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**“YOU’RE DOING TV WRONG!”:* A CASE STUDY
OF *SUCCESSION* ON HOW (AND WHY) TO WATCH
TELEVISION AS A LAW PROFESSOR (OR LAW
STUDENT)**

*Diane Kemker***

INTRODUCTION

In 1956, Alfred Hitchcock remarked to Leonard Lyons, “Drama is life with the dull bits cut out.”¹ Unfortunately, law school casebooks, and even classes, can at times seem like the reverse—all “dull bits,” with precious few of the memorable characters and dramatic narratives that seize the imagination and sear themselves into the memory. The law we teach is frequently technical, intricate to the point of convolution, and dry. But it is important and necessary. Using scripted entertainment in a law school course is a way to seek the best of both worlds: to provide students with memorable characters and situations, which can then be mined for their legal content in ways that hold students’ attention and will never be forgotten. A scripted drama as skillfully written, directed, and acted as HBO’s *Succession* (2018–2023) is a rich source of such material, as well as a great pleasure to watch.

Over its five year run, the show inspired a passionate fan community, who created a lively subreddit, [r/SuccessionTV](https://www.reddit.com/r/SuccessionTV/);² a shockingly real-looking fake corporate website at waystarroyco.com; a business page at public.com/waystar-royco; numerous pop-culture mashups (*Succession*

* DIRECTV, *Overly Direct Spokesperson*, YouTube (Apr. 6, 2023), <https://www.youtube.com/watch?v=vxFjawFMdJ8> (Brian Cox, who played Logan Roy, as the “Overly Direct Spokesperson”).

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1. TaggleElgate, *Alfred Hitchcock 1960 BBC TV interview*, YouTube (Nov 19, 2013), <https://www.youtube.com/watch?v=FDmpJq912fI>.

2. [r/SuccessionTV](https://www.reddit.com/r/SuccessionTV/), REDDIT, <https://www.reddit.com/r/SuccessionTV/> (last accessed Jan. 8, 2024).

as a sitcom;³ *Succession* and Wes Anderson's *The Royal Tenenbaums*;⁴ *Succession* and *Arrested Development*⁵), and musical combinations (with Coolio's "Gangsta's Paradise,"⁶ with rap bars by Pusha T⁷). The NBA's annual promo for the 2021–2022 season even used the *Succession* opening theme.⁸

Succession is also a stand-alone artwork of significant interest in purely aesthetic terms. Like a handful of televised, serialized, scripted dramas of the past few decades, it is as rich as many works of literature or film, and its themes—family, power, love, death, sex—are as large and abstract as those of any serious artwork. Like some cinematic works, theatrical productions (and opera), such a television series can be analyzed as a *Gesamtkunstwerk*, a "total" artwork that involves the coordinated use of many art forms—literary, dramatic, visual, musical, and more. From Nicholas Britell's haunting score,⁹ to the photo montages and chyrons in the opening credits,¹⁰ to the fashions,¹¹ hairstyles,¹²

3. Liminal, *Succession but it's a Sitcom | Family Therapy Part 1*, YouTube (Jan. 7, 2021), <https://www.youtube.com/watch?v=1ANnF9OSDU8>.

4. Artsy Algorithm, *The Royal Roys*, YouTube (June 2, 2023), <https://www.youtube.com/watch?v=-gD7kn8JPVg>.

5. Schmendri, *Arrested Succession (Narrated by Ron Howard) (AI)*, YouTube (May 2, 2023), <https://www.youtube.com/watch?v=TJ7m0h1Ktbk&t=4s>; Schmendri, *Arrested Succession Episode 2 (Narrated by Ron Howard) (AI)*, YouTube (May 14, 2023), <https://www.youtube.com/watch?v=BrN5BrnwpVc>; Little White Lies, *Succession But It's Arrested Development*, YouTube (Mar. 14, 2022), https://www.youtube.com/watch?v=UJ_IM2XKtDo.

6. COOLIO, *GANGSTA'S PARADISE* (Tommy Boy, Warner Bros. and MCA 1995).

7. PUSHA T, *Pusha T, Nicholas Britell – Puppets (Succession Remix – Official Audio)*, YouTube (Oct. 10, 2019), <https://www.youtube.com/watch?v=sF5IU-Pyn2A>.

8. Stephen Knox, *This NBA-Succession Mashup Will Have You From the Opening Piano Chord*, DEADSPIN (Oct 19, 2021), <https://deadspin.com/this-nba-succession-mashup-will-have-you-from-the-openi-1847894151> [perma.cc/LRV9-7YNZ].

9. Vanity Fair, *How Succession's Composer Created the Theme Song | Vanity Fair*, YouTube (Dec. 11, 2019), <https://www.youtube.com/watch?v=X0WzqanwlG0> (addressing the entire score); Delia Casadei, *How the Sound Design of 'Succession' Amplified the Show's Best Elements*, FAST-COMPANY (June 3, 2023), https://www.fastcompany.com/90904450/how-the-sound-design-of-succession-amplified-the-shows-best-elements?utm_medium=social&utm_source=facebook&fbclid=IwAR20qPgIZpaEH-kPPFBh2Tn5C1wxJDnCDXt3hBeLMHn8rLgkoI8NpJZzz0c.

10. Julio Bardini, *Breaking Down 'Succession's Opening Credits: What Are The Biggest Differences Each Season?*, COLLIDER (Apr. 6, 2023), <https://collider.com/succession-opening-credits-explained/> [perma.cc/NWG5-EPW5]; Brooke Marine, *An Ode to Succession's Fake News Chyrons*, W MAG. (Sept. 2, 2019), <https://www.wmagazine.com/story/succession-fake-news-chyrons> [perma.cc/UA3Z-BUTK].

11. See, e.g., Lisa Armstrong, *Everything Succession Taught Us About How the Super Rich Dress - For Better Or Worse*, TELEGRAPH (May 28, 2023), https://www.telegraph.co.uk/fashion/style/everything-succession-taught-us-how-the-super-rich-dress/?fbclid=IwAR1i740eA19FcDPniuUFU_sYMXaVOp6AVbOD9Xukxn4VWadA7tMuUB55g [perma.cc/U68T-GQDJ].

12. See, e.g., Stephanie Darling, *It's the Haircut All Over Our TV Screens. Here's How to Get a Shiv Roy Inspired Bob*, SYDNEY MORNING HERALD (May 28, 2023), <https://www.smh.com.au/lifestyle/beauty/it-s-the-haircut-all-over-our-tv-screens-here-s-how-to-get-a-shiv-roy-inspired-bob-20230510-p5d7be.html> [perma.cc/2WHU-TKHX]; Amanda Ross, *The Haircuts on Succession Are*

and even watches¹³ worn and given by the characters, each element is worthy of analysis both in its own right, and for its contributions to the overall work.

My attention here, however, is focused on how best to use plot elements of the show for legal-pedagogical purposes. The answer depends in large part, of course, on the instructor’s goals and the course into which the show might be integrated.

I. SNIPPETS, WHOLE EPISODES, OR THE ENTIRE SERIES?

Succession consisted of thirty-nine episodes aired weekly over four seasons, between June 2018 and May 2023. Most episodes had a running time of about an hour, with a few longer episodes (including the ninety-minute finale), for a total of about forty hours. It is probably not realistic to assign students to watch the series in its entirety, outside of a course actually devoted exclusively to the show,¹⁴ or to analyses of scripted entertainment from a legal point of view more generally.¹⁵

Almost As Significant As the Dialogue, ZOE REP. (May 14, 2023), <https://www.thezoereport.com/culture/succession-hairstyles-haircuts> [perma.cc/KW6Y-M9MM].

13. See, e.g., Hodinkee, *How ‘Succession’ Picks The Perfect Watches For Its Characters (Hint: We Helped)*, HODINKEE (May 28, 2023), <https://www.hodinkee.com/articles/how-succession-picks-the-perfect-watches-for-its-characters#:~:text=Of%20course%2C%20the%20show%20is,Santos%20for%20an%20Audemars%20Piguet> [perma.cc/3CUI-Y9HE]; Nora Taylor, *The Best Watches From ‘Succession’ Season 4, From Kendall’s Richard Mille to Tom’s Audemars Piguet*, ROBB REP. (May 22, 2023), <https://robbreport.com/style/watch-collector/succession-character-watches-1234846564/> [perma.cc/8D5L-UTY7]; Zach Blass, *The Watches Worn in HBO’s Succession Are a Masterclass in Stealth Wealth Magnificence*, TIME AND TIDE (Sept. 25, 2021), <https://timeandtidewatches.com/watches-worn-hbo-succession/> [perma.cc/LGM4-K35N]; *Watches on HBO’s Succession*, SWISS-WATCHEXPO (Feb. 15, 2022), <https://www.swisswatchexpo.com/TheWatchClub/2022/02/02/watch-spotting-on-hbos-succession/> [perma.cc/95K4-34NC]; Laura McCreddie-Doak, *What Every Succession Character’s Watch Says About Them*, MR PORTER (Mar. 24, 2023), <https://www.mrporter.com/en-us/journal/watches/succession-watches-kendall-logan-shiv-roy-cartier-rolex-24032350> [perma.cc/54VX-WTWA].

14. In January 2022, between Seasons Three and Four, the University of Virginia School of Law offered a January Term course on *Succession*, taught by Peter Lyon and Professor Cathy Hwang, focusing on corporate law issues. Season Three concluded in December 2021, so the show was fresh in the minds of viewers. Mary Wood, *Course on ‘Succession’ Teaches Real-World Lessons From Emmy-Winning Drama*, UVA L. (Jan. 14, 2022), <https://www.law.virginia.edu/news/202201/course-succession-teaches-real-world-lessons-emmy-winning-drama> [perma.cc/5BD9-B26E].

15. For example: in spring 2020, Michael Asimow offered a seminar course on “Law and Popular Culture” at Santa Clara University School of Law, which included assigned films and TV programs; Vermont Law offers a course in “The Law and Popular Culture”; and Alabama Law offers a “Law and Popular Culture Seminar,” which “explores the role of lawyers and legal institutions as depicted in popular culture, with a particular emphasis on film.” *Law and Popular Culture*, SANTA CLARA UNIV. SCH. OF L., https://law.scu.edu/scheduled_classes/law-and-popular-culture/ [https://perma.cc/G3Z7-9MCT]; *The Law and Popular Culture*, VT. L. & GRADUATE SCH., <https://www.vermontlaw.edu/academics/courses/jurisprudence/jur7323> [https://perma.cc/6XWL-2QWA]; *Law and Popular Culture Seminar*, UNIV. OF ALA., <https://www.law.ua.edu/courseguide/courses/view/323> [https://perma.cc/BE7N-FA64].

Instead, instructors may wish to assign one or a few episodes, to analyze a particular storyline of specific legal relevance, or simply use isolated scenes in which a legal issue is presented in a memorable way.

Because law students come from a variety of academic backgrounds, using popular culture in class (carefully) can help bridge some of those differences. Some students in the class will have studied literature, cinema, art history, or other humanities, and may be quite familiar with techniques of interpretation drawn from those disciplines. Others, who studied business or the hard sciences, may be less familiar with those approaches. But most students will have some degree of fluency in popular culture generally, and television more specifically. Thus even a (relatively) “high brow” show like *Succession*, a niche drama whose weekly viewership even at its peak (not quite 3 million viewers)¹⁶ was a mere fraction of that of *Yellowstone* (whose Season Five premiere drew 12.1 million viewers),¹⁷ or *House of the Dragon* (averaging 29 million viewers per episode),¹⁸ can be a meeting ground.

The assignment and use of unconventional materials may meet with a variety of unexpected reactions. Some students will almost certainly love it; those are not the ones the faculty member needs to worry about! Others just won’t “like” the show, or may resent having to spend time on something that feels to them like it falls outside what should be studied in a law school course. It risks appearing to be the personal hobbyhorse of the faculty member, who thus has the burden of persuasion to demonstrate both its relevance and its value for legal study.

Although we can’t be sure, there is some reason to think that analyzing fact patterns like those presented in a scripted program *might* help students with the third type of question on the NextGen Bar Exam, debuting in the summer of 2026.¹⁹ The “not yet released” question type is described as “modeled on the current Multistate Performance Test (MPT), which requires examinees to demonstrate their ability to use fundamental lawyering skills in realistic situations, completing legal writing assignments appropriate to the skill of a beginning lawyer.”²⁰

16. Toni Fitzgerald, *What ‘Succession’ Viewership Says About TV’s Landscape*, FORBES (May 31, 2023), <https://www.forbes.com/sites/tonifitzgerald/2023/05/31/how-did-succession-viewership-compare-to-other-hbo-hits/?sh=3c2d0132491b> [https://perma.cc/6GMY-45MZ].

17. Samantha Highfill, *Yellowstone Breaks Ratings Records With Biggest Premiere Yet*, ENT. WEEKLY (Nov. 14, 2022), <https://ew.com/tv/yellowstone-season-5-premiere-ratings/> [https://perma.cc/BMR7-66BK].

18. Paul Tassi, *‘House of the Dragon’ is Tripling ‘Game of Thrones’ Season 1’s Viewers*, FORBES (Sept. 21, 2022), <https://www.forbes.com/sites/paultassi/2022/09/21/house-of-the-dragon-is-tripling-game-of-thrones-season-1s-viewers/?sh=2688fba4be7> [https://perma.cc/SS5J-RCY4].

19. *NextGen Bar Exam Content Scope and Sample Questions*, NCBE, <https://nextgenbarexam.ncbex.org/> [perma.cc/JX86-EXQC].

20. *NCBE Publishes First Sample Questions for NextGen Bar Exam*, NCBE (July 11, 2023), <https://nextgenbarexam.ncbex.org/ncbe-publishes-first-sample-questions-for-nextgen-bar-exam/> [perma.cc/ZG82-FMKC].

While the legal scenarios presented in *Succession* are not for novices, identifying legal issues from chaotic and seemingly contradictory facts is an essential lawyering skill, as is the interpretation of the legal meaning of events and statements. Knowing this may also assist faculty members in “making the case” for using unconventional materials.

II. *Succession* IN THE LAW SCHOOL CURRICULUM

For those fortunate enough to teach a course on family businesses, including succession planning—an interdisciplinary subject of huge practical significance but one taught in almost no U.S. law schools—the entire series is really a must-see, primarily as a negative object lesson, as Professor Spencer Burke so skillfully describes in his essay for this Issue.²¹ But for the rest of us, teaching a more conventional curriculum, herewith are a few legal topics the show might usefully be used to teach, presented generally in descending order of show coverage (and thus viewing time required).

A. *Corporate Law/Corporate Governance*

In a sense, of course, the entire show is about how (and by whom) Waystar Royco, a publicly-traded corporation, is and will be governed after founder Logan Roy’s (Brian Cox) retirement or death. The drama is set up to explore which, if any, of the Roy children—Kendall (Jeremy Strong),²² youngest son Roman (Kieran Culkin), or daughter Siobhan “Shiv” (Sarah Snook) will succeed to leadership of the company founded by their father. (Connor (Alan Ruck) is never seriously in contention.) However, certain story arcs focus more specifically on the governance of this publicly-traded but largely family-controlled corporation. Some of these storylines are not as well-developed as they might be, and some are actually misleading about how a public company operates, allowing an instructor both to evaluate the accuracy/realism of what is presented, and to help students to fill in the gaps.²³ Examples include Kendall’s unsuccessful attempt to unseat Logan as CEO, followed by Logan firing disloyal members of the board;²⁴ the events at the annual shareholders’

21. Spencer Burke, *HBO’s Succession: What Can Lawyers Learn from This Family Business Story?*, 73 DEPAUL L. REV. 771 (2024).

22. Max, *He’s the Eldest Boy*. #shorts, YOUTUBE (Nov 27, 2023), <https://www.youtube.com/watch?v=j4GLIixru9A>.

23. Sindhu Sundar, *4 Things ‘Succession’ Gets Wrong About Business*, BUS. INSIDER (May 28, 2023 6:19 AM), <https://www.businessinsider.com/what-succession-gets-wrong-about-business-experts-2023-5> [perma.cc/6J9L-NMEK].

24. *Succession: Which Side Are You On?* (HBO television broadcast July 8, 2018) (Season One, Episode Six).

meeting;²⁵ Kendall and Roman's appointment as co-CEOs immediately after Logan's death;²⁶ and the series of events that ultimately results in Shiv's estranged husband, Tom Wambsgans (Matthew Macfadyen), being named CEO.²⁷

The show also presents a number of puzzles related to its ownership structure, which might usefully be explored in class. The show is never entirely clear about exactly *how* the Roy family's interests in this public corporation are held; what is owned individually (by Logan; his brother, Ewan Roy (James Cromwell); or his ex-wife, Lady Caroline Collingwood (Harriet Walter)) or in trust form (for the benefit of the children, or possibly of his current wife, Marcia (Hiam Abbass));²⁸ or how *much* of the corporation's stock is privately owned by family members. The Season Three finale "twist," in which Logan renegotiates his divorce settlement with Caroline, apparently trading cash for deleting a provision of the trust requiring the children's agreement to a sale, is legally challenging to understand and explain²⁹—most reviews and episode recaps offered little help.³⁰ This scenario can help students think creatively about the legal arrangements that might lie behind the events depicted.

25. *Succession: Retired Janitors of Idaho* (HBO television broadcast Nov. 14, 2021) (Season Three, Episode Five).

26. *Succession: Honeymoon States* (HBO television broadcast Apr. 16, 2023) (Season Four, Episode Four).

27. *Succession: With Open Eyes* (HBO television broadcast May 28, 2023) (Season Four, Episode Ten).

28. *Succession: Celebration* (HBO television broadcast June 3, 2018) (Season One, Episode One).

29. *Succession: All The Bells Say* (HBO television broadcast Dec. 12, 2021) (Season Three, Episode Nine).

30. Because we do not know what the children's interests are, precisely, other than that they are worth \$2–3 billion each, see *Succession: The Munsters* (HBO television broadcast Mar. 26, 2023) (Season Four, Episode One), we do not know how their mother had the power to change the trust at all. Most published reviews did not address this in a legally sophisticated way, or often, even a correct way. See, e.g., Neha Prakash, *Let's Unpack the 'Succession' Season 3 Finale*, MARIE CLAIRE (Dec. 21, 2021), <https://www.marieclaire.com/culture/succession-season-3-finale/> [perma.cc/9WD8-UNFC] (mistakenly claiming "Logan . . . got to Caroline already and convinced her to give up the kids' shares"); Tilly Pearce, *Succession Season 3 Ending Explained After Devastating Betrayal*, DIGITAL SPY (Feb. 7, 2023), <https://www.digitalspy.com/tv/ustv/a38497564/succession-season-3-ending-explained-logan-kendall/> [perma.cc/LC2D-6ZVJ] (confusedly asserting that Logan and Caroline "have agreed to renegotiate their divorce agreement, removing [the childrens'] super majority"); Noel Murray, *Succession Season 3, Episode 9: 'All the Bells Say'*, N.Y. TIMES (Dec. 13, 2021), <https://www.nytimes.com/2021/12/13/arts/television/succession-season-3-finale-recap.html> (describing the children correctly if vaguely "using the company's bylaws to block any sale without their approval," but then vaguely describing Tom's betrayal of the children's plan as "giving [Logan] time to manipulate the terms of his divorce agreement with Caroline, granting her and her new husband the power to counter the youngsters"). *But see* Sundar, *supra* note 23.

B. Corporate Law/Mergers and Acquisitions

Each season of the series is organized in part around one or more large-scale “deals.” To analyze each of them would require viewing multiple episodes, though not necessarily in their entirety. Seasons One and Two cover the acquisition of Vaulter, a high-tech company, an effort spearheaded by heir apparent Kendall.³¹ Season Two introduces Pierce Global Media (PGM), a legacy media company Logan has long wished to acquire. The standout supplement for these deals is the analysis done by attorney Holly Gregory, of Sidley Austin, on YouTube.³²

Finally, in Seasons Three and Four, Waystar Royco tries to acquire a foreign tech company, GoJo, but ends up being acquired by it. As with issues of governance, many published reviews failed to explain the stock-purchase negotiations between Kendall and Roman, on the one hand, and Lukas Matsson (Alexander Skarsgård) for GoJo on the other, in a few cases mistaking the *share* price (in dollars) for the total price (in billions), as if the company could be “bought” outright.³³ Figuring out the fiduciary duties of officers and others in relation to this outside offer is a very useful exercise.

C. Professional Responsibility

The lawyer characters of *Succession*, both major and minor, present a panoply of issues appropriate for a professional responsibility course. Other than the Roy family members, one of the most important characters on *Succession* is Gerri Kellman (J. Smith-Cameron), the general counsel to Waystar Royco and a long-time member of Logan’s inner circle. She presents, in very acute form, the tensions a lawyer may face because of potentially conflicting duties to their entity client (Waystar Royco itself, and thus its shareholders); constituents of it, including obviously Logan himself, but also the children, other employees (like Logan’s nephew, Greg Hirsch (Nicholas Braun), and Tom); and her own

31. *Succession: Celebration*, *supra* note 28; *Succession: Vaulter* (HBO television broadcast Aug. 18, 2019) (Season Two, Episode Two).

32. See, e.g., WIRED, *Corporate Lawyer Breaks Down Succession Business Deals*, YouTube (Sept. 15, 2022), <https://www.youtube.com/watch?v=mspzsvwkyVU> [perma.cc/JSD3-H3SA]; Andrew Chow, *Corporate Lawyers Discuss the Accuracy of Succession and The Roy Family’s Brewing Legal Battle*, TIME (Oct. 17, 2021) <https://time.com/6107216/succession-accuracy/> [perma.cc/35RN-L3LH].

33. Emily Baker, *Succession Season 4 Episode 5 Recap: The Gojo Deal Is Done—But Kendall And Roman Aren’t Happy*, iNEWS (Apr. 24, 2023), <https://inews.co.uk/culture/television/succession-season-4-episode-5-recap-gojo-deal-done-kendall-roman-happy-2292457> [perma.cc/S7QJ-P35L] (“After offering a ridiculous offer of \$192 billion . . .”); *Waystar Royco*, SUCCESSION Wiki, https://succession.fandom.com/wiki/Waystar_Royco [perma.cc/4DLX-34CF] (noting GoJo acquires Waystar RoyCo in one of the biggest buyouts in history).

self-interest as an officer of the corporation. An exploration of Gerri's career at Waystar Royco is an interesting way to explore these conflicts, as well as the role of a lawyer in corporate leadership. Gerri is named interim CEO in Season Three, Episode One, and seems likely to survive the company's acquisition by GoJo,³⁴ although Logan had directed Roman to fire her shortly before his death.³⁵ Gerri appears, more or less single-handedly, to resolve the Department of Justice investigation through a settlement, keeping Tom from having to go through with his offer to be the "fall guy" for the cruises scandal and go to prison.³⁶ When Roman and Kendall become co-CEOs, Roman fires Gerri, then unsuccessfully attempts to hire her back; at that point, she seems willing to use what she has learned, not just as an executive but as a lawyer, for her own benefit in negotiating her severance.³⁷ As the show ends, however, it looks as if she will return to the new entity under Tom's leadership.³⁸ Evaluating whether Gerri is a good or ethical lawyer (and person) could provoke a lively classroom conversation.

The next most significant lawyer character is Lisa Arthur (Sanaa Lathan), a Black woman, law firm partner, and litigator of national reputation, who appears in two episodes of Season Three. (This character is analyzed in Professor Lenese Herbert's essay.³⁹) Although Shiv seeks Lisa's representation against Kendall, trading on what appears to be a prior acquaintance between them,⁴⁰ Kendall has already retained Lisa—although he is a bad client, who disregards her advice and ultimately fires her.⁴¹ (Notably, although we never meet any of the lawyers involved, Shiv again finds herself struggling to find representation in her divorce from Tom, because her preferred counsel, Gretchen Young, has been conflicted out.⁴²)

Greg's need for representation provides an ideal scenario for use in a professional responsibility course. (This is analyzed in Professor

34. *Succession: Kill List* (HBO television broadcast Apr. 23, 2023) (Season Four, Episode Five).

35. *Succession: Connor's Wedding* (HBO television broadcast Apr. 9, 2023) (Season Four, Episode Three).

36. *Succession: Too Much Birthday* (HBO television broadcast Nov. 28, 2021) (Season Three, Episode Seven).

37. *Succession: Living+* (HBO television broadcast Apr. 30, 2023) (Season Four, Episode Six); *Succession: Tailgate Party* (HBO television broadcast May 7, 2023) (Season Four, Episode Seven).

38. *Succession: With Open Eyes*, *supra* note 27.

39. Lenese C. Herbert, *(Con)Scripted: "Caucasian Rich Brain"*, 73 DEPAUL L. REV. 847 (2024).

40. *Succession: Secession* (HBO television broadcast Oct. 17, 2021) (Season Three, Episode One).

41. *Succession: What It Takes* (HBO television broadcast Nov. 21, 2021) (Season Three, Episode Six).

42. Jamie Lerner, *Tom Takes a Page From Logan Roy's Playbook in 'Succession' by 'Conflicting out' Every Lawyer*, DISTRACTIFY (Apr. 3, 2023), <https://www.distractify.com/p/conflicted-out-meaning-succession> [perma.cc/32NH-TTRB].

Megan McDermott’s essay.⁴³) Two different lawyers present themselves to Greg, neither of whom seem genuinely committed to putting Greg’s interests first. One, Roger Pugh (Peter Riegert), is an old friend of Greg’s grandfather (Logan’s brother), Ewan Roy, and shares his radical, anti-corporate politics; the other lawyer comes to Greg’s apartment late at night, having been sent by someone at Waystar Royco (probably Gerri).⁴⁴ Ultimately, Greg agrees to a joint defense agreement, after a typically awkward conversation with Logan.⁴⁵

These situations are a good case study for class sessions on the rules of professional responsibility addressing third-party payors.⁴⁶ These include Model Rule of Professional Responsibility 1.8(f), which provides,

[a] lawyer shall not accept compensation for representing a client from one other than the client unless: (1) the client gives informed consent; (2) there is no interference with the lawyer’s independence of professional judgment or with the client-lawyer relationship; and (3) information relating to representation of a client is protected as required by Rule 1.6,⁴⁷

and Model Rule 5.4(c), which provides that “[a] lawyer shall not permit a person who recommends, employs, or pays the lawyer to render legal services for another to direct or regulate the lawyer’s professional judgment in rendering such legal services.”⁴⁸

In addition to this traditional approach to professional responsibility, the depiction of lawyers and legal situations on the show make it possible to use it as a springboard for the exploration of what is sometimes called “professional formation” (or “professional identity formation”), the process by which students undergoing professional education begin to develop their identity *as* professionals, and specifically, in law school, as lawyers. Thus far, religiously-affiliated law schools have been the ones to address it most explicitly, but it has recently been added to the

43. Megan McDermott, *Greg Needs a Lawyer. Is He Getting An Ethical One?*, 73 DEPAUL L. REV. 905 (2024).

44. *Succession: Mass in Time of War* (HBO television broadcast Oct. 24, 2021) (Season Three, Episode Two).

45. *Succession: Lion in the Meadow* (HBO television broadcast Nov. 7, 2021) (Season Three, Episode Four).

46. See, e.g., Tamara Pester, *HBO’s Hit Show Succession Succeeds at Showing Lawyers Behaving Badly*, TMBTQ (July 17, 2022), <https://www.tmbtq.com/post/bo-s-hit-show-succession-succeeds-at-showing-lawyers-behaving-badly> [perma.cc/P529-QXMC]. Non-lawyer Renaldo Matadeen also offers an analysis, which includes the bizarre assertion that Ewan is a “majority shareholder.” Renaldo Matadeen, *Succession Has A Shocking New Player in its Business Game of Thrones*, CBR (Oct. 29, 2021), <https://www.cbr.com/succession-ewan-new-player-business-game-thrones/> [perma.cc/G2VJ-PB82].

47. MODEL RULES OF PRO. CONDUCT r. 1.8 (AM. BAR ASS’N 2023).

48. *Id.* r. 5.4.

ABA accreditation standards for law schools. As reported on the Law School Admissions Council (LSAC) website,

In February 2022, the ABA amended Standard 303 to require schools to “provide substantial opportunities to students for the development of a professional identity,” including an intentional exploration of the values, guiding principles, and well-being practices considered foundational to successful legal practice. Not to be confused with traditional professionalism curricula, Professional Identity Formation (PIF) emphasizes practical skills, professional competencies, and self-reflective learning. PIF focuses on empowering students to perform at their highest capacity—fostering resilience, adaptability, and confidence in their abilities—which will enable them to succeed academically and professionally. Unfortunately, there is no uniform PIF curriculum that exists today and only a handful of schools have PIF programs likely to meet these new requirements.⁴⁹

Notwithstanding LSAC’s “[n]ot to be confused” comment, the natural curricular connection is to professional responsibility (also known as legal ethics or the “law governing lawyers,” though both of those names might describe something different than the disciplinary rules established by bar associations), and *Succession* is certainly useful for that. It is all well and good to review the Model Rules of Professional Responsibility about the duties of a lawyer to an organizational client (Model Rule 1.13)⁵⁰ and to tell students they owe their duties to the corporation and not to any particular constituent, that they must report wrongdoing by a constituent to a higher authority in the organization, and so on; it is quite another to see Gerri Kellman wrestle with her sense of personal loyalty and attachment to both Logan and Roman Roy, though her duties are owed to the officers, directors, and shareholders of Waystar Royco.

I believe a good argument can be made that the close viewing and analysis of serious literary and cinematic representations of lawyers (on *Succession* and elsewhere) can contribute meaningfully to this endeavor, and can assist schools in complying with this standard. For that reason, I have a video blog that includes hundreds of short clips of lawyers in scripted entertainment, usually behaving badly, along with analyses of their conduct under the applicable Model Rules and rules of their jurisdictions.⁵¹

49. *Professional Identify Formation Program*, LSAC, <https://www.lsac.org/professional-identity-formation-program#:~:text=In%20February%202022%2C%20the%20ABA,foundational%20to%20successful%20legal%20practice> (last accessed Mar. 1, 2024).

50. MODEL RULES OF PRO. CONDUCT r. 1.13 (AM. BAR ASS'N 2023).

51. Diane Kemker, *Klein's Professional Responsibility Onscreen*, <http://pronscreen.blogspot.com/> (last visited Feb. 18, 2024).

D. Employment Law/Gender Discrimination

Succession is a very rich text where gender is concerned. Logan, the *paterfamilias*, is a much-married philanderer, who looms much larger in the lives of his children than their mothers or step-mothers; a large part of Shiv’s life course is determined by the fact that she is a daughter, not a son, of Logan Roy, as his nickname for the redhead, “Pinky,” brings home. The show has a large number of women characters, many but not all of whom are defined by their relationships to the male characters, especially those closest to the Roys. For example, in addition to his erstwhile lawyer, Lisa Arthur, Kendall has his assistant, Jess Jordan (Juliana Canfield); his estranged wife, Rava (Natalie Gold); his girlfriend, briefly, Naomi Pierce (Annabelle Dexter-Jones); and his crisis PR consultants, Berry Schneider (Jihae) and Comfrey Pellits (Dasha Nekrasova).⁵² Outside the Roy family circle, Rhea Jarrell (Holly Hunter), CEO of PGM (and almost of Waystar Royco), and her former boss, Nan Pierce (Cherry Jones), the matriarch of the Pierce family, are much more resistant to the gravitational pull of Logan Roy.⁵³

For all of these characters, working at or for Waystar Royco or any of the Roys individually is a fraught situation, but the most acute employment law-related crisis (by far) has to do with Brightstar Cruises, and the decades-long scandal Shiv’s then-fiance Tom inherits when he becomes the head of Parks and Cruises.⁵⁴ The wrongdoing suggested (and at times, admitted to privately) ranged from garden-variety sexual harassment of female cruise employees, to quid pro quo demands for sex as a precondition of employment, and include violence and even deaths—all facts well known to Tom’s predecessor in the position, Bill Lockhart (Mark Blum). In the next episode, set at Thanksgiving, Tom discovers this,⁵⁵ drawing Greg into the scandal by ordering him to destroy incriminating documents—an instruction with which Greg only partially complies (preserving some for his own future use and protection). Later, we learn more about the now-deceased Head of Cruises, Lester “Moe” McClintock, whose nickname conveyed both his reputation as a sexual predator and the lack of seriousness with which this was

52. Jackson McHenry, *Time to Brush Up on Succession’s Assistants, Aides, and Attachés*, VULTURE (Mar. 24, 2023), <https://www.vulture.com/article/succession-assistants-advisors-whos-who-explained.html>.

53. See generally *Season Two of Succession* (HBO television broadcast 2019).

54. *Succession: Sad Sack Wasp Trap* (HBO television broadcast June 24, 2018) (Season One, Episode Four).

55. *Succession: I Went to Market* (HBO television broadcast July 1, 2018) (Season One, Episode Five).

taken by Logan.⁵⁶ While it is clearly an example of what *not* to do, the show also realistically presents the difficulties faced by organizational middle managers who learn about the wrongdoing of prior employees and leadership, and the conflict between “doing the right thing” and protecting one’s own career—an issue lawyers may face with their clients and in their own positions.

E. Criminal Law

The show presents at least two situations of criminality by the Roys—neither of which results in formal punishment. As analyzed in detail in Professor Richard McAdams’s essay in this Issue,⁵⁷ in the finale of Season One Kendall is responsible for the death of Andrew Dodds (Tom Morley), a waiter at Siobhan and Tom’s wedding reception.⁵⁸ Kendall’s conduct directly raises the law of homicide and its defenses, and more specifically, English criminal law, as the events take place at the ancestral home of Lady Caroline Collingwood, Logan’s second ex-wife (and the mother of Kendall, Siobhan, and Roman), in Herefordshire, in the West Midlands.⁵⁹ Through Logan’s intervention, Kendall’s involvement is covered up, and no investigation or prosecution follows, although Kendall is haunted by the events, which (arguably) ultimately ruin his chance to become CEO.⁶⁰

At the opposite end of the investigative spectrum—although with a similar ultimate outcome—is the Department of Justice investigation of the Brightstar Cruises scandal. This federal criminal probe plays through the end of Season Two and into Season Three. It begins with a magazine-story leak,⁶¹ and culminates in Greg and Tom’s testimony before Congress.⁶² It continues into Season Three, in which significant legal events include Logan fleeing the United States to avoid extradition,⁶³ Tom offering to take the blame and go to prison, and the FBI raid of

56. *Succession: Safe Room* (HBO television broadcast Apr. 16, 2023) (Season Four, Episode Four).

57. Richard McAdams, *Succession’s Chappaquiddick Moment*, 73 DePaul L. Rev. 887 (2024).

58. *Succession: Nobody is Ever Missing* (HBO television broadcast Aug. 5, 2018) (Season One, Episode Ten).

59. The location is Eastnor Castle. Guro Holmene, *Succession: This is Where the Popular Series Was Filmed*, PICOLO, <https://www.picolo.com/en-gb/destinations/cities/articles/succession-where-filmed-USA-New-York-Italy-Croatia-Travel/> [perma.cc/E62X-YUGS].

60. *Succession: With Open Eyes*, *supra* note 27.

61. *Succession: Argestes* (HBO television broadcast Sept. 15, 2019) (Season Two, Episode Six).

62. *Succession: DC* (HBO television broadcast Oct. 6, 2019) (Season Two, Episode Nine).

63. *Succession: Secession*, *supra* note 40.

Waystar Royco’s offices;⁶⁴ Kendall being deposed;⁶⁵ and ultimately, a financial settlement without any prison time for anyone.⁶⁶

F. Wills & Trusts

Perhaps surprisingly, one of the legal subjects most thoroughly snubbed by *Succession* is, well, succession, meaning, the devolution of property at death. This is almost entirely ignored on the show. It is not clear whether Logan even has a will, or whether the family trust that holds his most valuable assets (his shares of Waystar Royco) is a will substitute. Shiv puts together a coffee table book of all the homes the family owns around the world,⁶⁷ but we never find out who *actually* owns them, during Logan’s life or after. We learn that Marcia, Logan’s estranged(?) wife, now owns the home on the Upper East Side, only because she sells it to Connor (and Willa (Justine Lupe)) for \$63 million.⁶⁸ Was it a tenancy by the entirety? Had it been in her name all along? The same episode also features a will-like instrument, a piece of paper that includes Kendall’s name, either underlined or crossed out, indicating Logan’s wish that Kendall be CEO.⁶⁹ (The piece of paper also has, in handwriting, the name “Greg?”) But despite the excitement surrounding the piece of paper, this unsigned instrument, without testamentary intent, is not a will—and even if it were, CEO is not a position to be handed down like an heirloom (another point of basic corporate governance law).⁷⁰

In some ways, the absence of estate planning—the “dog that didn’t bark,” as it were—is also a hugely important lesson to be drawn for wills and trusts students, who might assume that all rich people have planned well or at least planned. Not so. In the first episode of the series, Logan has a stroke (or similar medical event) after celebrating his eightieth birthday, and his death seems imminent.⁷¹ His family and closest corporate colleagues are thrown into disarray. Five years later, when Logan dies on his private plane, neither the children nor Waystar Royco management are any better prepared—emotionally or as a practical matter—than they were after that first event.⁷² Logan’s own sense

64. *Succession: The Disruption* (HBO television broadcast Oct. 31, 2021) (Season Three, Episode Three).

65. *Succession: What It Takes*, *supra* note 41.

66. *Succession: Too Much Birthday*, *supra* note 36.

67. *Succession: Dundee* (HBO television broadcast Sept. 29, 2019) (Season Two, Episode Eight).

68. *Succession: Honeymoon States*, *supra* note 26.

69. *Id.*

70. Another point of corporate governance.

71. *Succession: Celebration*, *supra* note 28.

72. *Succession: Connor’s Wedding*, *supra* note 35.

of his indestructibility— notwithstanding his near-collapse at the private island retreat of shareholder Josh Aaronson (Adrien Brody),⁷³ and the UTI that temporarily incapacitated him before the shareholders’ meeting⁷⁴— seems to have paralyzed those around him, from the board to the family (notwithstanding Roman’s instantly-viral but demonstrably false claim to have “pre-grieved” his father’s death).⁷⁵ Psychological barriers to estate planning, and even to the serious contemplation of the death or incapacity of a parent, are real, and affect the way estate-planning lawyers must do their jobs, making it a topic worth exploring.

III. A FEW FINAL TIPS FOR THOSE HOPING TO USE *Succession* IN CLASS

A. *Make Assigned Viewing Available Legally And At No Additional Cost To Students*

If you decide to use a significant piece of copyrighted scripted entertainment as a “text” in your class (rather than, for example, occasionally showing short snippets in class, almost certainly covered by “fair use”), it is important to ensure that students have no-cost, lawful access to the material. Especially as more and more prestige television moves to subscription-based platforms (like Max (formerly HBO Max) or Paramount+), it is important to consider that students who do not subscribe will either be required to incur that cost or will not have the same access as their peers. Students should not be encouraged, tacitly or otherwise, to “pirate” these services or use someone else’s credentials (including yours). It might be worth exploring whether your law school library can acquire a subscription, for viewing on campus.

B. *Don’t Get “Cute” In Assessments*

Avoid using characters, names, or situations from scripted entertainment in your assessments (final exams), unless of course you are actually examining on the artwork. As tempting as this can be—it seems “clever” and “cute,” and many of us have given in to this temptation—the best assessment data are clear that this is unfair, distracting, and ineffective. Even if students do not actually need to be familiar with the entire program in order to answer the question, they may *think* they need to be, and feel disadvantaged if they are not. Conversely, students

73. *Succession: Lion in the Meadow*, *supra* note 45.

74. *Succession: The Disruption*, *supra* note 64.

75. *Succession: Church and State* (HBO television broadcast May 21, 2023) (Season Four, Episode Nine).

who *are* familiar with the work may “read in” facts that are part of the actual show but not part of the fact pattern in the exam. Precisely because excellent scripted entertainment is so vivid and memorable, it will be nearly impossible for them to “forget” what they know about the characters and focus only on the facts provided. This skill of focusing on the facts presented, knowing what additional facts can reasonably be inferred and what cannot, is a crucial legal academic (and bar exam) skill, and students should not be presented with final exam questions that make this needlessly difficult.

C. Don’t Be A “Bad Fan”

Ten years ago, Emily Nussbaum, the Pulitzer Prize-winning television critic for *The New Yorker*, identified a character she described as “the Bad Fan.”⁷⁶ She explored this viewer in the context of an excellent scripted drama then on the air, *Breaking Bad*,⁷⁷ and, to a lesser degree, *The Sopranos*,⁷⁸ two clear predecessor dramas to *Succession*. Both *Breaking Bad* and *The Sopranos* revolved around a (white, male, married, middle-aged) anti-hero, each (ultimately) a violent killer who may *believe* he loves his wife and children, but engages over and over in conduct that harms and endangers them (as well as society more generally: Tony Soprano (James Gandolfini) is a *mafioso*, and Walter White (Bryan Cranston) becomes a methamphetamine dealer). The brilliance and genius of these shows (and the actors who portray them) is that the viewer simultaneously cannot help but empathize with these characters, even as the destructive consequences of their actions and choices are made clear. For Nussbaum, the “Bad Fan” is the one who misses this, who “[sees] Walt purely as a kick-ass genius, worthy of worship,” or “the ‘Sopranos’ buffs who wanted a show made up of nothing but whackings (and who posted eagerly about how they fast-forwarded past anything else).”⁷⁹ Nussbaum takes the controversial position that some fans are “watching ‘Breaking Bad’ wrong,”⁸⁰ in failing to understand that the show creators do *not* intend for us to like and admire these villainous protagonists, but to experience them in a different moral register altogether.

76. Emily Nussbaum, *That Mind-Bending Phone Call on Last Night’s “Breaking Bad”*, NEW YORKER (Sept. 16, 2013), <https://www.newyorker.com/culture/culture-desk/that-mind-bending-phone-call-on-last-nights-breaking-bad>.

77. (AMC television broadcast 2008–2013).

78. (HBO television broadcast 1999–2007).

79. Nussbaum, *supra* note 76.

80. *Id.*

Does the same go for *Succession*? Many reviewers and commentators objected to the show in providing no one to “root for,” no one to “like,” as if this were an artistic or dramatic failing, rather than a deliberate choice. As with *Breaking Bad* and *The Sopranos*, *Succession* masterfully presents us with characters who suffer in ways that elicit *our* empathy (even if they never feel anything but self-pity) even as they behave terribly—to one another, and because of their position, on a much larger scale. This moral complexity is an artistic and dramatic accomplishment, not a shortcoming. Roman’s cheerful nihilism, a thin veneer over the damaged child he continues to be, expresses itself not just in *bon mots* or minor sexual deviance, but in a willingness to use the awesome power of the news network ATN to back a fascist candidate and to affect the outcome of an election.⁸¹ Kendall, too, for all his broken-hearted neediness, has killed someone and never been held accountable, and puts his own ambitions before the safety of his child. Shiv has suffered from her mercurial and withholding parents, but she is cruel to Tom and does not scruple to shamelessly manipulate a potential witness against Waystar Royco, Kira Mason (Sally Murphy), to prevent her from giving damaging testimony against the company.⁸² Logan, too, overcame great odds, but as his brother eulogized him,

[H]e has wrought some of the most terrible things. He was a man who has here and there drawn in the edges of the world. Now and then darkened the skies a little. Closed men’s hearts. Fed that dark flame in men, the hard mean hard-relentless flame that keeps their heart warm while another grows cold. Their grain stashed while another goes hungry.⁸³

But Ewan himself is not morally blameless, either—he owns enough Waystar Royco stock to have a seat on the board, and while he claims he plans to leave it all to Greenpeace,⁸⁴ cutting out his nephew, Greg, for continuing to work for Logan, Ewan does not divest himself of all of it during life, and presumably has benefited for decades from Logan’s management of the company.

The “Bad Fan” of *Succession*, then, would be one who simply glories in the wealth, privilege, and power these characters enjoy (the real estate! the clothes!), and ignores both the harm they inflict and their own misery. But equally wrongheaded is what we might call the “Bad Anti-Fan,” the viewer who simply condemns the *show* because they

81. *Succession: America Decides* (HBO television broadcast May 14, 2023) (Season Four, Episode Eight).

82. *Succession: DC*, *supra* note 62.

83. Laura Martin, *Succession: Read Ewan Roy’s Revelatory Funeral Eulogy in Full*, *ESQUIRE* (May 22, 2023), <https://www.esquire.com/uk/culture/a43958249/succession-read-ewan-roys-revelatory-funeral-eulogy-in-full/> [perma.cc/YBB7-VTU3].

84. *Succession: Retired Janitors of Idaho*, *supra* note 25.

find its characters morally wanting, who is unable or unwilling to see themselves in any aspect of these damaged and damaging people. In using the show for professional identity formation, students should be encouraged to reflect on both of these tendencies, including in their imagined future relationships to clients and adversaries. The tendency to sympathize/empathize with those on “our” side, and to demonize the opposition, is a strong and natural one, but a more mature professional approach humanizes everyone involved, without losing sight of either client goals or moral principle.

CONCLUSION

As all the contributions to this Issue demonstrate, *Succession* is a substantial, ambitious, and largely successful (though not perfect) work of dramatic art, which will reward as sophisticated an analysis as we (and our students) can muster. Episodes, storylines, and characters can find a place in a wide variety of law school classes. It is our good fortune as law professors that this deeply challenging and satisfying work can be shared with students for years to come in the teaching of a variety of legal subjects.

