



Kevin S. Schwartz

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Kevin Schwartz is a partner in the Litigation Department of Wachtell, Lipton, Rosen & Katz. He serves as Chair of the Board of Directors of the New York City Bar Association, and is also a Visiting Lecturer in Law at Yale Law School.

Mr. Schwartz's practice includes corporate, commercial, and securities litigation at both the trial and appellate levels, as well as a variety of regulatory and corporate governance matters that include leading the firm's specialized Crypto Team to address rapidly changing issues generated by the cryptoasset industry. In the crypto arena, his public representations include the leading U.S. digital asset exchange, Coinbase, and the leading Ethereum software developer, Consensus Software, in pathmarking litigation against the U.S. Securities and Exchange Commission. He has worked on a number of the firm's other high-profile matters, including mergers-and-acquisitions litigation in the courts of Delaware and other complex litigation in courts around the country. Mr. Schwartz was on the trial counsel team in the successful litigation effort, on behalf of Vulcan Materials Company, to enjoin an attempted hostile takeover by an industry rival; he worked on the appeal in Delaware Supreme Court that resulted in the expedited reversal of a lower court injunction blocking Activision Blizzard's \$8 billion stock repurchase; and he represents a variety of other household-name corporations in litigation and strategic counsel, from Hess, Uber, and eBay to UnitedHealth Group, The J.M. Smucker Company, and XPO Logistics. He helped to lead Chicago Bridge & Iron to victory in Delaware Supreme Court, repelling Westinghouse's

more than \$2-billion claim for a post-deal purchase price adjustment, and has represented a number of other companies in high-stakes arbitrations over purchase price adjustment disputes. He also represented several of the nation's leading financial institutions in the resolution of federal regulatory investigations arising out of the financial crisis of 2008.

In addition, Mr. Schwartz has worked on a number of pro bono matters important to New York State. As part of the team led by former White House Counsel Bernard Nussbaum, Mr. Schwartz represented the New York Judiciary in historic constitutional litigation over the State of New York's extended failure to adjust judicial salaries. He represented the Partnership for New York City and the Bar Association of the City of New York as amici curiae before the Court of Appeals and the Supreme Court of the United States, including in the landmark case in which the Supreme Court struck down the Defense of Marriage Act. He was also a Rockefeller Fellow for the Partnership for New York City, and is now a legal advisor to the Partnership Innovation Council, a panel of business leaders committed to ensuring that New York's legal and regulatory environment keeps pace with the technological revolution transforming business and the economy. On a special task force created by the Chief Judge of New York to reform the Commercial Division of the New York Supreme Court, Mr. Schwartz served as legal advisor to the co-chairs. The Chief Judge appointed him to the Commercial Division Advisory Council to continue this work. Mr. Schwartz also serves on the Board of Directors of both the Fund for Modern Courts and the New York Legal Assistance Group, and is a member of the American Law Institute and the American Bar Foundation.

Before his election as Chair of the Board of Directors of the NYC Bar Association, Mr. Schwartz served as Chair of the 150-year-old Judiciary Committee from 2016 to 2020, leading a committee of 50 lawyers from across the City in reviewing and interviewing every judicial nominee for all state and federal courts based in NYC, as well as candidates for District Attorney in the five boroughs and nominees for U.S. Attorney for the Southern and Eastern Districts of New York. Mr. Schwartz was a member of the New York State Bar's Task Force on the Evaluation of Candidates for Election to Judicial Office, and also served on the City Bar's Council on Judicial Administration, which coordinates the work of the City Bar

committees addressing issues that concern the state and federal courts. He also previously served as secretary of both the Judiciary Committee and the Council on Criminal Justice.

Mr. Schwartz received his B.A. from Harvard College and was awarded the Sophia Freund Prize as the top-ranked *summa cum laude* graduate. He earned his M.B.A. and Ph.D. from Oxford University as a Marshall Scholar, received his J.D. from Yale Law School, and previously served as a Lecturer on the Political Science Department Faculty of Yale University. Mr. Schwartz served as a law clerk to Justice Ruth Bader Ginsburg on the Supreme Court of the United States and to Judge Guido Calabresi on the United States Court of Appeals for the Second Circuit.

Clerkships

Honorable Guido Calabresi, United States Court of Appeals, Second Circuit

Honorable Ruth Bader Ginsburg, Supreme Court of the United States

Recent Publications

[Stakeholder Governance and the Eclipse of Shareholder Primacy](#), in Columbia Law School's Blog on Corporations and the Capital Markets, May 5, 2024 and [Harvard Law School Forum on Corporate Governance](#), May 7, 2024.

[Wachtell Lipton Discusses AI in the 2024 Proxy Season: Managing Investor and Regulatory Scrutiny](#), in Columbia Law School's Blog on Corporations and the Capital Markets, March 4, 2024 and [NYU Law School's Blog on Compliance and Enforcement](#), March 19, 2024.

[White-Collar and Regulatory Enforcement: What Mattered in 2023 and What to Expect in 2024](#), in NYU Law School's Blog on Compliance and Enforcement, February 8, 2024.

[The Future of ESG: Thoughts for Boards and Management in 2024](#), in Harvard Law School Forum on Corporate Governance, February 6, 2024 and [NYU Law School's Blog on Compliance and Enforcement](#), March 4, 2024.

[Cryptoasset Developments: Observations on the Thawing Crypto Winter](#), in NYU Law School's Blog on Compliance and Enforcement, January 18, 2024.

[DOJ Ends No-Poach Prosecution of SCA](#), in NYU Law School's Blog on Compliance and Enforcement, November 18, 2023.

[Wachtell Lipton Discusses Executive Order on the Risks of Artificial Intelligence](#), in Columbia Law School's Blog on Corporations and the Capital Markets, November 3, 2023 and [NYU Law School's Blog on Compliance and Enforcement](#), November 3, 2023.

[Pressure on DEI Initiatives Continues to Mount](#), in Harvard Law School Forum on Corporate Governance, August 19, 2023 and [Columbia Law School's Blog on Corporations and the Capital Markets](#), August 22, 2023.

[The Supreme Court's Business for October Term 2022](#), in Columbia Law School's Blog on Corporations and the Capital Markets, July 17, 2023.

[Congressional Bill Proposes Comprehensive Cryptoasset Legal Framework Amidst SEC's Continued Regulation-By-Enforcement](#), in International Journal of Blockchain Law, July 13, 2023.

[Wachtell Lipton Discusses Congressional Bill Proposing Comprehensive Cryptoasset Legal Framework](#), in Columbia Law School's Blog on Corporations and the Capital Markets, June 16, 2023.

[Supreme Court Rejects Challenge to California Law Alleged to Burden Out-of-State Industry](#), in NYU Law School's Blog on Compliance and Enforcement, May 17, 2023.

[Wachtell Lipton Discusses Constitutional Challenges to Ongoing SEC and FTC Administrative Proceedings](#), in Columbia Law School's Blog on Corporations and the Capital Markets, April 19, 2023.

[Wachtell Lipton Discusses Larry Fink's Annual Letters to Investors](#), in Columbia Law School's Blog on Corporations and the Capital Markets, March 17, 2023.

[On the Debate Regarding ESG, Stakeholder Governance, and Corporate Purpose](#), in Harvard Law School Forum on Corporate Governance, March 14, 2023.

[White-Collar and Regulatory Enforcement: What Mattered in 2022 and What to Expect in 2023](#), in NYU Law School's Blog on Compliance and Enforcement, March 2, 2023.

[SEC Halts Cryptoasset "Staking-As-A-Service" Program Amidst Tightening Regulatory Enforcement Environment](#), in NYU Law School's Blog on Compliance and Enforcement, February 28, 2023.

[Update on ESG, Stakeholder Governance, and Corporate Purpose](#), in Harvard Law School Forum on Corporate Governance, January 28, 2023.

[Understanding the Role of ESG and Stakeholder Governance Within the Framework of Fiduciary Duties](#), in Harvard Law School Forum on Corporate Governance, November 29, 2022, [NYU Law School's Blog on](#)

[Compliance and Enforcement](#), November 29, 2022 and [Columbia Law School's Blog on Corporations and the Capital Markets](#), December 1, 2022.

[Initial Observations on the FTX Debacle](#), in NYU Law School's Blog on Compliance and Enforcement, November 19, 2022.

[Cryptoassets and the SEC's Mandate](#), in Columbia Law School's Blog on Corporations and the Capital Markets, October 19, 2022.

[ESG, Stakeholder Governance, and the Duty of the Corporation](#), in Harvard Law School Forum on Corporate Governance, September 18, 2022 and [SSRN](#).

[Enhancing Cryptoasset Industry Regulation Using Existing Tools](#), in Columbia Law School's Blog on Corporations and the Capital Markets, August 23, 2022.

[Recent Developments Highlight Fundamental Legal Considerations for DAOs](#), in Columbia Law School's Blog on Corporations and the Capital Markets, July 12, 2022.

[Important Supreme Court Business Cases Decided During October Term 2021 and Cases to Watch in October Term 2022](#), in Columbia Law School's Blog on Corporations and the Capital Markets, July 6, 2022.

[Emerging Issues in Decentralized Governance and the Lessons of Corporate Governance](#), in Harvard Law School Forum in Corporate Governance and Financial Regulation, June 4, 2022, [Columbia Law School's Blog on Corporations and the Capital Markets](#), June 6, 2022 and [Insights: The Corporate & Securities Law Advisor](#), Volume 36 Number 8 (August 2022).

[Important Supreme Court Business Cases Decided During October Term 2020 and Cases to Watch in October Term 2021](#), in Columbia Law School's Blog on Corporations and the Capital Markets, July 15, 2021.

[Supreme Court Confirms that "All" Evidence Rebutting Price Impact Must Be Considered on Motions to Certify Securities-Fraud Classes](#), in Harvard Law School Forum on Corporate Governance, July 6, 2021.

[Territorial Considerations: The US Perspective](#), in Private Litigation Guide, Law Business Research, Ltd., Second Ed. 2021.

[All Hands on Deck: Bracing for the "Antitrust" Tech Storm](#), October 2020.

[Reclaiming "Value" in the True Purpose of the Corporation](#), in Harvard Law School Forum on Corporate Governance, October 10, 2020.

[The Private Competition Enforcement Review \(K.S. Schwartz, Ed.\)](#), (Law Business Research, Ltd., Sixteenth Ed. 2023; Thirteenth Ed. 2020).

[The Chief Judge's Task Force on Commercial Litigation in the 21st Century: Report and Recommendations to the Chief Judge of the State of New York](#), June 2012.