tion of the corporation. The effect of these provisions, according to Siegel, is "to allow a wide discretion in the structuring of close corporations."

There has been considerable simplification regarding activities of a corporation's shareholders and directors. For example, the legislation permits shareholders to act without a meeting if the necessary consent is obtained in writing. Also, it is possible for directors to "attend" a meeting of the board by means of a conference phone call.

The act permits the issuance of virtually every form of stock or bond. In addition, the only substantial restriction on the distribution of a company's assets is that the distribution does not cause or threaten insolvency of the corporation.

Voting procedures for all major corporate changes—such as mergers, asset sales, and dissolution of the corporation—have been simplified. In most cases, these decisions can now be made through a single majority vote of the voting shareholders.

The act continues Michigan's previous procedure of requiring full annual reports to shareholders in order to "protect legitimate corporate constituencies."

Prior laws have been clarified through detailed provisions on foreign corporations in Michigan.

New Faculty Additions Have Varied Interests

Legal history, civil procedure, and anti-trust law are among the research and teaching interests of two new faculty members at the University of Michigan Law School.

Prof. Edward H. Cooper comes to the U-M from the University of Minnesota, where his research covered such areas as pre-trial "discovery" in civil cases, patent exploitation, and the relation of judges and juries. Currently he is investigating provisions of federal anti-trust law governing "attempts to monopolize." This is an area, he says, which has never been clearly defined from a legal point of view.

Prof. Cooper is a summa cum laude graduate of Dartmouth College and Harvard Law School. He served as a law clerk to Judge Clifford O'Sullivan of the U.S. Court of Appeals, Sixth Circuit, and was associated for two years with the law firm of Beaumont, Smith, and Harris of Detroit.

While practicing law, he was an adjunct professor at Wayne State University Law School. He then spent five years on the Minnesota law faculty.

Prof. Thomas A. Green is a legal historian whose primary research interest has been the historical role of the jury in medieval England and the United States.

An article by Green discussing 18th century concepts of criminal liability for homicide appeared in a recent issue of Speculum, a national historical journal. In investigating the topic Green traveled to England where he compared rare records of coroners' juries with the official reports of subsequent jury trials—all recorded in Latin script—for an analysis of the jury's historical prerogative of nullification of the law.

Prof. Green is a magna cum laude graduate of Columbia College, and he received both a law degree and a doctorate in history from Harvard University. His background also includes two years as an assistant professor of American constitutional history at Bard College.

Prof. Kauper Revises Law Casebook

As University of Michigan law Prof. Paul G. Kauper notes in the preface of his latest constitutional law casebook, U.S. Supreme Court decisions over the past several years reflect "far-reaching and revolutionary" shifts in judicial interpretation.

Some of the changes occur so quickly, in fact, that Prof. Kauper has a hard time keeping up with them.

The fourth edition of Kauper's casebook, Constitutional Law: Cases and Materials, was completed in 1971 and published recently by Little, Brown and Co. But after the 1,435-page work was completed, four new justices had been appointed to the Supreme Court and, as Kauper points out, "changes in some basic aspects of constitutional interpretation had become apparent."

Thus, parts of the casebook already needed revision at the time the book came out. In order to keep his major works up to date, Kauper has found it necessary to issue annual supplements.

"The tempo of change in this area is very rapid," Prof. Kauper explains, noting the large number of constitutional cases decided by the Supreme Court in recent years. "Sometimes I feel as if I'm hanging on to the tail of a bear—I don't want to let go, but it takes a lot of effort to hang on."

The decisions reported in Prof. Kauper's revised casebook go far back in history as 1803, when the Supreme Court heard the famous Marbury v. Madison case. The newest materials deal with cases decided during the years 1966-71. Most of these cases were heard when Earl Warren was chief justice of the Supreme Court.

The Warren Court, says Kauper, was characterized by "increased emphasis on protection of the accused, a closer judicial scrutiny of discrimination against certain classes, and an enlarged emphasis on free speech and a free press."

Among other decisions made before the character of the Supreme Court was substantially changed, the Court ruled that state residency requirements for welfare recipients were unconstitutional, upheld the right of newspapers to print the "Pentagon Papers," and closely examined electronic surveillance and other procedures used to obtain evidence in criminal cases, Prof. Kauper notes.

In short, says Kauper, it was a time of "tumultuous change and growth in constitutional doctrine."

By contrast, Prof. Kauper observes