

# Navigating Derivative Litigation in Delaware and Pennsylvania: A Comparative Analysis

## WRITTEN BY

Jay A. Dubow | Katie Rose Hancin

---

Jay Dubow, Katie Hancin, and Dominique Hazel-Criss\* co-authored an article for *The Review of Securities & Commodities Regulation* on how Delaware and Pennsylvania take different approaches to derivative litigation. While both states require stockholders to make a demand upon the corporation, Delaware allows demand to be excused if the stockholder can show that a majority of the board is incapable of making an impartial decision regarding the litigation. In contrast, Pennsylvania does not recognize the concept of demand futility and provides that a corporation can establish a Special Litigation Committee to determine whether pursuing litigation is in the best interests of the corporation. Understanding these differences is essential for effectively navigating derivative litigation in these jurisdictions.

[Read the full article in \*The Review of Securities & Commodities Regulation\* here.](#)

---

*\*Dominique Hazel-Criss, 2025 summer associate with Troutman Pepper Locke who is not admitted to practice law in any jurisdiction, also contributed to this article.*

## RELATED INDUSTRIES + PRACTICES

- [Securities Litigation](#)