



# New York University

## *Law Review*

VOLUME 31

MAY 1956

NUMBER 5

EDWARD ROSS ARANOW  
HERBERT A. EINHORN

Corporate Proxy Contests:  
Enforcement of SEC Proxy Rules  
by the Commission and Private Parties

RALPH NORVELL

The Power of Alienation:  
Direct Restraint vs. Suspension

WILLIAM M. KAPLAN

Forbidden Retainers

# NEW YORK UNIVERSITY LAW REVIEW

Published eight times a year, November through June, by the  
Members of the New York University LAW REVIEW

VOLUME 31

MAY 1956

NUMBER 5

## ARTICLES

- CORPORATE PROXY CONTESTS: ENFORCEMENT  
OF SEC PROXY RULES BY THE COMMISSION  
AND PRIVATE PARTIES ..... *Edward Ross Aranow and  
Herbert A. Einhorn* 875
- THE POWER OF ALIENATION: DIRECT RESTRAINT  
VS. SUSPENSION ..... *Ralph Norvell* 894
- FORBIDDEN RETAINERS ..... *William M. Kaplan* 914

## NOTE

- Corporations—An Examination of the Multiple Derivative Suit and Some Prob-  
lems Involved Therein in Light of the Theory of the Single Derivative Suit. 932

## DECISIONS

- Conflict of Laws—Divisibility of Marriage—Right of Maintenance after Ex  
Parte Divorce: *Vanderbilt v. Vanderbilt* (N.Y. App. Div. 1955). ..... 947
- Contracts—Validity of Stipulation Giving Exclusive Jurisdiction to the Courts  
of a Foreign Country: *Wm. H. Muller & Co. v. Swedish American Line Ltd.*  
(2d Cir. 1955). ..... 949
- Federal Income Taxation—Illegal Business—Deductibility of Business Expense:  
*Sam Mesi* (T.C. 1955). ..... 951
- Judgments—Res Judicata—Effect of State Judgment on Federal Court in Action  
for Damages Under Antitrust Act: *Lyons v. Westinghouse Elec. Corp.* (2d  
Cir. 1955). ..... 955
- Labor Law—Action Under Right-to-Work Statute to Enjoin Picketing for  
Union Contract Containing Sole-Bargaining-Agent Clause: *Piegts v. Amal-  
gamated Meat Cutters, AFL* (La. 1955). ..... 957
- Labor Law—Contract Provision Prohibiting Relocation of Plant—Equitable  
Considerations of Specific Performance: *Matter of Pocketbook Workers  
Union, AFL-CIO* (N.Y. Sup. Ct. 1956). ..... 959

Property—Joint Tenancy—Murder of One Joint Tenant by the Other: <i>Bradley v. Fox</i> (Ill. 1955). . . . .	963
Trusts—Inter Vivos Unfunded Life Insurance Trust—Testamentary Character: <i>Bickers v. Shenandoah Valley Nat'l Bank</i> (Va. 1955). . . . .	967

**BOOK REVIEWS**

Jackson: The Supreme Court in the American System of Government . . . . . <i>Jack E. Brown</i>	972
Simes: Public Policy and the Dead Hand . . . . . <i>Bertel M. Sparks</i>	981

**BOOK NOTES**

Yarmolinsky: Case Studies in Personnel Security; Curtis: The Oppenheimer Case: The Trial of a Security System . . . . .	984
Patterson: The Forgotten Ninth Amendment . . . . .	987

<b>BOOKS RECEIVED</b> . . . . .	989
---------------------------------	-----

---



---

SUBSCRIPTION PRICE, SIX DOLLARS

PER NUMBER, TWO DOLLARS

SURVEY OF NEW YORK LAW, THREE DOLLARS

Unless notice to the contrary is received at the editorial office, it is assumed that a renewal of the subscription to the LAW REVIEW is desired.

---



---

Published eight times annually at 150 Fremont Street, Worcester, Massachusetts. Entered as second class matter at the post office at Worcester, Massachusetts, under the act of March 3, 1879. Subscription price, six dollars per annum. Per number, two dollars. Annual Survey of New York Law, three dollars.

© Copyright, 1956, by the Board of New York University LAW REVIEW

---



---

Editorial and General Offices: Vanderbilt Hall, Washington Square South,  
New York 3, New York

400282



61060