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Carmen X. W. Lu is Counsel in Wachtell Lipton's Corporate Department where she advises companies and boards of directors across industries on corporate governance, shareholder activism and ESG matters, evolving market and regulatory trends and practices, and effective stakeholder engagement.

Carmen advises companies and boards of directors on a range of governance issues, including governance structure, policies and practices; board fiduciary duties and oversight responsibilities, including with respect to ESG matters; shareholder, proxy advisor and stakeholder engagement; shareholder activism and proxy contests; shareholder proposals; identification and evaluation of ESG risks and opportunities; board and committee composition, structure and evaluations; evolving market, industry and stakeholder expectations; and compliance with legislative, regulatory and list rule requirements.

Carmen received a B.A. *summa cum laude* from Yale University in 2012, where she was a member of Phi Beta Kappa and received the Arthur Twining Hadley Prize as the highest ranking graduate. She received her J.D. from Yale Law School in 2016, where she was articles and essays editor of the *Yale Law Journal* and executive editor of the *Yale Journal on Regulation*.

Recent Publications

[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.

[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.

[Facing the Energy Transition Challenge: Navigating Complexity, Uncertainty and Opportunity \(and USA chapter\)](#), in The International Comparative Legal Guide to: Environmental, Social & Governance Law, Global Legal Group Ltd., Fourth ed. 2024 (Second ed. 2022 & First ed. 2021).

[Thoughts for Boards: Key Issues in Corporate Governance for 2024](#), in Harvard Law School Forum on Corporate Governance, January 3, 2024, [NYU Law School's Blog on Compliance and Enforcement](#), January 8, 2024 and [Columbia Law School's Blog on Corporations and the Capital Markets](#), January 10, 2024.

[The SEC's Enforcement Action Against SolarWinds Underscores Growing Scrutiny Over Cybersecurity Internal Controls, Reporting and Disclosures](#), in NYU Law School's Blog on Compliance and Enforcement, November 13, 2023.

[Risk Management and the Board of Directors](#), in Harvard Law School Forum on Corporate Governance, September 30, 2023.

[The New Paradigm: A Toolkit For Balancing Conflicting Stakeholder Interests and Protecting Long-Term Business Value](#), in Harvard Law School Forum on Corporate Governance, August 30, 2023.

[Dealing with Activist Hedge Funds and Other Activist Investors](#), in Harvard Law School Forum on Corporate Governance, August 29, 2023 and [Columbia Law School's Blog on Corporations and the Capital Markets](#), August 31, 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.

[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.

[DEI Initiatives Post-SFFA: Considerations for Boards and Management](#), in Harvard Law School Forum on Corporate Governance, August 9, 2023, [Columbia Law School's Blog on Corporations and the Capital Markets](#), August 9, 2023 and [NYU Law School's Blog on Compliance and Enforcement](#), August 14, 2023.

[Revisiting The New Paradigm](#), in Harvard Law School Forum on Corporate Governance, July 17, 2023 and [NYU Law School's Blog on Compliance and Enforcement](#), August 4, 2023.

[Navigating the Current ESG Landscape: Recommendations for the Board and Management](#), in Harvard Law School Forum on Corporate Governance, May 23, 2023.

[Corporate Governance Update: Anticipating Activist Attacks](#), in Harvard Law School Forum on Corporate Governance, April 23, 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.

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

[Nature as an Asset: The Coming Wave of "Natural Capital" and Biodiversity Shareholder Activism and Stewardship Pressure on Boards of Directors](#), in Harvard Law School Forum on Corporate Governance, December 17, 2022.

[Preparing for the 2023 Proxy Season in the Era of Universal Proxy](#), in Harvard Law School Forum on Corporate Governance, November 14, 2022.

[Risk Management and the Board of Directors](#), in Harvard Law School Forum on Corporate Governance, September 17, 2022.

[The Integration of ESG into M&A: Managing Hidden Risks and Unlocking New Opportunities](#), in Financier Worldwide, Issue 236 August 2022.

[Combatting Racial Inequity: A Two-Year Retrospective](#), in Harvard Law School Forum on Corporate Governance, July 8, 2022.

[Stakeholder Capitalism and ESG as Tools for Sustainable Long-Term Value Creation](#), in Harvard Law School Forum on Corporate Governance, June 11, 2022 and [Columbia Law School's Blog on Corporations and the Capital Markets](#), June 16 2022.

[Expanding on the SEC's Proposal to Modernize Section 13\(d\) and \(g\) Beneficial Ownership Reporting](#), in Harvard Law School Forum on Corporate Governance, April 14, 2022.

[The SEC's Proposed Climate-Related Disclosure Rules: Thoughts for Audit Committees](#), in Harvard Law School Forum on Corporate Governance, April 6, 2022 and [Columbia Law School's Blog on Corporations](#)

[and Capital Markets](#), April 11, 2022.

[Board Oversight of ESG: Preparing for the 2022 Proxy Season and Beyond](#), in Harvard Law School Forum on Corporate Governance, March 28, 2022, [Columbia Law School's Blog on Corporations and the Capital Markets](#), April 4, 2022 and [Boardspan](#), April 14, 2022.

[War in Ukraine: Is ESG at a Crossroads?](#), in Harvard Law School Forum on Corporate Governance, March 24, 2022.

[Investor Priorities in 2022 - Stakeholder Capitalism, Net Zero Transition, Human Capital Management and Long-Term Value Creation](#), in Columbia Law School's Blog on Corporations and Capital Markets, January 25, 2022.

[ESG and M&A in 2022: From Risk Mitigation to Value Creation](#), in Harvard Law School Forum on Corporate Governance and Financial Regulation, January 24, 2022.

[SEC Staff Limits Exclusion of "Social Policy" Shareholder Proposals](#), in Harvard Law School Forum on Corporate Governance, November 8, 2021 and [Columbia Law School's Blog on Corporations and the Capital Markets](#), November 9, 2021.

[Mandatory Climate Change Disclosure Rules - A Preview From the SEC Chair?](#), in Columbia Law School's Blog on Corporations and the Capital Markets, August 3, 2021.