

Curriculum Vitae

**PROFESSOR MARK J.  
LOEWENSTEIN**

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**Current Position**

Monfort Professor of Commercial Law (2009-present), University of Colorado, School of Law, Boulder, Colorado

**Previous Positions**

Associate Dean for Curricular Affairs (2018-2021), University of Colorado, School of Law  
Associate Dean for Faculty Development (2014-2016)  
Nicholas A. Rosenbaum Professor of Law (2003-2009)  
Associate Dean for Research, University of Colorado School of Law (2001-2005)  
Visiting Professor, University of Michigan Law School (fall term, 1999)  
Associate Dean for Academic Affairs, University of Colorado School of Law (1986-1995)  
Visiting Professor of Law and Fulbright Lecturer, Hokkaido University, Hokkaido, Japan, 1990-91  
Associate Professor of Law, University of Colorado School of Law, 1979-1989  
Associate, Altheimer & Gray, Chicago, Illinois, 1974-79  
Associate Economist, Federal Reserve Bank of Chicago, Chicago, Illinois, 1970-71

**Legal Education**

J.D. (cum laude, Order of the Coif), University of Illinois, Urbana, Illinois, 1974  
Université de Caen, Caen, France, 1972-73

**Law Review**

Associate Editor, University of Illinois Law Forum, 1973-74

**Undergraduate Education**

A.B. (Economics), University of Illinois, Urbana, Illinois, 1969

## **Publications**

### **A. Books**

- AGENCY AND PARTNERSHIP LAW (with Hillman)(Edward Elgar Publishing Ltd.)(2018)
- RESEARCH HANDBOOK ON PARTNERSHIPS, LLCs AND ALTERNATIVE FORMS OF BUSINESS ORGANIZATIONS (with Hillman) (Edward Elgar Publishing Ltd. 2015)
- BUSINESS ENTERPRISES: LEGAL STRUCTURES, GOVERNANCE AND POLICY (5<sup>th</sup> ED.)(with Heminway, Steinberg and Warren)(forthcoming 2024)
- BUSINESS ENTERPRISES: LEGAL STRUCTURES, GOVERNANCE AND POLICY (4<sup>th</sup> ED.)(with Branson, Heminway, Steinberg and Warren)(2020)
- BUSINESS ENTERPRISES: LEGAL STRUCTURES, GOVERNANCE AND POLICY (3<sup>rd</sup> ED.)(with Branson, Heminway, Steinberg and Warren)(2016)
- BUSINESS ENTERPRISES: LEGAL STRUCTURES, GOVERNANCE AND POLICY (2<sup>nd</sup> ED.)(with Branson, Heminway, Steinberg and Warren)(2012)
- BUSINESS ENTERPRISES: LEGAL STRUCTURES, GOVERNANCE AND POLICY (with Branson, Heminway, Steinberg and Warren)(2008)
- AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (11<sup>th</sup> ED.)(with J. Dennis Hynes)(forthcoming 2024)
- AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (10<sup>th</sup> ED.)(with J. Dennis Hynes)(2019)
- AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (10<sup>th</sup> ED.)(abridged version)(with J. Dennis Hynes)(forthcoming 2020).
- AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (9<sup>th</sup> ED.)(abridged version)(with J. Dennis Hynes)(2016).
- AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (9<sup>th</sup> ED.)(with J. Dennis Hynes)(2015)
- SELECTED STATUTES AND FORM AGREEMENTS (for AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES)(2015 Ed.)(with J. Dennis Hynes).
- 2012 SUPPLEMENT TO AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (8<sup>th</sup> ED.)(2012).
- AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (8<sup>th</sup> ED.)(with J. Dennis Hynes)(2011)
- AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (8<sup>th</sup> ED.)(abridged version)(with J. Dennis Hynes)(2011).
- TEACHER'S MANUAL (for AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES)(8<sup>th</sup> Ed.)(with J. Dennis Hynes).
- 2009 SUPPLEMENT TO AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (7<sup>th</sup> ED.)(2009).
- AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (7<sup>th</sup> ED.)(with J. Dennis Hynes)(2007)
- AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (7<sup>th</sup> Ed.)(abridged version) (with J. Dennis Hynes)(2008)
- SELECTED STATUTES AND FORM AGREEMENTS (for AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES)(2007 Ed.)(with J. Dennis Hynes)
- TEACHER'S MANUAL (for AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES)(2007 Ed.)(with J. Dennis Hynes)

AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (6<sup>TH</sup> ED.)(with J. Dennis Hynes)(2003)  
AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES (6<sup>th</sup> Ed.)(abridged version) (with J. Dennis Hynes)( 2003)  
SELECTED STATUTES AND FORM AGREEMENTS (for AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES)(2003 Ed.)(with J. Dennis Hynes)(2003)  
TEACHER’S MANUAL (for AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES)(2003 Ed.)(with J. Dennis Hynes)(2003)

AGENCY, PARTNERSHIP AND THE LLC IN A NUTSHELL, 7<sup>TH</sup> ED. (with J. Dennis Hynes)(2020)  
AGENCY, PARTNERSHIP AND THE LLC IN A NUTSHELL, 6<sup>TH</sup> ED. (with J. Dennis Hynes)(2015)  
AGENCY, PARTNERSHIP AND THE LLC IN A NUTSHELL, 5<sup>TH</sup> ED. (with J. Dennis Hynes)(2012)  
AGENCY, PARTNERSHIP AND THE LLC IN A NUTSHELL, 4<sup>TH</sup> ED. (with J. Dennis Hynes)(2008)  
AGENCY, PARTNERSHIP AND THE LLC IN A NUTSHELL, 3<sup>D</sup> ED. (with J. Dennis Hynes)(2005)

(Regarding AGENCY, PARTNERSHIP AND THE LLC: THE LAW OF UNINCORPORATED BUSINESS ENTERPRISES, I am solely responsible for revisions to the sixth, seventh, eighth, ninth, tenth and eleventh editions of the casebook and the teacher’s manual, the 2009 and 2012 Supplements, and the 2003, 2007, 2014 and 2015 statutory supplements.)

#### B. Articles, Comments, Book Chapters and Review Essays

*Reflections on the Implied Covenant of Good Faith and Fair Dealing Under Delaware Law: The Case of Sandbagging*, \_\_\_ Del.J.Corp.Law \_\_\_ (forthcoming, spring 2024).  
*Short Squeeze, GameStop, the Common Law and a Call for Regulation*, 50 Securities Regulation Law Review 1-17 (Spring 2022)  
*Shareholder Primacy and the Moral Obligation of Directors*, (with Geyer), 26 Fordham J. Corp. & Fin. L. 105-146 (2021).  
*Pushing the Envelope: Salzberg v. Sciabacucchi and Delaware’s Evolving View of the Internal Affairs Doctrine*, 48 Securities Regulation Law Journal 182-192 (Fall 2020)  
*Thinking Fast and Slow About the Concept of Materiality*, 71 SMU Law Rev. 853-868 (2018)  
*Introduction to Agency Law*, AGENCY AND PARTNERSHIP LAW (Edward Elgar Publishing Ltd.)(2018)  
*Agency Law and the New Economy*, 72 Bus. Law. 1009-1045 (2017)  
*Benefit Corporation Law*, 85 U. Cinn, L. Rev. 381-394 (2017)  
*Equity and Corporate Law*, 68 SMU Law Review 783-794 (2015)  
*Freedom of Contract in Delaware: Myth or Reality?* (a chapter in RESEARCH HANDBOOK ON PARTNERSHIPS, LLCs AND ALTERNATIVE FORMS OF BUSINESS ORGANIZATIONS (2015).  
*Introduction*, RESEARCH HANDBOOK ON PARTNERSHIPS, LLCs AND ALTERNATIVE FORMS OF BUSINESS ORGANIZATIONS (2015)

*Reflections on Teaching Business Associations: The Case for Teaching More Agency and Unincorporated Business Entity Law*, 59 SAINT LOUIS UNIVERSITY LAW JOURNAL 641 (2015)

*Rationalizing Entity Law: Corporate Law and Alternative Entities* (BUSINESS LAW TODAY, [http://www.americanbar.org/publications/blt/2013/12/03\\_loewenstein.html](http://www.americanbar.org/publications/blt/2013/12/03_loewenstein.html) December, 2013).

*Benefit Corporations: A Challenge to Corporate Governance*, 68 BUSINESS LAWYER 1007 (August, 2013).

*Imputation, The Adverse Interest Exception, and the Curious Case of the Restatement (Third) of Agency* (84 UNIVERSITY OF COLORADO LAW REVIEW 305 (2013).

*Limited Liability Companies: A Governance Perspective* (a chapter in SAGE HANDBOOK ON CORPORATE GOVERNANCE, Spring, 2012).

*Improving Corporate Campaign Finance Disclosure*, JURIST - Forum, Mar. 9, 2012, <http://jurist.org/forum/2012/03/mark-loewenstein-campaign-finance.php>

*Veil Piercing to Non-owners: A Practical and Theoretical Inquiry*, 41 SETON HALL LAW REVIEW 839 (2011).

*Wilkes v. Springside Nursing Home, Inc.: An Historical Perspective*, 33 WESTERN NEW ENGLAND LAW REVIEW 339 (2011).

*Business Law* (a chapter in 2009 Annual Survey of Colorado Law (2010)).

*The Diverging Meaning of Good Faith*, 34 DELAWARE JOURNAL OF CORPORATE LAW 433 (2009)(reprinted in 43 BANK AND CORPORATE GOVERNANCE.LAW REPORTER 305 (2009)).

*A Perspective on Federal Corporation Law*, 2 UNIVERSITY OF MARYLAND JOURNAL OF BUSINESS & TECHNOLOGY LAW 425 (2007).

*Merrill Lynch v. Dabit: Federal Preemption of Holders' Class Actions*, 34 SECURITIES REGULATION LAW REVIEW 209 (2006)

*Fiduciary Duties and Unincorporated Business Entities: In Defense of the "Manifestly Unreasonable" Standard*, 41 TULSA LAW REVIEW 411440 (2006).

*The Supreme Court, Rule 10(b)-5 and Federalization of Corporate Law*, 39 INDIANA LAW REVIEW 17 (2005).

*The Corporation as Insider Trader*, 30 DELAWARE JOURNAL OF CORPORATE LAW 45 (2005)(with Wang).

*Beam v. Stewart: Friendship is not Enough*, 18 INSIGHTS 22 (2004).

*The Quiet Transformation of Corporate Law*, 57 SMU LAW REVIEW 353 (2004).

*Stakeholder Protection in Germany and Japan*, 76 TULANE LAW REVIEW 1673 (2002)

*The Wharf (Holdings) Ltd. v. United International Holdings, Inc.: The Supreme Court Breaks Old Ground*, 29 SECURITIES REGULATION LAW JOURNAL 255 (2001)

*Unocal: No Tiger in the Tank*, 27 JOURNAL OF CORPORATION LAW 1 (2001)

*Does a Corporation Owe a Fiduciary Duty to Its Shareholders?*, 15 INSIGHTS 10 (July 2001).

*The Conundrum of Executive Compensation*, 35 WAKE FOREST L. REV. 1 (Spring, 2000)

*Delaware as Demon: Twenty-five Years After Professor Cary's Polemic*, 71 U. COLO. L. REV. 497 (Spring, 2000)

*Chesapeake v. Shore: The Delaware Chancery Court Considers Defensive Bylaw Amendments*, CORP. GOV. ADV. (Spring, 2000)

Book Review, INTERNATIONAL SECURITIES LAW: A CONTEMPORARY AND COMPARATIVE ANALYSIS (by Professor Marc I. Steinberg), 28 SECURITIES REGULATION LAW REVIEW (Summer, 2000)

*Rethinking Statutory Antiwaiver Provisions Following the Lloyd's of London Litigation*, 27 SECURITIES REGULATION LAW JOURNAL 48 (1999)

*Malone v. Brincat: An Expansion of Corporate Fiduciary Duties?* CORPORATE GOVERNANCE ADVISOR (March/April 1999)

*Shareholder Derivative Litigation and Corporate Governance*, 24 DEL. J. CORP. L. 1 (1999)

*The Corporate Director's Duty of Oversight*, 27 COLORADO LAWYER 33 (May 1998)

*True North Communications, Inc. v. Publicis S.A.: A Case of Plain Meaning or Not?*, INSIGHTS (May 1998)

*A New Direction for State Corporate Codes*, 68 U. COLO. L. REV. 453-473 (1997)

*In re Caremark International, Inc. Derivative Litigation: Questions Answered, Questions Raised*, 5 CORP. GOV. ADV. 18-22 (1997)

*Reflections on Executive Compensation and A Modest Proposal for (Further) Reform*, 50 SMU LAW REVIEW 201-223 (1996)

*The SEC and the Future of Corporate Governance*, 45 UNIVERSITY OF ALABAMA LAW REVIEW 783-816 (1994)

Commentary to the Colorado Business Corporation Act (West Publishing Co., 1994) (with van Westrum & Clodfelder)

*Making America Competitive* (a review essay of Jacobs, SHORT-TERM AMERICA: THE CAUSES AND CURES OF OUR BUSINESS MYOPIA), 18 DEL. J. CORP. L. 453-476 (1993)

*Jewish Divorce and the Secular Law*, 39 JUDAISM 7-13 (Winter, 1990)

*Control in the Modern Corporation* (a review essay of Fleisher, Hazard & Kippler, BOARD GAMES), 15 DEL. J. CORP. L. 135-42 (1990)

*Recent Judicial Developments in Delaware Takeover Law*, 19 COLORADO LAWYER 47-51 (January, 1990)

*Toward an Auction Market for Corporate Control and the Demise of the Business Judgment Rule*, 64 SOUTHERN CALIFORNIA LAW REVIEW 65-105 (November, 1989)

*Tender Offer Litigation and State Law*, 63 NORTH CAROLINA LAW REVIEW 492-518 (1985), reprinted in *Securities Law Review* (1986)

*Private Enforcement of the Williams Act*, a chapter in Steinberg (ed.), TENDER OFFERS: DEVELOPMENTS AND COMMENTARIES (Greenwood Press 1985)

*Section 14(e) of the Williams Act and the Rule 10b-5 Comparisons*, 71 GEORGETOWN LAW JOURNAL 1311-1357 (1983), reprinted in *SECURITIES LAW REVIEW* (1984) and *CORPORATE COUNSEL'S ANNUAL* (1984)

Book review of *FINAL JUDGMENT* by Dina Kaminskaya, 55 UNIVERSITY OF COLORADO LAW REVIEW 337-340 (1984)

*Implied Contribution Under the Federal Securities Laws: A Reassessment*, 1982 DUKE LAW JOURNAL 543-578 (1982), reprinted in *SECURITIES LAW REVIEW* (1983) and *CORPORATE COUNSEL'S ANNUAL* (1983)

*Employer Knowledge of Union Strength as a Basis for Bargaining Orders in the Absence of Unfair Labor Practices or Elections*, 1971 UNIVERSITY OF ILLINOIS LAW FORUM 731-745 (1971)

### **Op-Ed Articles**

“Changes in the Boardroom,” XXV *Amicus* 16 (2010).

“CEO Pay at a Time of Crisis,” XXIV *Amicus* 15 (2008).

“A Divided Jerusalem Won’t End Arab Terrorism,” *Boulder Daily Camera* (4/20/97)

“Idle Opinion-Making Infects the Political Process,” *Boulder Daily Camera* (9/10/94)

“Another View of School Caroling,” *Boulder Daily Camera* (12/77/89)

### **Significant Papers and Speeches**

“Benefit Corporation Law,” University of Cincinnati, May, 2016.

“Rationalizing Entity Law: Corporate Law and Alternative Entities,” LLC Institute, Arlington, Va., October, 2013.

“Drafting Governance Provisions in LLC Agreements, LLC Institute,” Arlington, Va., October, 2012

- “Benefit Corporations: A Skeptic’s Perspective,” Colorado Bar Association, January 2011.
- “Good Faith as a Concept in Corporate law and the Law of Unincorporated Business Entities,”  
 Association of American Law Schools, January, 2009, San Diego, California.
- “Legislative and Case Law Update,” Colorado Business Law Institute, Denver and Vail Colorado, November, 2009 (also 2008, 2007, 2006, 2005, 2003, 2002)
- “Colorado and Delaware Corporate Law Compared,” Colorado Business Law Institute, Vail, Colorado, August, 2007
- “Deciding Hard Cases: The Role of Good Faith and Other Doctrines in Alternative Entities,” Delaware State Bar Symposium, October, 2006
- “The Rise, Fall and Rise Again of Federal Corporation Law,” University of Maryland, October, 2006
- “Fiduciary Duties in Unincorporated Business Entities,” AALS Annual Meeting (January, 2005). “Sarbanes-Oxley and the Federalization of State Corporate Law,” SMU Law Review Association, 11th Annual Corporate Governance Symposium, October 24, 2003
- “The (Not So Quiet) Revolution in Corporate Governance: Sarbanes-Oxley, Delaware and the SEC,” Colorado Association of Corporate Counsel, September 23, 2003
- “Corporate Fiduciary Duty and Insider Trading,” University of Louisville School of Law, March 4, 2003
- “Stakeholder Protection in Germany and Japan,” Socio-Economics and Corporate Law Symposium, Tulane University Law School, April 13, 2002.
- “Advising Corporate Directors in the Post-Enron World,” Corporate Governance: Responsibilities and Risks of Officers and Directors in the Post-Enron Era, sponsored by Patton, Boggs, Denver, Colorado, May 2, 2002
- “Recent Developments in Securities Fraud,” Securities Law Committee, Colorado Bar Association, Denver, Colorado (2002)
- “Current Developments in Securities Fraud,” International and Criminal Justice and White Collar Crime, Center for International Legal Studies, Steamboat Springs (2002)
- “Lessons from the Race Debate: A Talk About Corporate Law,” Annual Austin Scott, Jr. Lecture, Boulder Colorado (1999)
- “Advising Corporate Directors on the Duty of Care,” Denver, Colorado (1997)
- “Recent Developments in Contract and Business Law,” Boulder, Colorado (1997, 1998, 1999, 2001, 2002, 2003, 2004, 2005)
- “Recent Developments in Corporate and Securities Law,” Vail, Colorado (1996)
- “The New Colorado Business Corporation Act,” Denver, Grand Junction, Colorado Springs, Boulder (1994)
- “Some Thoughts on the Role of Corporate Directors in American Corporations,” 20 pp., Hokkaido University, Sapporo, Japan (1991)
- “The Duty of Corporate Directors in the Context of a Hostile Takeover Situation,” 18 pp., Kobe University, Kobe, Japan (1991)
- “Restructuring the Establishment Clause,” 21 pp., Kyoto University, Kyoto, Japan (1991)
- “Law and Religion in the United States,” 20 pp., American Studies Series, Tohoku University, Sendai, Japan (1990)
- “Recent Judicial and Legislative Developments in Delaware Takeover Law,” Colorado Bar Association, Denver, Colorado (1989)
- “Strategic Planning in Law Schools,” Mid-Continent Association of Law Schools, Park City, Utah (1988)
- “The Revised Model Business Corporation Act -- A Comment,” 9 pp., Colorado Bar Association, Denver, Colorado (1987)
- “The Interference Tort as a Factor in Mergers and Acquisitions,” 16 pp., National Institute on Securities Regulation, Boulder, Colorado (1986)

- “Disclosure Problems for Publicly-Held Firms,” 18 pp., Representing High Technology and Start-Up Companies in the 1980s, Denver, Colorado (1984)
- “Compensating Employees with Employer Securities,” 11 pp., Boulder County Bar Association, Boulder, Colorado (1984)
- “Troubled Oil and Gas Situations: Securities Law and Disclosure,” 12 pp., Rocky Mountain Energy Conference, Denver, Colorado (1983)
- “State Regulation of Going Private Transactions,” 29 pp., National Institute on Securities Regulation, Boulder, Colorado (1982)
- “Professional Responsibility in Context: The Tax Attorney,” 10 pp., University of Colorado Continuing Legal Education, Boulder, Colorado (1981)
- “Closely Held Corporations,” 8 pp., Illinois Bar Association Continuing Legal Education, Chicago, Illinois and Columbia, South Carolina (1978)
- “Corporate Reorganizations,” 15 pp., Illinois Bar Association Continuing Legal Education, Chicago, Illinois and Columbia, South Carolina (1978)

**Panelist**

- “The Future of Startup Finance: A Symposium on Investment Crowdfunding” September 8, 2023, Boulder, Colorado.
- “Roundtable Discussion on Statutory and Case Law Developments on the Good Faith Doctrine in Delaware,” Widener Law School, October 2006
- “Professionalism and Ethics,” Colorado Judicial Conference (1992)
- “Civil RICO Litigation after *Sedima*” (Local Commentator for ALI-ABA Video Law Review program), Denver, Colorado (1985)
- “Representing High Technology and Start-Up Companies in the 1980s” (chair), Denver, Colorado (1984, 1986)
- National Institute on Securities Regulation, Boulder, Colorado (1983, 1984, 1986)
- “Teaching Professional Responsibility,” University of Denver College of Law (1983)
- “Professional Responsibility and the New Code,” University of Colorado School of Law Continuing Legal Education (1982)

**Other Professional Service**

- State Liaison to the Corporate Laws Committee of the ABA (2019- )
- FINRA Arbitrator (1999-2016; 2022- ).
- Chair (2010) and Member of the Executive Committee (2005-2015), Section on Agency, Partnership and the LLC, Association of American Law Schools.
- Court-appointed Special Officer in *SEC v. Financial Instruments Group, Ltd., et al.* (U.S. Dist. Ct.), May, 1997.
- Member, Colorado State Securities Board, 1995-2000 (appointed by Gov. Romer)
- Hearing Officer for Boulder County Personnel Department, 1988-2008.
- Court-appointed Appraiser in *Antares Oil Corporation v. Greenberg, et al.* (1986).
- Advisor to Subcommittee on Telecommunications, Consumer Protection, and Finance of the Committee on Energy and Commerce, U.S. House of Representatives (at the Subcommittee’s request, I have commented upon various legislative proposals), 1983-86.
- Volunteer Counsel, American Civil Liberties Union, 1980-83.

**Significant Bar Association Service**

- Chair, Business Entities Subsection of the Business Law Section of the Colorado Bar Association, 2006-2021
- Member, Business Law Executive Council, Colorado Bar Association, 2001-present
- Member, Colorado Bar Association Board of Governors 1999-2005
- Delegate of the Colorado Bar Association to the ABA House of Delegates, 1999-2005

Editor, Explanation of Proposed Colorado Corporation Act, 1989-90.  
Member, Steering Committee, Colorado Corporation Code Revision Committee, Colorado Bar Association, 1983-present.  
Member, Close Corporation Act Subcommittee of the Corporation Law Committee (principal draftsman of the proposed act), Colorado Bar Association, 1982-83.

### **Professional Societies**

Member, American Law Institute (since 1988)  
Colorado Association of Corporate Counsel (President, 1995-96)  
Colorado Bar Association: Corporation Law Committee, Legal Education and Admissions Committee  
Boulder County Bar Association, Business Law Committee  
California Bar Association  
American Bar Association

### **Law Courses Taught**

Securities Regulation	Corporations
Professional Responsibility	Contracts
Accounting for Lawyers	Mergers & Acquisitions Seminar
Tender Offers Seminar	Advanced Corporate Law Seminar
Agency, Partnership & the LLC	Jewish Law Seminar
Securities Litigation and Enforcement	

### **Law School Service**

Rules committee (2023-present)  
Self-Study Committee, 2014- 2015 (Chair)  
Faculty Evaluations, 2011-2014, 2017 (Chair, 2012-14)  
Student Fee Committee, 2007-2011  
Monfort/DeMuth Search Committee (Chair), 2007-08  
Academic & Student Affairs (Chair, 2006-07), 2006-2009, 2017 - present  
Faculty Review Committee, fall 2003  
Policy Management and Budget Committee, 2003-2005, 2006-2007, 2014-2015  
Dean Search Committee, 2002-2003  
Faculty Resource Committee, 2000-2003  
Dean's Advisory Committee, 1997- 2001  
Admissions Committee, 1996 – 1999 (Chair, 1997-99)  
Ad Hoc Committee to Revise Honor Code (Chair), 1993-1996  
Diversity/Academic Support Committee, 1992-1997  
Self-Study and Reaccreditation Committee, 1987-89 (Chair); 1994-1995 (Chair); 2001-2002  
Appointments Committee, 1984-87, 1989-90, 2005-06 (Chair 1985-87 & 1989-90)  
Long-Range Planning Committee, 1984-88, 1994-95  
Ad Hoc Committee on Joint Programs with the School of Business, 1983-present  
Advisor to Rothgerber Moot Court Competition, 1980-84  
Curriculum Committee, 1983-84 (ex officio, 1986-1995)  
Petitions Committee, 1980-82, 1988-1995 (Chair, 1988-95)  
Clinic Advisory Committee, 1981

### **University Service**

Member, Canvassing Committee, 2005-2006  
Member, Boulder Faculty Assembly Subcommittee on Benefits 2001-2004



Member, Telecommunication Committee, 1993-1995  
Chair, Internal Review Team, Department of English, 1989  
Member, Boulder Faculty Council, 1988-91  
One-Sixth Rule Committee, 1981-83  
Subcommittee, Tenure Standards and Procedures, 1981-82

### **Community Service**

Member, Professional Standards Review Panel, City of Boulder, 2018-2021.  
President and Director, Limmud Colorado, 2007-2009  
Director (1998-2006) and President (1998-2001), Boulder Jewish Community Foundation  
Attorney, President (1981-84, 1994-96) and Director, Congregation Bonai Shalom, Boulder,  
Colorado  
Director, Boulder Council of Churches and Synagogues (1981-82)

### **Honors and Awards**

Clifford J. Calhoun Public Service Award, 1999  
Fulbright Scholar (Hokkaido University, Japan), 1990-91  
Order of the Coif, 1974  
French Government Fellow (Université de Caen, Caen, France), 1972-73

### **Bar Admissions**

Illinois, 1974  
California, 1980  
Colorado, 1980

January, 2024