

PG Comment 7.24.2020. This is a massive and impressive array of resources but it feels like a research inventory for a 600 page book rather than a 4-5 page 'brief.' I think your next step needs to be to narrow your focus and to keep in mind what the end product will be. We want inspiring pieces that are 3-5 pages at the maximum and that offer one or perhaps two kinds of transformational initiatives.

While all the info on NM corporate law and the NM legislative committee could prove very useful once we have a model that could turn into a bill, for now the focus should be on what could be possible, not from the standpoint of what is reasonable within existing NM constraints, but what has been done elsewhere and proven effective.

The briefs should focus on one or possibly two models or approaches to transformation of corporate work. In truth, one of the things I am hoping you will choose to explore is what alternatives are there to doing business with a corporate capitalist framework, e.g publicly owned industries possibly. OR are there models or approaches from other countries for really and truly regulating corporations and coercing their shift to being more focused on public good than on private profit.

I think at this point you might want to consider all you've reviewed and pick one narrowly defined reform and look for models and research that supports its efficacy. Does this make sense?



Retake Our Democracy Transformation Study Group

RESEARCH INVENTORY: CORPORATIONS

Date: July 25, 2020

Research Topic: Corporations

Initial Researchers: Rebecca Stair and Rich Weiner (initially, Terry Storch)

A. Introduction/Preliminary Research Objective: There are at least two ways to freshly approach corporations in NM: determine if, what, and how they can be regulated; and to encourage the establishment of corporations and businesses that contribute to the public well-being in the manner this group envisions. The research objective is to gather the following: educational information in order to gain an understanding of corporations; information on the laws, regulations, history, and legislative players relating to corporations in New Mexico; information about model corporations, both ideals and from other states and countries.

B. Research Resources:

Educational information

1. Title: About LLCs

- Organization: Investopedia and Wolters Kluwer
- URL/Website: <https://www.investopedia.com/articles/personal-finance/011216/s-corp-vs-llc-which-should-i-choose.asp>

<https://ct.wolterskluwer.com/resource-center/articles/llc-vs-s-corp-advantages-and-disadvantages>

- ❖ **Why This is a Good Resource.** LLCs may be a more prevalent business entity/organization in NM for tax and other purposes.

2. Title: Anti-trust and Economic History...

- Organization: Institute for New Economic Thinking
URL/Website: <https://www.ineteconomics.org/research/research-papers/antitrust-and-economic-history-the-historic-failure-of-the-chicago-school-of-antitrust>

- ❖ **Why This is a Good Resource:** Comprehensive and critical history of the growth of big business in the US and the effectiveness of anti-trust laws in different eras.

3. Title: The Effective Competition Standard: A New Standard for Anti-trust

- Organization: Roosevelt Institute
- URL/Website: <https://rooseveltinstitute.org/wp-content/uploads/2018/09/The-Effective-Competition-Standard-FINAL-1.pdf>
- **Why This is a Good Resource:** This paper also explores the history of anti-trust law and enforcement in the U.S., and it proposes a much better (and more comprehensive) standard for enforcement and improvement of anti-trust laws, thus replacing the "Consumer Welfare Standard" promoted by the right-wing Chicago School of Economics (Milton Friedman, et al.). The issues are more than just what benefits the consumer in the short-run.

New Mexico information

4. Title: NM Statutes on Corporations

- Organization: NM Secretary of State
- URL/Website: <https://www.sos.state.nm.us/business-services/resources/statutes-governing-business-in-nm/>

Why This is a Good Resource and Notes: Important to know the law if one is to advocate change. See Articles 4, 6-10, 17, 19, which describe types of corporations/business arrangements; and Articles 11 and 12, which

are substantive and relate to formation of corporations. Of particular interest are LLCs, Article 19, which have become more prevalent due to certain advantages to the business owners, including tax advantages.

5. Title: Corporations that do business in NM/largest corporations

- Organization: Wikipedia; Zippia
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URL/Website: https://en.wikipedia.org/w/index.php?title=Category:Companies_based_in_New_Mexico&oldid=674318451

<https://www.zippia.com/advice/largest-companies-in-new-mexico/>

- ❖ **Why This is a Good Resource:** Good to know. May want to assess them based on another of factors: amount of revenue generated/NM employees; impact on environment and social justice issues (e.g., pay sick leave?); etc.

6. Title: Information about Individual NM Corporations

- Organization: NM Secretary of State
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URL/Website: <https://portal.sos.state.nm.us/BFS/online/corporationbusinesssearch>

- ❖ **Why This is a Good Resource:** Corporations, with some exceptions, are required to file reports with the SOS: Article 5, link above. Sec. 53-5-8(c). This is where to get them. Need to know this stuff to regulate/make changes.

7. Title: Power of SOS to regulate is ministerial

- Organization: NM Statutes/Justicia
- URL/Website: [Sec. \(Art. 18\) 53-18-1.](#)

- ❖ **Why This is a Good Resource:** Need to know if advocating change.

8. Title: Role of the NM Public Regulation Commission and what it regulates

- Organization: NM Constitution and PRC
- URL/Website:

https://ballotpedia.org/Article_XI,_New_Mexico_Constitution

<http://www.nmprc.state.nm.us/consumer-relations/jurisdiction-list.html#gsc.tab=0>

- ❖ **Why This is a Good Resource:** tells us that the PRC has a limited and defined role in regulation corporations in NM. Need to know if advocating change.

9. Title: Other NM entities' roles in regulating other NM businesses/corporations

- Organization: PRC
- URL/Website: <http://www.nmprc.state.nm.us/consumer-relations/no-jurisdiction.html#gsc.tab=0>
- ❖ **Why This is a Good Resource:** Need to know if advocating change.

10. Title: The NM House Standing Committee on Commerce and Economic Development

- Organization: New Mexico Legislature
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URL/Website: https://www.nmlegis.gov/Committee/Standing_Committee?CommitteeCode=HCEDC

- ❖ **Why This is a Good Resource:** Need to know the players if proposing changes. Need to know past actions/activity relating to corporations in NM.

11. Title: The NM Senate Standing Committee: Corporations and Transportation

- Organization: New Mexico Legislature
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URL/Website: https://www.nmlegis.gov/Committee/Standing_Committee?CommitteeCode=SCORC

- ❖ **Why This is a Good Resource:** Need to know the players if proposing changes. Need to know past actions/activity relating to corporations in NM.

12. Title: New Mexico Anti-Trust Laws

- Organization: Justicia
- URL/Website: https://law.justia.com/codes/new-mexico/2006/nmrc/jd_ch57art1-12e2d.html

- ❖ **Why This is a Good Resource:** Need to know the tools available to watchdog corporations.

13. Title: Sherman Anti-trust act (federal pre-emption)

- Organization: Wikipedia
- URL/Website: [https://en.wikipedia.org/wiki/Sherman_Antitrust_Act_\(federal_preemption\)#:~:text=Sherman%20Antitrust%20Act%20%28federal%20preemption%29%20It%20has%20been,necessarily%20constitutes%20a%20violation%20of%20the%20antitrust%20](https://en.wikipedia.org/wiki/Sherman_Antitrust_Act_(federal_preemption)#:~:text=Sherman%20Antitrust%20Act%20%28federal%20preemption%29%20It%20has%20been,necessarily%20constitutes%20a%20violation%20of%20the%20antitrust%20)

- **Why this is a Good Resource:** It shows that New Mexico has a lot of leeway to enact anti-competition laws that are stronger than the federal laws (at least the Sherman Act).

14. Title: Antitrust Federalism, Preemption, and Judge-Made Law

- Organization: Harvard Law Review
- URL/Website: <https://harvardlawreview.org/2020/06/antitrust-federalism-preemption-and-judge-made-law/>
- **Why This is a Good Resource:** Further supports New Mexico's latitude to enact anti-competition laws that are stronger than the federal laws (and other laws that could restrain too-big-to-fail corporations as long as those laws do not conflict with the federal anti-trust laws).

Articles and Books on Controlling/Transforming Corporate Power

15. Title: Finance for a Regenerative World

- Organization: Capital Institute
- http://capitalinstitute.org/wp-content/uploads/2018/11/Regen-Finan-RVSD-Interactive_FINAL2.0.pdf
- **Why This is a Good Resource:** This article by rehabilitated former Wall Street financier John Fullerton, provides a blueprint for the transformation of finance to work in the interests of people and their needs, not the wealthy and the corporations.

16. Title: Too Big to Fail

- Organization: Investopedia
- URL/Website: <https://www.investopedia.com/terms/t/too-big-to-fail.asp>
- **Why This is a Good Resource:** It provides a good introduction to previous efforts made to regulate corporations deemed to be so large that their failure would have a widespread, adverse effect on the whole economy. It lists some of those too-big-to-fail companies.

17. Title: The Secret to Corporate Power

- Organization: Yes! Solutions Journalism
- URL/Website: <https://www.yesmagazine.org/democracy/2020/07/13/corporate-power-politics/>
- **Why This is a Good resource:** Excerpted from a book, Levers of Power: How the 1% Rules and What the 99% Can Do about It by Kevin A. Young, Tarun Banerjee, and Michael Schwartz (Verso, 2020), two sociologists and one historian analyze the source of corporate

influence over policy-making that goes far beyond corporate infusion of money into the political process. It shows what we're up against in trying to rein in corporate power. The book itself is undoubtedly a good resource.

18. Title: Ending Corporate Governance – We the People Revoking our Plutocracy

- Organization: radical.org
- URL/Website: <https://ratical.org/corporations/>
- **Why This is a Good Resource:** This is a wonderful article, loaded with information and links to other articles, that provides a blueprint to doing just what the title suggests.

Models: Ideal and from other states and countries

19. Title: Cartel Criminalisation FAQs

- Organization: Government of New Zealand
- URL/Website: https://comcom.govt.nz/_data/assets/pdf_file/0030/197229/Cartel-Criminalisation-FAQs.pdf
- ❖ **Why This is a Good Resource:** Demonstrates how another country deals with restraint of trade by corporations, adding criminal penalties to civil.

20. Title: Competition

- Organization: European Commission
- URL/Website: https://ec.europa.eu/competition/antitrust/overview_en.html
- ❖ **Why This is a Good Resource:** Demonstrates how the EU deals with restraint of trade by corporations.

21. Title: Controlling the Modern Corporation: A Comparative View of Corporate Power in the United States and Europe, by Bernhard Grossfeld and Werner Ebke

- Organization: The American Journal of Comparative Law
- URL/Website: <https://academic.oup.com/ajcl/article-abstract/26/3/397/2584715?redirectedFrom=fulltext>
- **Why This is a Good Resource:** From the title and first page of the article, it might be worth purchasing it, because it would be helpful to know what European countries are doing to control corporate power that the United States is not doing.

22. **Title: Unchecked Corporate Power: Why the Crimes of Multinational Corporations are Routinized and What We Can Do About It**, by Gregg Barak
- Organization: Routledge
 - URL/Website: <https://www.routledge.com/Unchecked-Corporate-Power-Why-the-Crimes-of-Multinational-Corporations/Barak/p/book/9781138951440>
 - **Why This is a Good Resource:** From the table of contents and reviews of this book, it might be worth purchasing, because it provides possible solutions to reining in the power of multinational corporations.
23. **Title: Who's in Control – Nation States or Global Corporations?**
- Organization: The Guardian
 - URL/Website: <https://www.theguardian.com/commentisfree/2014/jun/02/control-nation-states-corporations-autonomy-neoliberalism>
 - **Why This is a Good Resource:** This article explores the merger of racism and neoliberalist globalism.
24. **Title: Competition and Consumer Protection in the 21st Century**
- Organization: Roosevelt Institute
 - URL/Website: <https://rooseveltinstitute.org/wp-content/uploads/2018/09/Stiglitz-FTC-Hearing-PPT-1.pdf>
 - **Why This is a Good resource:** This is a power point slide show for a recent speech given by the progressive economist, Joseph Stiglitz. Although full of economics technical terms, it is overall clear what improvements must be made beyond “just” better enforcement of anti-trust laws to better control corporations and the adverse impact they tend to have on our society.

Misc.: General sources with a wealth of info which need further investigation; parking them here for the time being (researchers' prerogative)

25. **Title: Meet the Architect Behind America's Racist Economics**
- Organization: Institute for New Economic Thinking
 - URL/Website: https://www.ineteconomics.org/perspectives/blog/meet-the-economist-behind-the-one-percents-stealth-takeover-of-america#disqus_thread

- ❖ **Why This is a Good Resource:** Book review of *Democracy in Chains*: profiles development of pure libertarian policy, including economic policy, of James Buchanan.

Additional considerations needing attention:

Further research:

- Interim committee reports from the above Standing Committees (Puck)
- What control does NM have over corporate charters?
- Can corporations, before declaring bankruptcy, be required to allow its employees an opportunity to purchase the company? Ramifications?
- How can NM encourage the establishment of "B" corporations in the state? Ramifications?
- How can NM influence beneficial practices in "green" corporations in the state: e.g., green certificates; organic; worker benefits. An example: differential tax treatment. Ramifications?
- What other NM laws address corporations on tribal land besides "NMSA 53-9-1. Pueblo Indian communities; bodies corporate; powers" ? Do tribes offer a clever portal for establishing corporations not focused solely on profit?
- Are there any types of corporations, based on the services and goods they provide, that should be publicly/municipally owned? Ramifications?

C. Creative: (Videos, music, dance, art, theatre)

1. [Title, Source, URL, etc.]
- 2.
- 3.
- 4.

- D. Race and equity review. (Going back through the first-pass research with an eye towards building in racial justice).