2006 (program terminated)).

President, Central States Law School Association (2000-01; hosted annual meeting at Michigan State University College of Law in October 2001).

Chair, Library Director Recruitment Committee (2000-01) (resulted in hiring second in command at University of Chicago Law School Library).

Member, Harvard Law School 15th Anniversary Fund Raising Committee (2000-01).

Vice-President, Central States Law School Association (1999-00); Treasurer (1998-99).

Member, Faculty Law Review Advisory Committee, Michigan State University College of Law Review (1999-01).

Member, Planning Group, Joint Telecommunications Symposium, Quello Center and Michigan State University College of Law Review (symposium held in April 2000 in Washington, D.C.).

Co-Chair, Faculty Self Study Committee for American Bar Association inspection, Fall 1999 (primary drafter).

Member, Dean's Search Committee (1999-00) (resulted in hiring a Dean).

Faculty representative in talks relating to possible legal education initiative in Grand Rapids, Michigan (1999-00).

STUDENT-RELATED ACTIVITIES

Service Class, Williams Institute Moot Court, 2011-2012

Faculty Adviser, Women's Law Association (1999-01; 2002-04).

Faculty Adviser, Triangle Bar Association (1996-2003).

BAR ADMISSIONS

New York (1987) (retired but subject to activation) Massachusetts (1986)

Eleventh Circuit (1986) Southern District of New York (1986)

BIBLIOGRAPHY

Symmetry in Forced Exit of Leaders (in draft).

Zombie Sovereignty: Dead Idea, Eternal Life?, JOTWELL, Sept. 11, 2020 (reviewing Don Herzog, **Sovereignty, RIP** (2020)), <https://conlaw.jotwell.com/zombie-sovereignty-dead-idea-eternal-life/>

Looking for a Life Raft: Citizen Voice and Votes of No Confidence, 2020 Mich. St. L. Rev. 411 (2020),
Available at: <https://digitalcommons.law.msu.edu/lr/vol2020/iss2/3>

Tragedy Unremarked: Empty Spots in Human Connection and Law, JOTWELL (January 7, 2020) (reviewing John Carlos Frey, **Sand and Blood: America's Stealth War on the Mexico Border** (2019)), <https://conlaw.jotwell.com/tragedy-unremarked-empty-spots-in-human-connection-and-law/>.

VOTES OF NO CONFIDENCE: THEORY AND PRACTICE (Cambridge University Press, in draft), with Sean McKinniss.

RACE SILENCE: AMERICAN CULTURE, POLITICS, AND SUPREME COURT JURISPRUDENCE (Cambridge University Press, in draft)

Creditable Marriage Goals and Government Interests: A Systems Approach for Handling Complexity, Apportioning Expertise, and Using Federalism (Anticipating *Obergefell*), 5 Journal of Research in Gender Studies (2015)

Evaluating the Sociology of First Amendment Silence, 42 HASTINGS CONST. L.Q. 695 (2015).

Book Review, Randall Kennedy's For Discrimination: Race, Affirmative Action and the Law, J. LEGAL EDUC. 503 64 (2015).

Unmuting the Volume: Fisher, Affirmative Action Jurisprudence, and the Legacy of Racial Silence, 22 WM. & MARY BILL RTS. J. 1011(2014) (with Charles Adside III).

Restatement of Place, in *Symposium, Restatement of ... cosponsored by the Brooklyn Law Review and the American Law Institute*, 79 BROOK. L. REV. 757 (2014).

Designing a Course in Judicial Biography, in *Symposium: Teaching Legal History in U.S. Law Schools*, 53 AM. J. LEGAL HIST. 445(2013).

Equality Federalism: A Solution to the Marriage Wars, 15 U. Pa. J. Const. L. 377 (2012).

The Converging Logic of Federalism and Equality Logic in Same-Sex Marriage Recognition, September 24, 2012, Issue Brief, American Constitution Society,
<http://www.acslaw.org/publications/issue-briefs/the-converging-logic-of-federalism-and-equality-in-same-sex-marriage-recog>

Michigan State Law Review Tribute to Professor Larry Ribstein, 2011 MICH. ST. L.REV. 1053 (2011).

Modernizing Marriage Through E-Marriage Symposium Overview: Perspectives on Innovative Marriage Procedure, 2011 MICHIGAN STATE LAW REVIEW 1 (2011) (with Adam Candeb).

Modernizing Marriage, 44 U. MICH. J.L. REFORM 735 (2011) (lead article) (with Adam Candeb).

Producing Corporate Text: Courtrooms, Conference Rooms, and Classrooms, Symposium: Good Faith After Disney, 55 NEW YORK LAW SCHOOL LAW REVIEW 593 (2010).

Business Law and Narrative, Introduction: Unsettling Questions, Disquieting Stories, Symposium Issue, 2009 MICHIGAN STATE LAW REVIEW 817 (2009) (with David A. Westbrook).

“EARLY MIDWESTERN WRITERS ON FINANCIAL PANIC: CONTEMPORARY IMPLICATIONS,” MIDWEST MISCELLANY XXXVII (FALL 2009): 70-81. [published 2010]

THE SHIP OF STATE AND THE ABANDONED YACHT, 26 PENN. STATE INTERNATIONAL LAW REVIEW 673 (2008).

No Imagination: The Marginal Role of Narrative in Corporate Law, 55 BUFFALO L. REV. 537 (2007).

Emerson Family Values: Claims to Duration and Renewal in American Narratives of Divorce, Love and Remarriage, 18 HASTINGS WOMEN’S LAW JOURNAL 69 (2006).

President Bush, Gay Marriage, and the Constitution: A Tangled Web, 13 WIDENER L.J. 799 (2004) (by invitation).

Reflections on a Corporate Law Draftsman: Ernest L. Folk's Lessons for Judging and Writing Corporate Law, 35 RUTGERS L.J. 391 (2004).

Liberty in a Divided and Experimental Culture: Respecting Choice and Enforcing Connection in the American Family, 12 UCLA WOMEN'S L.J. 251 (2003).

Comment on Gay Marriages and Civil Unions: Democracy, the Judiciary and Discursive Space in the Liberal Society, 52 MERCER L. REV. 1003 (2001).

Assessment and Evaluation: Retheorizing the Evolving Rules of Director Liability, 8 J.L. & POL'Y 1 (1999) (by invitation).

Comment on Kostant: Tune in to Hear Stories of Corporate Governance, the Adventures of the Go-Between and More Exciting Tales of Corporate Law, 28 J. OF SOCIO-ECONOMICS 259 (1999) (response by invitation).

Resistance to Same-Sex Marriage as a Story about Language: Linguistic Failure and the Priority of a Living Language, 34 HARV. C.R.-C.L. L. REV. 385 (1999).

Symmetry and Dissonance in Corporate Law: Perfecting Exoneration of Directors, Corrupting Indemnification and Straining the Framework of Corporate Law, 1998 COLUM. BUS. L. REV. 443 (1998).

Johnny Mack Brown, 7 TEX. J. OF WOMEN & LAW 123 (1997).

An Essay on Defined Terms and Cultural Consensus, 13 J.L. & POL. 199 (1997).

A Neglected Policy Option: Indemnification of Directors for Amounts Paid to Settle Derivative Litigation -- Looking Past "Circularity" to Context and Reform, 32 SAN DIEGO L. R. 1063 (1995).

OP-EDS, SHORTER PIECES, OTHER MEDIA, AND POLICY REPORTS FOR COURTS

Law prof: Prosecuting former MSU president in Larry Nasser scandal is unfair, Detroit Free Press, June 29, 2019, <https://www.freep.com/story/opinion/2019/06/29/nassar-msu-lou-anna-simon/1514136001/>

A Way Out of the Same Sex Marriage Mess, New York Times, May 23, 2012.

Guest Blogger, The Conglomerate (<http://www.theconglomerate.org/2010/04/welcome-guest-blogger-mae-kuykendall.html> and <http://www.theconglomerate.org/kuykendall.html>) (Nine posts: Goldman Sachs and the Grassy Knoll (April 19, 2010); Nostalgia All Over Again (April 19, 2010); Being a Law Professor (April 18, 2010); The SEC, Disclosure, and the

Goldman Complaint (April 17, 2010); Marriage Procedure (April 14, 2010); Corporate and Securities Anomalies, Fictions and Inconvenient Truths (April 12, 2010); GAO on U.S. as Auto Industry Creditor/Shareholder and Pension Regulator/Insurer (April 08, 2010); Nostalgia in Corporate Law (April 08, 2010); Votes of No Confidence and Majority Voting for Directors (April 05, 2010)).

Mae Kuykendall on David A. Westbrook, *Out of Crisis: Rethinking Our Financial Markets*, posted by Gordon Smith in the Conglomerate Book Club, <http://www.theconglomerate.org/>, January 15, 2010.

See <http://www.law.msu.edu/e-marriage/> for links to blogs, news articles, and podcast links for radio interviews, all covering the Legal E-Marriage Project (selected examples include Rick Haglund, *Will You E-Marry Me? Law Professors Propose Sweeping Changes in State Marital Statutes*, Detroit Legal News, February 17, 2010, Lilly Fowler, *Can Online Marriage Tame the Culture Wars?* The Pew Forum on Religion and Public Life, Religion News, January 6, 2010, WJR's Frank Beckmann speaks with Mae Kuykendall, Professor of Law at MSU College of Law, about the Legal E-Marriage Project. (WJR, Dec. 7), [Electronic same-sex marriage anyone?](#) (Daily Kos), [E-marriage: A new option for same-sex couples?](#) (Daily Kos), [E-marriages for Gay Couples?](#) (Advocate.com)).

Interview in Q and A format, "How to Fire Your President: Voting 'No Confidence' With Confidence," The Chronicle of Higher Education, June 23, 2009 (on line edition June 12, 2009), by Peter Schmidt

Gay Marriage, Federalism and Democracy: Professor Dale Carpenter Answers Questions Posed by Senate Republicans, The Amicus (Winter 2003-04).

Letter to the Editor, New York Times, September 21, 2001 (concerning expedited legislative action to permit Mayor Giuliani to run for reelection).

Letter to the Editor, New York Times, October 12, 2000 (clarifying the difference between a right of reproductive choice and a right to elect representatives to make policy on reproductive choice).

Who Should Dictate the Meaning of Marriage?, San Francisco Chronicle, February 2, 2000 (with Wildenthal).

Rachel and the Law, 2 Dicta 35 (1983) (literary journal formerly published at Harvard Law School).

Book Review (Goldman's *Ineffective Justice: Evaluating the Preappeal Conference*) in *Appellate Court Administrative Review* (1980): 19.

With Thomas B. Marvell, "Appellate Courts Facts and Figures," 4 *State Court Journal* 2 (1980): 9.

With Victoria S. Cashman, "Public Image of the Courts," paper presented at the National Conference on Public Views of Doctors and Lawyers, Annenberg School of Communications, University of Pennsylvania, 1979.

"Should Hidden Standards Shape Our Courts?" 61 *Judicature* (1977): 57, 94.

With Richard J. Richardson and Darlene Walker, "Judicial Activism: A Measure of Intrasystem Conflict," *Research Previews* 20 (1973) 2: 13-16.

With others, Options for Publishing Virginia Supreme Court Opinions, 1980 (directed the project).

With others, Virginia Court Organization Study, Final Report, 1979 (led to several changes in Virginia court organization, including creation of intermediate court of appeals) (directed the project) .

With others, District of Columbia Court of Appeals: Workload Problems and Possible Solutions, 1979 (was used as basis for creating an intermediate court of appeals) (directed the project).

Puerto Rico Technical Assistance, 1976.

NOTABLE SPEECHES, LECTURES AND PANELS

Exporting Ceremonial Marriages: Constitutional Considerations, Second Annual Loyola Constitutional Law Colloquium, October 22, 2011, Panel on Sex, Marriage, and Parenting.

Seaton's *A Bed Made in Heaven: Family, Race, and Law in Nineteenth Century America*, Panel on Midwestern Law and Literature, The 41st Annual Meeting of the Society for the Study of Midwestern Literature May 13, 2011, Michigan State University Union, East Lansing, Michigan

Huck Finn, 'Poor Joshua!' (DeShaney) and Moral Ambiguity in the Free World in American Law and Literature, in panel (organized and chaired) on Abstraction and (Implicit) Narrative in American Law: Visions of the "Free World" and of the Sources for Legal Thought, presented at the 26th Annual Conference, International Society for the Study of Narrative, Washington University, St. Louis, Mo., April 9, 2011.

Exporting Ceremonial Marriages: Constitutional Considerations, Faculty Exchange, University of Tennessee School of Law, Knoxville, Tennessee, March 7, 2011.

Commentator, Spring Speakers' Event, Michigan State University Indigenous Law Program, February 22, 2011, responding to Kevin Noble Maillard and Rose Cuison Villazor, authors, *Loving v. Virginia* in a Post Racial World.

Hot Topics Panel, E-Marriage: Emerging Trends Meet the Law, January 7, 2011, 2011 Annual Meeting, Association of American Law Schools, San Francisco, California (organized and chaired), with panelists Aviva Abramowitz (Syracuse), Monu Bedi (Stetson), Adam Candeub (MSU), June Carbone (UM-KC), Joanna Grossman (Hofstra), Larry Ribstein (Illinois).

Panel Presentation, “Shared Governance, Bogus Democracy, and the Currency of Power,” Paper Panel on Varying Perspectives on Shared Governance, American Association of University Professors, Washington, D.C., November 13, 2010.

Chair, Closing Panel, Michigan State University Law Review Symposium, Modernizing Marriage Through E-Marriage, East Lansing, November 11, 2010.

Panel Presentation, “Huck Finn and Poor ‘Joshua’: Conceptions of Due Process and American Liberty,” Panel on Criticism: Law and Literature, The 40th Annual Meeting of the Society for the Study of Midwestern Literature The Cultural Heritage of the Midwest: A Symposium May 13–15, 2010, Michigan State University Union, East Lansing, Michigan.

Panel Presentation, “E-Marriage: Breaking the Marriage Monopoly,” Panel VIII Household/Family/Gender, American Law & Economics Association, Twentieth Annual Meeting, Princeton University, Woodrow Wilson School of Public and International Affairs, May 8, 2010.

Panel Presentation, “E-Marriage,” with Adam Candeub, at the Annual Meeting, Association for the Study of Law, Culture & the Humanities in Providence, RI, March 2010.

Panel Presentation, “Enacted Narratives: The Vote of No Confidence,” Narrative Theory Across the Professions, presented at the 25th Annual Conference, International Society for the Study of Narrative, Case Western Reserve University, April 10, 2010.

Panel Presentation, “Corporate Law as Text,” Symposium on Delaware Fiduciary Duty of Good Faith after Disney: Meaningful or Mickey Mouse?, sponsored by the New York Law Schools Center on Business Law and Policy, and the New York Law School Law Review, November 12, 2009

Presentation, American Association of University Professors, Globalization, Shared Governance, and Academic Freedom: An International Conference, “Pressured Leader Exit in Academic and Other Organizations: Democratic Roots, Organizational Function, and Basis of Legitimacy,” June 13, 2009

Panel Presentation, Law and Literature, “Early Midwestern Writers on Financial Panic: Contemporary Implications,” The Cultural Heritage of the Midwest: A Symposium, The 39th Annual Meeting of the Society for the Study of Midwestern Literature, Michigan State University, May 7, 2009.

Invited Roundtable Participant, *Beyond Wall Street: The Interplay Among Film, Business and the Law*, April 23-24, 2009, University of Illinois College of Law, Program in Business Law and Policy.

Panel Presentation, Law and Literature, "Midwestern Writers on Business, Boredom, and Law," *Writing the Midwest: A Symposium of Scholars, Creative Writers, and Filmmakers*, The 38th Annual Meeting of the Society for the Study of Midwestern Literature, Michigan State University, May 8, 2008

Panelist, "No Imagination: The Marginal Role of Narrative in Corporate Law," International Conference on Narrative, sponsored by the Society for the Study of Narrative Literature and co-sponsored by Georgetown University, March 2007.

Panelist, Association for the Study of Law, Culture, and the Humanities, presenting paper titled *Elite Discourse, Regular Folks, and the Silence Principle* in panel titled *The Law of Silence: Gestures, Combat, and Social Risk*, Austin, Texas, March 12, 2005.

Participant in debate on gay marriage, *The Right to Marry in America: Where Do We Go or Where Do We Stay?* Widener University School of Law, Harrisburg, Pennsylvania, October 21, 2004.

Conference Presenter, International Conference on Divorce: Causes and Consequences, sponsored by the International Society of Family Law and China University of Political Science and Law (co-host for regional conference in China), "Divorce, Love and Marriage in America: Public and Private Narratives," Beijing, China, July 20, 2004.

Speaker, Central States Law School Association, September 28, 2002, University of Kentucky School of Law, "Corporate Law as Text: Reflections on the Corporate Federalism Debate"

Speaker, Central States Law School Association, October 21, 2000, John Marshall School of Law Chicago, Illinois, "Gay Marriages and Civil Unions: Democracy, the Judiciary and Discursive Space in the Liberal Society"

Speaker, 12th Annual Conference of Society for the Advancement of Socio-Economics, London School of Economics, "In the Corporation, There's a Story, I Trust," July 2000.

Speaker, "A Consideration of Gay Marriage and Civil Unions: State Courts, Legislatures, and Voters," *New Frontiers in Family Law, A Half-Day Seminar on Cutting Edge Issues in Family Law*, Michigan State University College of Law, April 8, 2000.

Guest Lecturer, Enterprise Organizations class, University of Michigan Law School, March 30, 2000 (director liability, with specific treatment of exculpation, indemnification, and insurance).

Panelist, Freedom to Marry Conference sponsored by the Harvard Civil Rights-Civil Liberties Law Review, Harvard Law School, Feb. 12-13, 1999.

Speaker, Central States Law School Association, October 1998, University of Akron Law School, Akron, Ohio, "Same-Sex Marriage: Linguistic Failure and the Priority of a Living Language."

Presentation on Director Liability at meeting of Society of Socio-Economics, University of Wisconsin at Madison, July 1999.

Moderator, Round-table discussion of American Bar Association Standards of Judicial Administration, Tallahassee, Florida, November 14, 1979 (participants: Florida Chief Justice, State Court Administrator, intermediate appellate court judges, Governor's counsel, and representatives of Judicial Administration Division, Florida Bar and general public).

Testifier, Florida Senate Judiciary Civil Committee, "Florida Supreme Court Jurisdiction: Analysis of the Proposed Amendment to the Florida Constitution, Article V, Section 3," Tallahassee, Florida, September 19, 1979.

Speaker, Jury Plan Training Session for Territorial Court Clerks and Marshals, St. Thomas, Virgin Islands, January 1979.

Producer, "We The People," a juror orientation videotape used throughout Virginia, Summer 1977.