



**ANN E. CONAWAY  
CURRICULUM VITAE**

**Professor of Law**  
**Widener University School of Law**  
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**EDUCATION**

Temple University School of Law, Philadelphia, Pennsylvania  
J.D., cum laude, May 1983.  
Honors: Temple Law Quarterly; Dean's List, Spring 1981 – Spring 1983

University of Georgia, Athens, Georgia  
Course work for M.A. in Comparative Literature completed in 1977 with specialty in literary theory and criticism. GPA of 3.88 out of possible 4.0. Ranked first in class.

Honors: Graduate Research Fellowship (granted on the basis of academic achievement and class rank).

University of Georgia, Athens, Georgia

B.A. in Classics, June 1976. Graduated magna cum laude with honors from the Honor's Program with emphasis in Greek and Latin. GPA of 3.67 out of possible 4.0.

Honors: Phi Beta Kappa; Dean's List; Alpha Lambda Delta, freshman women's honorary.

### **EMPLOYMENT** (Prior to law teaching)

Skadden, Arps, Slate, Meagher & Flom, Wilmington, Delaware Corporate Litigation Associate (1984–1985)

The Honorable Henry R. Horsey, Justice Delaware Supreme Court                      Dover, Delaware  
Judicial Clerk (1983–84)

Potter, Andersen & Corroon Wilmington, Delaware Summer Clerk (1982)

Assistant Professor of English, The University of North Carolina, Wilmington, NC (1978 -1979)

### **TEACHING**

#### **A. Current Teaching Position**

Professor of Law, Widener University School of Law (1996 -present)

Associate Professor of Law, Widener University School of Law, (1988 – 1995). Tenure awarded March, 1990

Assistant Professor of Law, Widener University School of Law (1985 – 1988)

#### **B. Courses Taught**

Negotiation and Drafting in Closely-Held Business Entities (2004 -present) - A two credit seminar designed to provide students with three legal skills: (1) knowledge of substantive law in four topical areas of closely-held business entities; (2) negotiation of contract terms for those entities as well as the default rules for such entities under the appropriate statutes; and (3) drafting contracts once the terms have been negotiated based upon a problem distributed by the professor. The four substantive topical areas of business organization law include: (1) formation of business entities; (2) the contractual and fiduciary duties of owner and managers, and the ability of those persons to modify or eliminate those duties by law or contract; (3) the financial

structure of the enterprise, including the property rights of owners and managers, the rights of those persons to transfer or to restrict the transferability of ownership interests, and the remedies for breach of agreements on transferability; and (4) exit rights in the entity, including dissolution, merger, conversion, buyout rights, expulsion, division or domestication. Taxation issues after the 2003 Tax Act and ethics issues will also be discussed as they arise in the materials.

Limited Liability Companies (LLCs) and Statutory Trusts (2005-present) - A two hour seminar focusing on the formation, management, financial structure and exit rights available in a member-managed and a manager-managed LLC. The course will examine the default rules of the present ULLCA (1995). Greater in-depth analysis will focus on Delaware's LLC Act. The seminar will also introduce the students to the Massachusetts trust as well as the Delaware Statutory Trust. Present legislative projects by the ABA and the National Conference of Commissioners on State Laws regarding LLCs and Statutory Trusts will also be examined.

Advanced Alternative Business Entities (1995 – 2005) – A two credit seminar investigating contemporary business issues involving partnerships, limited liability partnerships, limited partnerships, limited liability limited partnerships, corporations, limited liability companies, and virtual corporations.. Primary focus of the course is the intersection of fiduciary and contractual duty law and the ability of parties to modify, reduce or eliminate such obligations.

Business Organizations (1985-present) - A four credit J.D./L.L.M. survey course covering partnerships; limited liability partnerships; limited partnerships; limited liability partnerships; limited liability companies; closely-held and publicly-held corporations; promoter liability; disregard of the corporate entity; financial matters and management in closely held corporations; control and management in publicly held corporations; the duty of care and the business judgment rule; the duty of loyalty and conflicts of interests; and fundamental changes in the corporate structure through transactions with alternative entities.

Securities Regulation (1985 – 2001) - A three-credit J.D./L.L.M. course examining the securities market in its institutional and regulatory framework; the registration and distribution process of the Securities Act of 1933; the concept of a "security" under the federal securities laws; transaction exemptions available to issuers of securities; offerings by underwriters and dealers; resales of restricted securities; regulation of the trading markets under the Securities Exchange Act of 1934; regulation of trading activities of broker-dealers; tender offers and issuer repurchases; and express and implied civil liabilities under the federal securities laws.

Corporate Research Seminar (1994-1998) - A two credit-course, the corporate research seminar examines contemporary corporate issues including developments in alternative business forms, corporate theory and policy, select statutory reforms and recent caselaw. Class is combined lecture and discussion and culminates in a research paper of publishable quality.

Contracts (1991 -1994; 1996 -2005) - A four-credit survey course examining the doctrines of

consideration, offer and acceptance, contract policing, damage, performance and breach, and the law of the contract.

Directed Research (1985 – present) – Supervise students a semester concerning research on assigned corporate, securities or commercial subjects.

### **C. Honors/Professional Memberships**

Master in Chancery. (1990-1992) Appointed Master *pro hac vice* for the Court of Chancery for the State of Delaware by Chancellor William T. Allen on October 1, 1990. The purposes of the appointment included consideration of pleadings under newly-enacted provisions for dissolution of Delaware corporations, taking testimony to resolve all disputed facts relevant to the requested relief, reaching all conclusions of law necessary to resolve the issues presented, and writing an opinion to the Court sufficient to conclude the matter equitably and in conformity with the law.

Member of American Law Institute (ALI) from Delaware. Elected member to The American Law Institute (ALI) in December 1998. Member of the consultative group for nonprofit organizations and restitution.

Commissioner to the National Conference of Commissioners on Uniform State Laws. (1989-present). I was appointed by former Governor Michael Castle of Delaware to be a Commissioner to the National Conference of Commissioners on Uniform State Laws (NCCUSL) for the State of Delaware in May, 1989. The purpose of the NCCUSL is to promote uniformity in the law among the several states on subjects as to which uniformity is desirable and practicable. I was appointed a Commissioner from Pennsylvania in 2002.

National Conference Reporter. (2000-present). Appointed National Conference Reporter for the drafting of a Uniform Entity Transactions Act. The Uniform Act ultimately was adopted by the Conference as the Model Entity Transactions Act.

Committee member. Appointed member of NCCUSL drafting committee charged with the responsibility of revising Article 8 of the Uniform Commercial Code (UCC)(1991-1994).

Committee member. Member of the Delaware legislative group considering the revisions to Delaware UCC Article 8.

Committee member. Appointed member of NCCUSL committee charged with revising the Uniform Limited Partnership Act (1996-2001). Member of the Standing Committee for ULPA (2001).

Committee member. Appointed member of Joint Editorial Board for all Uniform Unincorporated Organization Acts (JEB for UUOA) by the President of NCCUSL in 2000. The JEB is

comprised of four Commissioners, four members of the ABA Business Law Section, the President of NCCUSL and the Executive Director of NCCUSL. The JEB retains oversight function regarding all existing uniform unincorporated acts as well as new uniform unincorporated legislation.

Secretary of Joint Editorial Board (2003-2004)..

President of Joint Editorial Board (2005-2008).

Committee Planning Chair/Moderator. Organized panel for presentation at ABA Business Law Section Annual Meeting on *Series: The Concept; Tax Considerations and Threats in Bankruptcy* (Working title), Chicago, August, 2009.

Committee member. (2003–present) Appointed committee member of drafting committee for the Uniform Statutory Trust Act.

Committee member. (2002- present) NCCUSL committee member of the drafting committee for the revision of the Uniform Limited Liability Company Act.

Committee member. (2008 - present). NCCUSL committee member of the drafting committee for the Records Owner Act.

Committee member. (2006 - present). NCCUSL committee member of the drafting committee for a Business Organizations Code.

Committee member. Member of Partnership, Limited Partnership, Limited Liability Partnership and Limited Liability Company drafting committees of the Delaware Bar Association (1996-present).

Committee Chair. Chair of Legal Issues Committee for the Agility Forum, May 1995. The Committee is charged with investigating the legal barriers to the virtual corporation. The Agility Forum was formed in the fall of 1992 with funding from the National Science Foundation and the Advanced Research Projects Agency of the Department of Defense to define and research the structure of a proposed organization known as the Agile Virtual Enterprise" and to educate and train the business and academic communities in the application of agile business principles.

Committee member. Member in the ABA Prototype LLC drafting project of the ABA Business Law Section. (2003-present)

Committee member. Member of the ABA Entity Rationalization Committee and in the proposed drafting of a cross-entity transaction act.

Committee member. Member in the ABA Business Law Section committees on partnerships and

limited liability companies. (1994-present)

Advisor. Serve as the JEB advisor to the NCCUSL/ABA Omnibus Study Code Project for Business Organizations.

Member. Named to Who's Who Among America's Teachers (2006).

#### **D. Professional Speaking Engagements/Presentation of Papers**

Panelist/Speaker – Feb. 2008 , Washington, DC, ALI-ABA, “Choice of Business Entity,” national telecast; topics included recent decisions on conversions and mergers from corporations to alternative entities; series used in alternative entities; creditors rights; tax implications of series; and recent Delaware decisions involving choice of entity.

Speaker - Delaware Law Forum hosted by the Business Law Section of the ABA, March 7,8 2008 – “ *Lessons to be Learned: How the Policy of Freedom of Contract in Delaware Alternative Entity Law Might Affect the Delaware General Corporate Law,*” Hotel DuPont, Wilmington, DE.

Speaker – New York PLI, May21 2008, “*What All Lawyers Should Know About Delaware Alternative Entity Law*”- *The Delaware Series.*

Director of Symposium - The Fourth Annual Symposium on the Law of Delaware Business Entities – “**Current Trends Affecting the Governance of Delaware Entities in the Public and Private Capital Markets: An International Dialogue,**” Riverfront Arts Center, May 2008 , Wilmington, Delaware.

Speaker - The Fourth Annual Symposium on the Law of Delaware Business Entities, *A Business Review of the Delaware Series: Good Judgment for the Informed,* Riverfront Arts Center, May 2008, Wilmington, DE.

Speaker - Symposium on the 20<sup>th</sup> Anniversary of Limited Liability Companies – “*Contractualism in Delaware LLCs; and the Delaware Series,*” Suffolk University School of Law, June 2008 Boston, Mass.

Speaker - Colorado Business Law Institute, Vail, CO- “*2007-2008 Legislative and case law Update on Delaware Alternative Entities,*” September 18-20, 2008.

Speaker - Colorado Business Law Institute, Vail, CO, “*New Choices of Business Entity – Structure and Tax Consequences at Entity Formation.*” September 18-20, 2008.

Speaker. “Choice of Entity and Tax Implications in the Delaware Series,” Maryland Tax Institute, November 7, 2008, Baltimore, MD.

Speaker - Colorado Association of Corporate Counsel, *A Delaware Update on Creditor Duties at Corporate Insolvency and the Case of Deepening Insolvency*, Denver, CO, April, 2007.

Panelist - Spring Symposia for ABA Real Property, Trusts and Estates Section, *Special Investors and Investment Structure Group: An LLC Update for Real Estate Lawyers*, materials available at <http://www.abanet.org/rpte/cle>. Spring, 2007.

Organizer - The Third Annual Symposium on the Law of Delaware Business Entities, **Good Faith After Disney: Fiduciary, Contract, Agency, Statutory and Trust Law in Delaware Business Entities**, Riverfront Arts Center, October 5, 2006.

Speaker - The Third Annual Symposium on the Law of Delaware Business Entities, *The Multi-Facets of Good Faith in Delaware: A Mistake in the Duty of Good Faith and Fair Dealing; A Different Partnership Duty of Care; Agency Good Faith and Damages; Good Faith and Trust Law*, 10 Del. L. Rev. 89 (2008), Riverfront Arts Center, October 5, 2006.

Speaker - Colorado Business Law Institute, Vail, CO, *Overtaxing Good Faith: The Distinction in Contractual "Good Faith" and "Good Faith" in the Law of Fiduciaries*, July 10, 2006.

Speaker. Ann E. Conaway, with Robert Keatinge, *Lawyer's Liabilities in Representing Troubled Organizational Clients*, Illinois Assoc. of Professional Responsibility Lawyers, Feb. 10, 2006.

Speaker. Ann E. Conaway, with Paul (Chip) Lion and Robert Keatinge, *Internal Controls: Exit Strategies, Breakups, Dissolutions and Extraordinary Transactions at the Termination of a Closely-Held Business or Venture*, ALI-ABA Webcast, February, 2005.

Speaker. Ann E. Conaway, *Rights of Creditors to Seek Economic Interests of Owners: Of Charging Orders, Veil Piercing, Reverse Piercing and Asset Freezes*, ALI-ABA Webcast, February, 2005.

Organizer. Second Annual Symposium on the Law of Delaware Business Entities, sponsored by the Delaware State Bar Association entitled "*Fiduciary Duties to Creditors: Evolution or Revolution, ?*" Wilmington, Delaware, April 2005.

Speaker. Second Annual Symposium on the Law of Delaware Business Entities, sponsored by the Delaware State Bar Association, *Fiduciary Duties to Creditors at Insolvency or Deepening Insolvency: Should the Duty be Applied to Unincorporated Entities, ?* with Robert Keatinge.

Speaker. Ann E. Conaway, with Robert R. Keatinge, *Choice of Entity for Closely-Held Businesses: Fiduciary Duties of Owners and Managers*, Minnesota Business Law Institute, June 2005.

Speaker. Ann E. Conaway, with Robert R. Keatinge, *Choice of Entity for Closely-Held Businesses: Transfer of Economic Interests and Creditor Rights*, Minnesota Business Law Institute, June 2005.

Speaker. Ann E. Conaway, with Robert R. Keatinge, *The Role of Management in Failing Businesses to Ensure Protections for Creditors*, Colorado Business Law Institute, July 2005.

Speaker. Ann E. Conaway, with Robert R. Keatinge, *Fiduciary Duties of Owners and Managers in Closely-Held Businesses and Ventures*, ALI-ABA Webcast, February, 2006.

Panelist. Ann E. Conaway, panelist commenting on the Model Entity Transactions Act, The Partnership Committee of the Business Law Section of the American Bar Association, Washington, DC, November 29, 2004.

Organizer. Ann E. Conaway, The First Annual Symposium on the Law of Delaware Business Entities, *The Convergence of Duties in Incorporated and Unincorporated Business Entities*, The Widener University School of Law and its Delaware Journal of Corporate Law, (A Live Symposium), April, 2003.

Speaker. Ann E. Conaway, The First Annual Symposium on the Law of Delaware Business Entities, “*The Contractual Duty of Good Faith and Fair Dealing: Why No Respect?*”, The Widener University School of Law and its Delaware Journal of Corporate Law, (A Live Symposium), April, 2003.

Speaker/Panelist. Ann E. Conaway, Robert R. Keatinge and Paul “Chip” L. Lion III, *Internal Disputes and Break-Ups: Choice of Entity After the 2003 Tax Act, Selecting Legal Form and Structure for Closely-Held Businesses and Ventures* (ALI-ABA) (Webcast, 2003).

Speaker/Panelist. Ann E. Conaway, *Transferee and Assignee Rights; Charging Orders; Piercing and Reverse Piercing; Duty to Creditors; and Other Creditor Remedies in Uniform Unincorporated Acts, Choice of Business Form and Structure for Closely-Held Businesses* (ALI-ABA, Webcast 2004)

Speaker/Panelist. Ann E. Conaway, *Transferee and Assignee Rights; Charging Orders and Reverse Piercing in Uniform Unincorporated Acts, Selecting Legal Form and Structure for Closely-Held Businesses and Ventures* (ALI-ABA, Webcast 2003).

Speaker/Panelist. Ann E. Conaway, “*Contractual Unincorporated Entities in a Rationalized Universe,*” *Hubs, Spokes and Junction Boxes, Entity Rationalization and Inter-Entity Mergers* (ABA Business Law CLE 2000).

Speaker/Panelist. Ann E. Conaway, *Fiduciary Duties to Partnership Creditors Post-Enron? Limited Liability Partnerships, Accounting Firms and Attorneys: Room for Speculation After*

*Enron* (ABA 2002).

Speaker/Panelist. Ann E. Conaway, *Restructuring (or “Shuffling”) Equity Interests in Cross-Form Mergers and Conversions, What Can or Should Be Done About the Proliferation of Business Organizations?* (ABA 2001).

Speaker/Presenter. Presented Judicial Education Seminar on specific principles of Contract law to the Delaware Justices of the Peace in May, 1996.

Speaker. Speaker for the Delaware Bar Association on Delaware Corporation Law and the Federal Securities Laws (the 1933 Securities Act and the 1934 Securities Exchange Act) to the *Ukrainian Supreme and Arbitration Courts in the Fall of 1995.*

Speaker. *The Virtual Enterprise Workshop of the Agility Forum*, Bethlehem, PA, March, 1995. I presented an analysis to the Agility Forum of potential legal barriers to implementing agile business practices and agile virtual corporations into the marketplace.

Speaker. Speaker at a Pennsylvania Bar Institute CLE Presentation in Philadelphia, PA on proposed Pennsylvania amendments to Article 8 of the Uniform Commercial Code, June 1993.

Speaker/Delegate/Expert to Russia. In November of 1994 I represented the State of Delaware in a delegation of Delaware experts on corporate and business law.. The delegation included attorneys, judges and academics, including the Delaware Secretary of State. The delegation was organized for the purpose of advising the new Russian government on privatization of business enterprises and the drafting of their corporate civil code, November 1994. I served as Chair of the Subcommittee which planned and drafted all documents to be submitted to the Russian delegation. The Russian delegation included members of the Department of Ministry, senior business faculty from the University of Moscow, Judges from the Criminal Courts as well as various attorneys and clerks of several courts.

#### **E. Professional Service/Honors/Expert Witness.**

Expert. Designated media resource expert in the field of partnerships, limited partnership, limited liability companies, statutory trusts and all manner of incorporated and unincorporated entity transactions for the National Conference of Commissioners on Uniform State Laws.

Special Master in Chancery.. Served as Special Master in the Delaware Court of Chancery involving a case of first impression interpreting Delaware's then-newly enacted dissolution statute. (*In re RegO*) (1990-1992). Heard testimony; made evidentiary rulings; wrote Memorandum of Law to Delaware's Chancellor regarding disposition of case.

Expert. Served as expert witness for the United States Internal Revenue Service in a multi-billion dollar merger involving a Delaware limited liability company. Provided written expert report.

Expert. Served as expert witness for the Department of Justice in a money-laundering/corporate opportunity case of a public corporation. Provided expert consulting; case settled.

Expert. Served as expert in case of first impression in Hawaii on LLC law. Provided written expert report and was deposed. Case settled following depositions.

Expert. Served as expert for large Delaware mutual fund organized as a limited partnership. Provided written expert testimony and written rebuttal testimony. After submission of reports, the case settled.

Expert. Served as an expert in several corporate and unincorporated entity cases interpreting Delaware corporate and unincorporated law. The services provided have varied depending upon the case.

Consumer Advocate. Chrysler Arbitration Board (1993– 1998). Appointed to be a Consumer Advocate for the Delaware region of the Chrysler Arbitration Board.

Arbitrator. Served as an arbitrator for the Superior Court of Delaware since 1990. The jurisdiction of the arbitration cases is any matter with a claim under \$100,000.

Member. Named member of Who's Who in America's Teachers, 2006.

Professional of the Year. Named Professional of the Year for 2008 in the Field of Law by Cambridge Who's Who (2008).

Industry Expert. Named Top 101 Industry Experts by Cambridge Who's Who in the Field of Law (2009).

## PUBLICATIONS

Ann E. Conaway, with Robert R. Keatinge, *Keatinge and Conaway on Choice of Business Entity*, (West Group March, 3rd Ed. 2008).

Ann E. Conaway, with Robert R. Keatinge, *Keatinge and Conaway on Choice of Business Entity*, (West Group March, 2d Ed. 2007).

Ann E. Conaway, with Robert R. Keatinge, *Keatinge and Conaway on Choice of Business Entity*, (West Group March, 2006).

Ann E. Conaway, *Lessons to be Learned: How the Policy of Freedom of Contract in Delaware's Alternative Entity Law Might Inform Delaware's General Corporation Law*, 33 *Del. J. Corp. L.* 789 (2008).

Ann E. Conaway, *The Multi-Facets of Good Faith in Delaware: A Mistake in the Duty of Good Faith and Fair Dealing; A Different Partnership Duty of Care; Agency Good Faith and Damages; Good Faith and Trust Law*, 10 Del. L. Rev. 89 (2008).

Ann E. Conaway Anker, National Conference Reporter, *The Model Entity Transactions Act*, The University of Pennsylvania School of Law Archives (2004).

Ann E. Conaway Stilson, *The Agile Virtual Corporation*, 22 Del. J. Corp. L. 1 (1997)..

Ann E. Conaway Stilson, *Reexamining the Fiduciary Paradigm at Corporate Insolvency and Dissolution: Defining Directors' Duties to Creditors*, 20 Del. J. Corp. L. 1 (1995).

Ann E. Conaway Stilson, *In re RegO Company*, C.A. No. 11651, Stilson, Master pro hac vice (May 14, 1992).

Ann E. Conaway Stilson, *"De-Leveraging" the Leveraged Buyouts of the 1980s: A Prisoner's Dilemma for Unsecured Corporate Bondholders of the 1990s*, 68 DENVER L. REV. 331 (1991).

Ann E. Conaway Stilson, *"Highly Confident" Letters and Tender Offer Financing*, 35 ST. LOUIS L. J. 317 (1991).

Ann E. Conaway Stilson, *The "Overloaded" PMSI In Bankruptcy: A Problem In Search Of A Resolution*, 60 TEMP. L. Q. 1 (1987).

#### **PAPERS COMPLETED AND AVAILABLE ON SSRN**

Ann E. Conaway, *The Contractual Duty of Good Faith and Fair Dealing: Why No Respect?*, <http://ssrn.com/abstract=994624> (2003).

Ann E. Conaway, *Trenwalla: A Call for Rationalizing Fiduciary Duties to Creditors in Delaware*, <http://ssrn.com/abstract=991224> (2007--2008).

Ann E. Conaway, *A Business Review of the Delaware Series: Good Business for the Informed*, <http://ssrn.com/abstract=1097645> (2008).

#### **WORKS ACCEPTED FOR PUBLICATION AND COMPLETED OR IN PROGRESS**

Ann E.. Conaway, *Trenwalla: A Call for Rationalizing Fiduciary Duties to Creditors n Delaware*, To be included in a book entitled **Fiduciary Duties** to be published in India in 2009. Icfai University (Amicus Books), India, published in English.

Ann E. Conaway, Chief Justice Myron T. Steele, Thomas Earl Geu, and Carter G. Bishop, A Collection of Eight Delaware Articles on **Judicial and Academic Scrutiny of The Confusion of Contractual and Fiduciary Duties and the Concept of Good Faith in Delaware Business Entities**, (a working title) Icfai University, India, A. Sabithata, Consulting Editor, Amicus Books (2009).

Ann E. Conaway with Chief Justice Myron T. Steele, **THE FORMATION OF DELAWARE CORPORATIONS AND LLCs** (THOMSON WEST)(2 Chapters completed)..

### **WORKS IN PROGRESS**

Ann E. Conaway, *The Non-Co-Extensivity of Delaware Alternative Fiduciary Duties and Corporate Fiduciary Duties: A Realm of Judicial Abandonment* (2009).

Ann E. Conaway, *Environmental and Geo-Friendly Businesses: A Grass Roots Industry Whose Recognition is Imperative* (2009).

### **COMMUNITY SERVICE**

Master in Chancery pro hac vice for The Delaware Court of Chancery, appointed October 1, 1990.

Member from Delaware to The American Law Institute, elected December 1998.

Commissioner from Delaware to the National Conference of Commissioners on Uniform State Laws, appointed in May, 1989 by Governor Michael Castle to serve at the discretion of the Governor.

Committee Chair, Legal Issues Committee on Agile Virtual Enterprises for the Agility Forum.

Committee Member to the NCCUSL drafting committee charged with the revision of Article 8 of the Uniform Commercial Code (1991–1993).

Committee Member to NCCUSL standing committee on Article 8 of the UCC.

Committee Member to the NCCUSL committee drafting a Uniform Limited Liability Partnership Act.

Committee Member to the NCCUSL committee revising the Uniform Limited Partnership Act.

Committee Member to the Delaware State Bar Association committee charged with drafting an

Act for the Rights of the Terminally Ill.

Committee Member to Delaware Bar Association committee charged with examination of UCC Article 8.

Committee Member to Delaware Bar Association committees charged with revising all unincorporated association statutes.

### **PROFESSIONAL MEMBERSHIP PARTICIPATION**

Delaware Bar Association, admitted December, 1983.

Federal Bar for the District of Delaware, admitted June, 1984.

American Bar Association, admitted 1989.

American Law Institute, admitted 1998..

National Conference of Commissioners on Uniform State Laws, appointed from Delaware in 1989 and from Pennsylvania in 2002.

Rodney Inns of Court, Wilmington, DE

### **BAR ADMISSIONS**

United States Supreme Court, admitted 1998.

United States District Court for the District of Delaware, admitted January, 1984.

Delaware Supreme Court, admitted December, 1983.

### **LAW SCHOOL SERVICE**

#### Chair

Committee on Promotion to Full Professor (2008-2009)

Committee on Promotion to Full Professor (1998-1999)

#### Member

Academic Standards Committee (1985-1986)

Scholarship Committee (1985-86)

Special Committee to Evaluate Tenure and Promotions Standards (1986-87)

Faculty Appointments Committee (1986-87)

Admissions Committee (1987-89)

Committee on Promotion to Associate Professor (1989-present)

Committee on Retention and Tenure (1991-present)

Committee on Tenure/Promotion Policies (1992-1998)

Committee on Research Grants and Sabbaticals (1992–1993, 1994–1995)  
Law Review Advisory Committee (1992–2004; 2007-present))  
Committee on Foreign Studies and Graduate Programs (1993–2005)  
Curriculum (2004-2005)  
Financial Affairs (2005)  
Faculty Development Committee (2004-2006)

#### Faculty Advisor

Delaware Journal of Corporate Law (1992–2004; 2007-present))  
Corporate Law Society (1990–2005)  
Moot Court Corporate Competition (1988-2000)  
Judge, Mock Trial Competitions (1985-87)  
Judge, Regional Negotiations Competition (1988)  
First Year Student Advisor (1988-1993)

#### Awards

Recipient of Distinguished Service Award by the Volume XIV Board of the Delaware Journal of Corporate Law.