

Client Alert

Business Litigation

MARCH 24, 2025

For more information, contact:

Jeffrey S. Rosenberg (Jeff)
+1 202 626 2955
jrosenberg@kslaw.com

Robert J. Leclerc (Rob)
+1 404 572 2781
rleclerc@kslaw.com

King & Spalding

Washington, D.C.
1700 Pennsylvania Avenue, NW
Suite 900
Washington, D.C. 20006
T. +1 202 737 0500

Atlanta
1180 Peachtree Street, NE
Suite 1600
Atlanta, Georgia 30309
T. +1 404 572 4600

Comparing the Business-Focused Courts of Delaware, Texas, and Nevada

Over the last year, a discussion has accelerated around Delaware's status as the favored state of incorporation for business entities, with many ventures debating whether they should choose to incorporate in Delaware or, if already incorporated there, whether they should reincorporate elsewhere. Two other jurisdictions—Texas and Nevada—have emerged as the two main contenders challenging Delaware's primacy. The Delaware Court of Chancery has long been the hallmark of the predictability and stability offered by Delaware as a place of incorporation. But as businesses consider their options outside of Delaware, those states are focused on the development of their courts handling business matters. Partners Jeff Rosenberg and Rob Leclerc offer their observations in this quick-reference chart comparing the complexion of the current (though quickly evolving) state of the business-oriented courts in the three primary jurisdictions in the conversation: the Delaware Court of Chancery, Texas Business Court, and Nevada Eighth Judicial District Court.

Survey of DE, TX, and NV Business-Focused Courts

Topic	Delaware Court of Chancery	Texas Business Court	Nevada Eighth Judicial District Court
Big-Picture	A sophisticated, business-focused court with 100+ years of experience and well-developed caselaw, allowing litigants a reasonable degree of foreseeability	A newly created, dedicated business court, which lacks established jurisprudence, but appears to be growing quickly	A state judicial district court that contains an opt-in business docket; Nevada is currently working to establish a dedicated business court through legislation ¹
Dedicated Business Court	<ul style="list-style-type: none"> • Yes - The Court of Chancery has jurisdiction over causes in equity and other statutory grants • Plaintiffs/petitioners can bring causes of action over which the Court of Chancery has jurisdiction directly with the Court 	<ul style="list-style-type: none"> • Yes - Plaintiffs/petitioners can bring causes of action over which the Business Court has jurisdiction directly in the Business Court • Cases filed in Texas district courts may also be removed to the Business Court, generally within 30 days after the party should have known the case could be removed 	<ul style="list-style-type: none"> • No - Any party can request a case be assigned to the business docket of the Eighth District (the only business docket in the state) • When a plaintiff/petitioner files a complaint, it may initiate the action in the Eighth District and designate the case a business matter, automatically assigning it to a business judge • Any party may request an action be transferred to the business docket of the Eighth District by filing a request to transfer; that randomly assigns the case to a business judge, who decides whether to accept or decline jurisdiction of the case as a business matter
Year Established	1792; business-law-focused since early 20th century	September 1, 2024	October 2006

¹ Proposed Nevada Business Court: A proposed amendment to the Nevada Constitution (AJR8), dated February 19, 2025, seeks to establish “a business court which, if established, will have exclusive original jurisdiction to hear disputes involving shareholder rights, mergers and acquisitions, fiduciary duties, receiverships involving business entities and other commercial or business disputes in which equitable or declaratory relief is sought.”

Topic	Delaware Court of Chancery	Texas Business Court	Nevada Eighth Judicial District Court
Location(s)	Wilmington, Dover, and Georgetown	<ul style="list-style-type: none"> • Eleven geographical divisions consistent with existing Administrative Judicial Regions in Texas • Five currently operable: First Division (Dallas); Third Division (Austin); Fourth Division (San Antonio); Eighth Division (Fort Worth); Eleventh (Houston) • Remaining divisions currently deferred, and expected to open in 2026 unless abolished by Texas legislature 	Las Vegas, Clark County
Judges	<ul style="list-style-type: none"> • One Chancellor and six Vice Chancellors • Twelve-year term • Nominated by the Governor, confirmed by the Senate • Must be learned in the law and Delaware citizens • Five Magistrates in Chancery selected and serve at the pleasure of the Chancellor 	<ul style="list-style-type: none"> • Two judges per division (currently ten total judges) • Two-year term • Appointed by the Governor with advice and consent of state senate • Must be aged minimum 35, licensed attorney with ten or more years in complex civil litigation, business transaction law, as a judge, or any combination of the same 	<ul style="list-style-type: none"> • Three to five judges • Two-year term • Judges are elected then assigned to the business docket by the chief judges of the Second and Eighth Districts • Must have “experience” in a business matter as defined by the Rules of Practice for the Eighth Judicial District

Topic	Delaware Court of Chancery	Texas Business Court	Nevada Eighth Judicial District Court
Jurisdiction	<ul style="list-style-type: none"> • All matters and causes in equity • Covers corporate matters, trusts, estates, and other fiduciary matters, disputes involving the purchase and sale of land, questions of title to real estate, and commercial and contractual matters in general 	<ul style="list-style-type: none"> • Disputes where the minimum amount in controversy is \$5 million and involves: <ol style="list-style-type: none"> 1) derivative proceedings, 2) corporate governance, 3) state or federal securities laws, 4) breach of fiduciary duty, or 5) actions arising out of the Texas Business Organizations Code • Corporate disputes of any value if one party is publicly traded • Disputes where the minimum amount in controversy is \$10 million and involves: <ol style="list-style-type: none"> 1) contract disputes where the parties agree to business court jurisdiction (excluding insurance contracts), or 2) Texas Finance and Business Code disputes • Disputes involving “qualified transactions” defined by HB 19 (i.e., payment obligations not involving a financial institution) 	General jurisdiction over criminal, civil (involving over \$15,000), family, and juvenile cases ²

² Proposed Nevada Assembly Bill 158, introduced on February 4, 2025, would authorize Nevada courts to exercise general personal jurisdiction over entities on the sole basis that the entity: (1) is organized, registered or qualified to do business pursuant to the laws of this State; (2) expressly consents to the jurisdiction; or (3) has sufficient contact with Nevada such that the exercise of general personal jurisdiction does not offend traditional notions of fair play and substantial justice.

Topic	Delaware Court of Chancery	Texas Business Court	Nevada Eighth Judicial District Court
Procedural Rules	Court of Chancery Rules; Chancery Guidelines for Persons Litigating cover hearing protocols, brief expectations, and discovery governance	Texas Rules of Civil Procedure; Local Rules of the Texas Business Court govern motion requirements, scheduling orders, and other case management rules	Rules of Practice for the Eighth District
Written Decisions	Yes	Yes	No (but Nevada Supreme Court publishes decisions of appeals from Eighth District)

Topic	Delaware Court of Chancery	Texas Business Court	Nevada Eighth Judicial District Court
Jury Trial	No	<ul style="list-style-type: none"> • Yes • Parties are entitled to jury trials for causes of action tried by jury when the Texas Constitution was adopted • Every plaintiff is entitled to a jury on legal claims (but not equitable claims) • Jury trial demands must be made at least 30 days before the trial date 	<ul style="list-style-type: none"> • Yes • Nevada's jury trial right is defined by English common law as modified at the time of the Nevada Constitution's adoption • Every plaintiff is entitled to a jury on legal claims (but not equitable claims) • Jury trial demands may be made in the initial pleadings and must be filed prior to the "entry of the order first setting the case for trial" • Jury trial demands must specify the issues the party wants tried, otherwise the demand is deemed as one for all triable issues. If the demand is for less than all issues, any other party may demand a jury trial on any other triable issue
Appellate Review	Delaware Supreme Court	<ul style="list-style-type: none"> • Fifteenth Court of Appeals • Decisions made by Fifteenth Court of Appeals are then appealable to the Texas Supreme Court 	Nevada Supreme Court

Topic	Delaware Court of Chancery	Texas Business Court	Nevada Eighth Judicial District Court
Caseload Statistics	Over 1,000 new case filings and 1,000 dispositions per year	<ul style="list-style-type: none"> Given the Business Court has only been hearing cases since September 2024, there are currently no statistics available for its caseload Business Court judges, however, have decided that the Court's jurisdiction does not apply retroactively to cases already pending 	The Eighth Division's publicly available statistics do not show case statistics specific to the business docket

ABOUT KING & SPALDING

Celebrating more than 140 years of service, King & Spalding is an international law firm that represents a broad array of clients, including half of the Fortune Global 100, with 1,300 lawyers in 24 offices in the United States, Europe, the Middle East and Asia. The firm has handled matters in over 160 countries on six continents and is consistently recognized for the results it obtains, uncompromising commitment to quality, and dedication to understanding the business and culture of its clients.

This alert provides a general summary of recent legal developments. It is not intended to be and should not be relied upon as legal advice. In some jurisdictions, this may be considered "Attorney Advertising."

View our [Privacy Notice](#).