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Academic Positions

Drexel University Earle Mack School of Law

- Professor of Law (2010 - present)
- Director, Program in Business & Entrepreneurship Law (2007 - present)
- Associate Professor of Law (2007 – 2010)
- Baiada Fellow (2009 – present)

Rutgers University (Camden) School of Law

- Associate Professor of Law (1993 - 1995)

University of Alabama School of Law

- Assistant Professor of Law (1991 - 1993)

Professional Positions

Cosi, Inc. (Deerfield, IL)

- Member of the Board of Directors (2007 - present)
- Chair of the Compensation Committee (2010 - present)
- Member of the Audit and Compensation Committees (2008 - present)
- Member of the Special Committee to Explore Strategic Alternatives (2008 - 09)

Champps Entertainment, Inc. (Denver, CO)

- Member of the Board of Directors (2005 - 2007)
- Chair of the Compensation Committee (2005 - 2007)

Atticus Capital LP (New York, NY)

- Senior Managing Director (2004 - 2006)

Soros Fund Management (New York, NY)

- Consultant (2001 - 2003)

Harvest Book Company LLC (Fort Washington, PA)

- Executive Officer and Member of the Board (1999 - 2001)

Kirkland & Ellis (New York & London)

- Partner (1997 - 1999)

Dechert LLP (New York & Philadelphia)

- Partner (1995 - 1996)
- Associate (1985 - 1986, 1987 - 1991)

Skadden Arps Slate Meagher & Flom

- Associate (1986 - 1987)

Publications

Articles

Risk Taking, 32 *Cardozo Law Review* (with Edwards)(forthcoming).

After the Bailout: Regulating Systemic Moral Hazard, 57 *UCLA Law Review* 183 (2009).

Measuring the Tax Subsidy in Private Equity and Hedge Fund Manager Compensation, 60 *Hastings Law Journal* 27 (with Brennan)(2008).

Reputation and the Value of Lawyers, 74 *Oregon Law Review* 15 (1995), reprinted in 37 *Corporate Practice Commentator* 807 (1996).

Oversimplification and the SEC's Treatment of Derivative Securities Trading by Corporate Insiders, 1993 *Wisconsin Law Review* 1287, reprinted in 37 *Corporate Practice Commentator* 555 (1995).

The Supreme Court's Literalism and the Definition of "Security" in the State Courts, 50 *Washington & Lee Law Review* 1043 (with Branson)(1993).

Rereading Section 16(b) of the Securities Exchange Act, 27 *Georgia Law Review* 183 (1992).

Articles on Pedagogy

Teaching Transactional Lawyering, 1 *Drexel Law Review* 69 (2009).

Learning/Learning to Learn by Doing: Simulating Corporate Practice in Law School, 45 *Journal of Legal Education* 498 (1995).

Shorter Pieces

A "Law & Personal Finance" View of Legal Origins Theory, 2009 *BYU Law Review* 1635.

Desperately Seeking a Justice Stevens Who Cares about the Securities Laws, 27 *Rutgers Law Journal* 627 (1996).

Education

Columbia University

- Juris Doctor (1985)
 - Harlan Fiske Stone Scholar (1st and 2nd Years)
 - Managing Editor, *Columbia Journal of Law & Social Problems*
 - Jessup International Moot Court Team

- Bachelor of Arts, Comparative Literature (1982)
 - *Magna cum laude*
 - Phi Beta Kappa
 - John Jay Scholar

Presentations

- “Law 2.0 - Intelligent Architecture for Transactional Law,” invited discussant at roundtable at University of Colorado Law School (August 2010)
- “The Transactional Lawyering Meet,” invited presentation at Emory University School of Law’s Conference on Transactional Education: What’s Next? (June 2010)
- “Transactional Law Centers and Certificate Programs,” invited presentation at Emory University School of Law’s Conference on Transactional Education: What’s Next? (June 2010)
- “Risk-Taking,” faculty workshop presentation at Case Western Reserve School of Law (April 2010)
- “Risk-Taking,” invited paper presentation at the Symposium on Regulating Risk held at the University of Connecticut School of Law (April 2010)
- “Risk-Taking,” invited paper presentation at the Fourth Annual Law & Entrepreneurship Retreat held at BYU Law School (February 2010)
- “The Mystery of Bondholder Wealth Expropriation,” faculty workshop presentation at University of Florida School of Law (November 2009)
- “The Mystery of Bondholder Wealth Expropriation,” faculty workshop presentation at Brooklyn Law School (September 2009)
- “Legal Profession as Subject,” presentation at Workshop on Transactional Law, AALS Mid-Year Meeting (June 2009)
- Moderator, “Plenary Session on Trends in Business Associations Scholarship,” AALS Conference on Business Associations (June 2009)
- “Teaching Transactional Lawyering,” presentation at AALS Conference on Business Associations (June 2009)
- “New Institutional Economics and Behavioral Finance – a Discussion of Gulati and Scott’s *Sticky Contracts*,” presentation at Law & New Institutional Economics Workshop, University of Colorado Law School (June 2009)

- “New Institutional Economics and the Financial Crisis,” panel discussion at Law & New Institutional Economics Workshop, University of Colorado Law School (June 2009)
- “Private Equity: Current Market and Potential Regulatory Changes,” presentation to the Venture Capital & Private Equity Law Committee of the Philadelphia Bar Association (May 2009)
- “Counseling the Entrepreneurial Client,” panel presentation at the Third Annual IP Institute of the Pennsylvania Bar Institute (March 2009)
- “Legal Origins Theory and Equity Culture,” invited presentation at the BYU Law Review Symposium on “Evaluating Legal Origins Theory,” BYU Law School (February 2009)
- “Regulating Systemic Moral Hazard,” invited paper presentation at the 3rd Annual Law & Entrepreneurship Retreat held at the Earle Mack School of Law, Drexel University (October 2008)
- “IP – It’s Not Just PI Backwards,” panel presentation at the Philadelphia Bar Association 2008 Bench Bar Conference (September 2008)
- “Measuring the Tax Subsidy in Private Equity and Hedge Fund Compensation,” peer-reviewed paper presentation at the European Annual Meeting of the Financial Management Association (June 2008)
- “The New Markets Paradigm for Value Creation by Transactional Lawyers,” invited presentation at Emory University School of Law’s Conference on Teaching Drafting and Transactional Skills: The Basics and Beyond (May 2008)
- Moderator, “Scholar 2 Scholar: How Web 2.0 is Changing Scholarly Communication,” Drexel University Libraries Scholarly Communications Symposium (April 2008)
- “Measuring the Tax Subsidy in Private Equity and Hedge Fund Compensation,” invited paper presentation at the 2nd Annual Law & Entrepreneurship Retreat held at the University of Arizona James E. Rogers College of Law (March 2008)
- “The Legal Edge – Legal Issues for Minority Small Business Owners,” panel presentation at the Philadelphia Bar Association (November 2007)
- Moderator, Drexel University Libraries’ Scholarly Communications Symposium (April 2007)
- “Legal Services for the Start-up Business,” Entrepreneurial Skills Workshop at the Baiada Center of the LeBow College of Business at Drexel University (February 2007)
- “Negotiation Tactics for the Talented Entrepreneur,” Entrepreneurial Skills Workshop at the Baiada Center of the LeBow College of Business at Drexel University (March 2007)(prepared case study)
- “Hedge Fund Regulation,” panel discussion at LeBow College of Business Department of Finance Symposium (May 2007)

Media Presence

- Guest Blogger, The Conglomerate (www.theconglomerate.org)

- Karen Sloan, “It’s a Moot Court for Transactions Attorneys,” *The National Law Journal* (Apr. 19, 2010)(reporting on the inaugural Transactional Lawyering Meet).
- Ryan Bolger, “Novel Law School Competition Tests Deal-Making Skills,” *The Legal Intelligencer* (Mar. 8, 2010)(reporting on the inaugural Transactional Lawyering Meet).
- Miriam Hill & Harold Brubaker, “Bank Bailout Recipients’ Link to Deal,” *Philadelphia Inquirer* (Jan. 27, 2009)(interview on impact of restricting banks from financing transactions that involve job losses).
- Stacey Burling & Carolyn Davis, “A Spending Wake-up Call,” *Philadelphia Inquirer* (Oct. 26, 2008)(interview on impact of financial crisis on consumer spending)
- Karl S. Okamoto, “The Savers Should Get a Tax Break,” *Philadelphia Inquirer* (Oct. 16, 2008)(OpEd on use of tax cuts to stimulate economy)
- Harold Brubaker, “Bailout Opens Door for Players,” *Philadelphia Inquirer* (Oct. 12, 2008)(interview on potential conflicts of interest under financial bailout plan)
- Karl S. Okamoto, “Skin in the Game,” *The Legal Times* (Sept. 29, 2008)(commentary on the role of moral hazard in creating financial crisis)
- Karl S. Okamoto, “Secretary Paulson’s Taxpayer Hedge Fund,” *Philadelphia Inquirer* (Sept. 24, 2008)(OpEd on proposed bailout legislation)
- Joseph N. DiStefano, “Were Bailouts the Right Thing to Do,” *Philadelphia Inquirer* (Sept. 21, 2008)(interview on proposed bail out legislation)

Conferences

- Founder, Annual Transactional Lawyering Meet
- Organizer, Teaching Transactional Lawyering Conference, held at Earle Mack School of Law, Drexel University on March 4, 2010
- Organizer, 3rd Annual Law & Entrepreneurship Retreat, held at Earle Mack School of Law, Drexel University on October 23-25, 2008.
- Organizer and Moderator, “No Seat at the Table: A Discussion of Women and Corporate Boards,” a conference held at Drexel University (November 2007)
- Planning Committee for the AALS Workshop for Law Teachers of Color (1994)
- Co-Organizer, First Annual Asian Pacific American Law Professors Conference (1994)
- Co-Organizer, Southeast/Southwest People of Color Legal Scholarship Conference (1993, 1994)

Committees

- Chair, Committee on Professional Development, Earle Mack School of Law, Drexel University (2009 – present)
- Committee on Long Range Planning, Earle Mack School of Law, Drexel University (2007 – present)
- Advisory Board, Center for Corporate Governance, Drexel University LeBow College of Business (2007 – 2009)

- Chair, Committee on Joint Degrees and Collaboration, Earle Mack School of Law, Drexel University (2007 – 2009)
- Executive Committee of the AALS Section on Minority Groups (1993-95)

Other Activities

- Expert, Drummond v. Drummond, et al., in the Court of Common Pleas, Delaware County, PA (Civil Action No. 07-15698)(providing expert report and testimony on issues regarding shareholder oppression and corporate governance in a closely-held corporation)
- Expert, Beal Bank, S.S.B., et al. v. Westpoint International, Inc., et al., in the Court of Chancery of the State of Delaware (C.A. No. 2617-CC)(rendered expert report and testimony on issues under federal securities laws)

Courses Taught

- Business Organizations
- Securities Regulation
- Corporate Finance
- Transactional Lawyering
- Private Equity & Venture Capital Law
- Related Seminars